

# JRD FINANCE LIMITED

(CIN : L65999WB1993PLC058107)

Reg.Off. : 60A, Bondel Road  
Ground Floor  
Kolkata – 700 019  
Email Id: fin.jrd@gmail.com

Date: 02.06.2017

To,  
Head- Listing & Compliance  
Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4th Floor,  
Plot No. C 62, G-Block  
Opp. Trident Hotel,  
Bandra Kurla Complex  
**Mumbai - 400 098**

**Scrip Code: MSEI- JFL**

**Sub. : Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015.**

Dear Sir/Madam,

We are submitting herewith the details regarding the voting results of the businesses transacted at the Extra-ordinary General Meeting (EGM) of the Company held on Thursday, 1<sup>st</sup> June, 2017 at 11.00 A.M at 60A, Bondel Road, Ground Floor, Kolkata – 700 019 in the prescribed format showing the results of Voting.

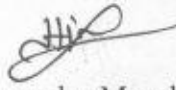
Further, we are also enclosing the Consolidated Report of the Scrutinizer on Remote E-Voting and Voting through Ballot/Poll forms at the Extra-ordinary General Meeting.

We request you to note the above and acknowledge the receipt of this letter.

Thanking you,

Yours faithfully,

For J R D Finance Limited

  
Himangshu Mondal (DEN - 06984971)  
Director



Encl. : As above

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## Details of Voting Results in respect of the Extra-ordinary General Meeting of M/s. J R D Finance Limited pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015:

1. Date of the EGM : Thursday, 1<sup>st</sup> June, 2017
2. Total number of shareholders as on Record Date : 124
3. No. of shareholders present in the meeting either in person or through proxy:  
Promoters and Promoter Group : 7  
Public : 20
4. No. of Shareholders attended the meeting through Video Conferencing: No video conferencing.

### 5. Item No. 1 – Special Resolution

To approve to issue 4,00,000 Convertible warrants at a price of Rs. 25/- each on preferential basis.

Whether promoter/ promoter group are interested in the agenda/resolution: No

Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter	E-Voting	15,270	0	0	0	0	0	0
	Poll		15,270	100	15,270	0	100	0
	Total		15,270	100	15,270	0	100	0
Public	E-Voting	16,55,030	0	0	0	0	0	0
	Poll		1,08,000	6.53	1,08,000	0	100	0
	Total		1,08,000	6.53	1,08,000	0	100	0
Total		16,70,300	1,23,270	7.38	1,23,270	0	100	0

\*Notes : 3,29,700 Partly paid up equity shares of the Company not considered for voting purpose.

For J R D Finance Limited

Himangshu Mondal  
Director (DIN - 06924911)



## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To  
The Chairman  
Extra-Ordinary General Meeting of the Equity Shareholders of  
**J R D Finance Limited**  
60A, Bondel Road, Ground Floor  
Kolkata-700 019

**Sub: Consolidated Scrutinizer's Report on the "Remote E-Voting" and "Voting through Ballot (Poll) at their meeting", in respect of the resolutions contained in the Notice of the 1<sup>st</sup> Extra-ordinary General Meeting (EGM) of the Financial Year 2017-18 of the J R D Finance Limited (the Company), held at 60A, Bondel Road, Ground Floor, Kolkata - 700 019 at on 1<sup>st</sup> June, 2017 at 11:00 A.M**

Dear Sir,

I, Anand Khandelia, Practicing Company Secretary have been appointed as a Scrutinizer by the Board of Directors M/s. J R D Finance Limited (the Company) for the purpose of:

- (i) Scrutinizing the remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof), and
- (ii) Scrutinizing the physical Ballot (poll) voting process under the provisions of Section 109 of Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof) conducted for passing the resolutions contained in the notice convening Extra-Ordinary General Meeting of the Equity Shareholders of J R D Finance Limited held at 60A, Bondel Road, Ground Floor, Kolkata - 700 019 on Thursday, the 1<sup>st</sup> June, 2017 at 11:00 A.M

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the Extra-Ordinary General Meeting of the members of the Company. My responsibility as a Scrutinizer for the Remote e-voting process and for poll at the EGM is restricted to make a Scrutinizer's Report of the votes cast in "favour" or "against" or "abstained" the resolutions stated below, based on the reports generated from the e-voting system provided by CDSL the authorised agency engaged by the Company to provide remote e-voting facility for e-voting and on poll conducted at the EGM.

The notice dated 2<sup>nd</sup> May, 2017 convening the EGM along with the statement setting out material facts under section 102 of the of the Companies Act, 2013 were sent to the shareholders in respect of below mentioned resolutions to be passed at the EGM of the equity shareholders of the Company.



The Company has also released an advertisement, which was published after completion of dispatch of EGM Notice in The Financial Express, English Newspaper on 9<sup>th</sup> May, 2017 and Arthik Lipi, Bengali Newspaper dated 9<sup>th</sup> May, 2017. The notice published in the newspaper carried the required information as specified in the Rule.

The Company had availed the remote e-voting facility offered by the Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the shareholders of the Company. The shareholders of the Company holding shares of the Company as on the "cut off" date i.e. 25<sup>th</sup> May, 2017 were entitled to vote on the resolutions contained in the notice convening EGM of the Company.

The period for remote e-voting commenced on Monday, 29<sup>th</sup> May, 2017 (9.00 a.m.) and ended on Wednesday, 31<sup>st</sup> May, 2017 (5.00 p.m.). The CDSL remote e-voting platform was blocked thereafter.

The Company also provided voting by physical ballot (poll) at the venue of the EGM and who has not voted electronically. The Chairman announced the poll at the EGM for the shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the Poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in presence of two witnesses Alok Sarkar and Rinku Ghosh who are not in employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

  
ALOK SARKAR

  
RINKU GHOSH

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

I did not find any poll papers invalid.

The votes cast through remote e-voting were unblocked after the EGM in the presence of two witnesses Alok Sarkar and Rinku Ghosh who are not in employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

  
ALOK SARKAR

  
RINKU GHOSH



I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of CDSL and also the Ballot forms received during the Poll process at the EGM.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:

**A. Resolution No. 1:**

To approve to issue 4,00,000 Convertible warrants at a price of Rs. 25/- each on preferential basis. (Special Resolution)

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot (Poll)	27	1,23,270	100
<b>Total</b>	<b>27</b>	<b>1,23,270</b>	<b>100</b>

(ii) Voted against the resolution:

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot (Poll)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) Invalid votes:

Type of Voting	Number of members present and voted.	Number of votes cast by them
Remote e-voting	0	0
Physical Ballot (Poll)	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid results, I report that the resolution as contained in Item -1 of the notice have been passed with requisite majority.



*Anand Khandelia*

F.C.S.

7/1A, GRANT LANE, 2ND FLR., ROOM # 206, KOLKATA-700 012

☎ Landline : 4060 3263, 2225 7581 Mobile : 98311 21340

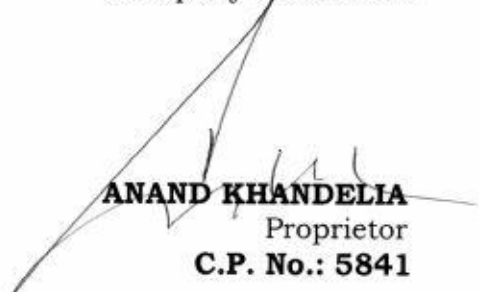
E-mail : akkhandelia@rediffmail.com

The register, all other papers and relevant records relating to remote e-voting and physical Ballot (poll) forms and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and sign the minutes of the aforesaid EGM, after which the same will be handed over to the Chairman of the meeting for safe keeping.

Thanking You,

Yours faithfully,  
For **Anand Khandelia**  
Company Secretaries

**DATE : 02/06/2017**  
**PLACE : KOLKATA**

  
**ANAND KHANDELIA**  
Proprietor  
**C.P. No.: 5841**

