Date: 25th August, 2020
To
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Rotunda Bldg, Dalal Street
Mumbai- 400 051

Dear Sir/Ma’am

Sub: Outcome of Board Meeting held on 25th August, 2020
Ref: Script Code: 526285, ISIN: INE666B01018

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 this is to inform you that following businesses were transacted at the meeting of the Board of Directors of the Company held on Tuesday, the 25th day of August, 2020 at 03:00 P.M. at the Administrative Office of the Company situated at 201-204, B.M Towers Opp. Lotus Showroom, Sapna Sangeeta Road, Indore (M.P.)

1. Approved and taken on record Board Report and all the annexure including Management Discussion and Analysis Report for the year ended 31st March, 2020.

2. The 28th Annual General Meeting of the Company is fixed to be held on Wednesday, the 30th Day of September, 2020 at 11:30 A.M. at the Registered Office of the Company and fixed the period of book closure i.e. 27th September, 2020 to 30th September, 2020 (both days inclusive).

3. The Board has fixed cut-off i.e. 10th September 2020 and e-voting period begins on 27th September, 2020 and ends on 29th September, 2020.

4. The Board has approved the Notice of the 28th Annual General Meeting.

5. The Board has appointed scrutinizer for conducting E-voting of the 28th AGM.


The Board meeting was concluded at 03:30 P.M.

This is for your information and record.

Thanking You
for Divya Jyoti Industries Limited

Gopal Nyati
Whole Time Director
DIN: 00784071

DIVYA JYOTI INDUSTRIES LIMITED
Corporate Office: 201-204, B.M. Tower, Opp. Lotus Electronics, Sapna-Sangeeta Road, Indore-452 001 (M.P.)
Ph:+91-731-4010900-901, Fax:+91-731-4010902 E-mail: corp@divyajyoti.net
NOTICE

Notice is hereby given that the **Twenty Eighth Annual General Meeting** of the members of **DIVYA JYOTI INDUSTRIES LIMITED** will be held on Wednesday, the 30th day of September, 2020 at 11:30 AM at the Registered Office of the Company situated at 19-39, Sector III, Industrial Area, Pithampur - 454775 District Dhar (M.P.) with the permission of the relevant authority and in consideration of current COVID 19 pandemic, facility of video conferencing is also provided to all members to attend 28th annual general meeting to transact the following business:

**ORDINARY BUSINESS:**

1. To consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2020 and report of Board of Directors and Auditors thereon.

2. To re-appoint Mrs. Babita Nyati (DIN:06904655), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

**Notes:-**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A REPRESENTATIVE TO VOTE INSTEAD OF HIMSELF/ HERSELF: The instrument appointing proxy should however be deposited at the registered office of the company not later than 48 hours before the commencement of the meeting. Proxy shall not have any right to speak at the meeting.

2. Members to attend meeting through video conferencing accordingly the facility of appointment of proxies by members will not be available for the meeting.

3. Corporate Members are requested to send a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote at the Annual General Meeting.

4. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

5. The Register of members and share transfer books of the Company will remain closed from September 27th 2020 to September 30th, 2020 (both days inclusive) for the purpose of Annual General Meeting.

6. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.

7. Members are requested to bring the copy of Annual Report at the meeting.

8. Members are requested to support Green Initiative by registering/ updating their e-mail addresses with the Depository participant (in case of shares held in dematerialized form) or with Linkintime India Private limited (in case shares held in physical form)

9. Members holding shares in physical form are requested to notify change in address, if any to the RTA of the Company. In case shares held in dematerialized form, the information regarding change of address should be given to their respective Depository Participant.

10. **Voting through electronic means:**

    The Company is pleased to offer e-voting facility to all its members to enable them to cast their vote electronically in terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force). Accordingly, a member may exercise his/her vote by electronic means.

**E-VOTING PROCESS:**

The instructions for shareholders for remote e-voting are as under:

(i) The voting period begins on 27th September, 2020 at 9:00 A.M. and ends on 29th September, 2020 at 5:00 P.M. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 10th September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(iv) Click on “Shareholders” module.

(v) Now enter your User ID
a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL’s EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL’s EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

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<thead>
<tr>
<th>For Shareholders holding shares in Demat Form and Physical Form</th>
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<tbody>
<tr>
<td><strong>PAN</strong></td>
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<td></td>
</tr>
<tr>
<td><strong>Dividend Bank Details OR Date of Birth (DOB)</strong></td>
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(ix) After entering these details appropriately, click on “SUBMIT” tab.

(x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for Divya Jyoti Industries on which you choose to vote.

(xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID
Instructions for shareholders attending the egm/agm through vc/oavm as are under:

1. Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at shares@divyajyoti.net. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at shares@divyajyoti.net. These queries will be replied to by the company suitably by email.

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

Instructions for shareholders for e-voting during theagm/egm are as under:

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.

2. Only those shareholders, who are present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

3. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

4. Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

(xx) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the
Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz shares@divyajyoti.net, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

(xxi) The voting rights of shareholders shall be in proportion to their shares of the Paid Up Equity Share Capital of the Company.

(xxii) CA Ankit Ladha, Practicing Chartered Accountant of M/s A K Ladha & Associates, Membership No.:ACA 420925, (FRN No: 017601C) Address: Dak-Banglow Road, Ratangarh PIN - 458226, email ID - caankitladha@gmail.com has been appointed as the Scrutinizer to scrutinize the e-voting and voting process at the AGM.

(xxiii) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.divyajyoti.net and on the website of CDSL e voting www.evotingindia.com within two days of the passing of the resolutions at the AGM of the Company and will also be communicated to the BSE Limited where the shares of the Company are listed.

(xxiv) The resolutions shall be deemed to be passed on the date of the Annual General Meeting, subject to receipt of requisite majority.

Contact Details
Company
Divya Jyoti Industries Limited
Corp. Office: 201-204 B.M.Tower, Sapna Sangeeta Main Road, Indore (M.P.)-452001
CIN: L15143MP1992PLC007090
E-mail ID: shares@divyajyoti.net

Registrar and Share Transfer Agent
Link Intime India Private Limited
C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083
Phone No: 022-25963838 Fax: 022-25946969
Email: rnt.helpdesk@linkintime.co.in

E-Voting Agency: Central Depository Services (India) Limited
E-mail ID: helpdesk.evoting@cdslindia.com

By the order of the Board of Directors
Sd/-
Nupur Mehta
Company Secretary

Place: Indore
Date: 25th August, 2020