

J R D FINANCE LIMITED

Regd.Off. : 1/1A, Biplabi Anukul Chandra Street, 5th Floor, Room No. -5G, Kolkata-700 072
Tel. : 91-33 4006 6062 ; E-mail : fin.jrd@gmail.com ; Website : www.jrdfinance.com
CIN - L65999WB1993PLC058107

Date: 26.09.2024

To,
Listing Department
Metropolitan Stock Exchange of India Limited,
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West,
Mumbai - 400 070

Symbol: MSEI- JFL

Subject: Voting Results and Consolidated Scrutinizer's Report of 31st Annual General Meeting ('AGM')

Dear Sir/ Madam,

This is to inform you that the 31st Annual General Meeting ("AGM") of M/s. J R D Finance Ltd. ("the Company") was held today and the business mentioned in the Notice dated 13th August, 2024 was transacted.


In this regard, enclosed please find herewith the following-

- (1) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
- (2) Consolidated Scrutinizer's Report dated 26th September, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration), Rules 2014 as amended regarding rules on e-voting and voting through ballot (poll) at the AGM.

This is for your information and records.

Thanking you,

Yours faithfully,
For J R D Finance Limited


Pritha Sinha Pandey
Company Secretary & Compliance Officer

Encl: As Above

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Details of Voting Results in respect of the 31st Annual General Meeting of M/s. J R D Finance Limited pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015:

Items	Particulars
Date of the AGM	Thursday, 26 th September, 2024
Total number of shareholders as on Record Date	86
No. of shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group : 0 Public : 7
No. of Shareholders attended the meeting through Video Conferencing	No video conferencing

Item No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31stMarch, 2024 with the reports of the Board of Directors and the Auditors thereon. **(Ordinary Resolution);**

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 and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institutions	E-Voting	27,20,300	18,18,730	66.86	18,18,730	-	100	-
	Poll		6,50,000	23.89	6,50,000	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		24,68,730	90.75	24,68,730	-	100	-
Total		27,20,300	24,68,730	90.75	24,68,730	-	100	-

Item No. 2 – Ordinary Resolution

To appoint a Director in place of Mr. Dilip Kumar Choudhary (DIN -00080390), who retires by rotation and being eligible offers himself for re-appointment (**Ordinary Resolution**).

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 and Promoter Group	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institutions	E-Voting	27,20,300	18,18,730	66.86	18,18,730	-	100	-
	Poll		6,50,000	23.89	6,50,000	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		24,68,730	90.75	24,68,730	100	-	
Total		27,20,300	24,68,730	90.75	24,68,730		100	

Item No. 3 –Special Resolution

To appoint Mr. Ganga Sharan Pandey (DIN – 02292513) as a Non-Executive Independent Director of the Company (**Special Resolution**).

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 and Promoter Group	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institutions	E-Voting	27,20,300	18,18,730	66.86	18,18,730	-	100	-
	Poll		6,50,000	23.89	6,50,000	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		24,68,730	90.75	24,68,730	100	-	
Total		27,20,300	24,68,730	90.75	24,68,730		100	

Item No. 4 -Special Resolution

To Increase the Authorised Capital of the Company (**Special Resolution**).

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 and Promoter Group	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institutions	E-Voting	27,20,300	18,18,730	66.86	18,18,730	-	100	-
	Poll		6,50,000	23.89	6,50,000	-	100	-
	Postal Ballot (if applicable)							
	Total		24,68,730	90.75	24,68,730		100	-
Total		27,20,300	24,68,730	90.75	24,68,730		100	

Yours faithfully,
For **J K D Finance Ltd.**



Pritha Singh-Pandey
Company Secretary & Compliance Officer

ANAND KHANDELIA
Company Secretaries

7/1A, GRANT LANE
2ND FLOOR, ROOM NO. 206
KOLKATA – 700 012
☎ : (M) 98311 23140

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 of the Meeting of
J R D FINANCE LIMITED
CIN: L65999WB1993PLC058107
1/1A, Biplabi Anukul Chandra Street
5th Floor, Room No. 5G
Kolkata-700 072

Sub: Consolidated Scrutinizer's Report on the "Remote E-Voting" and "Voting through Ballot (Poll) at Annual General Meeting", in respect of the resolutions contained in the Notice of the 31st Annual General Meeting (AGM) of J R D Finance Ltd. (the Company), held at 1/1A, Biplabi Anukul Chandra Street, 5th Floor, Room No. 5G, Kolkata - 700 072 on Thursday, the 26th day of September, 2024 at 1.00 P.M.

Dear Sir,

I, Anand Khandelia, Practicing Company Secretary have been appointed as a Scrutinizer by the Board of Directors of M/s. J R D Finance Limited (the Company) for the purpose of Scrutinizing the remote e-voting process (remote e-voting) as well as for voting through physical Ballot (poll) voting process at the AGM venue in a fair and transparent manner and ascertaining the results thereof, in respect of resolutions transacted at the 31st Annual General Meeting (31stAGM) of the Equity Shareholders of J R D Finance Limited held at 1/1A Biplabi Anukul Chandra Street, 5th Floor, Room No. 5G, Kolkata - 700 072 on Thursday, the 26th day of September, 2024 at 1.00 P.M.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed there under and the SEBI (LODR) Regulations, 2015 relating to remote e-voting as well as voting through poll at the AGM venue by the members of the Company on the resolutions contained in the Notice dated 13th August, 2024 convening the 31stAGM of the Company. My responsibility as a Scrutinizer for the Remote e-voting process and for poll at the AGM 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 Central Depository Services (India) Limited (CDSL) the authorised agency engaged by the Company to provide remote e-voting facility for e-voting and on poll conducted at the AGM venue.

The Company has also released an advertisement, which was published after completion of dispatch of AGM Notice in Financial Express, English Newspaper and Dorantabarta, Bengali Newspaper both dated 30th August, 2024. 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 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. 19th September, 2024 were entitled to vote on the resolutions contained in the notice convening 31stAGM of the Company.



The period for remote e-voting commenced on Monday, 23rd September, 2024 (9.00 a.m.) and ended on Wednesday, 25th September, 2024 (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 AGM to members attending the Meeting but had not cast their vote by remote e-voting. One empty ballot box was locked and sealed in my presence with due identification marks.

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

The votes cast through remote e-voting were unblocked immediately after counting the votes cast through ballot paper at the AGM in the presence of two under signed witnesses who are not in employment of the Company.

1. Tarak Das

Tarak Das

2. Rinku Ghosh

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 lodged with the Company. I did not find any poll papers invalid.

Based on the details containing list of members who has cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL and the vote cast by the members through ballot papers at AGM, I hereby submit the Consolidated Report on the result of the remote e-voting and voting through ballot paper at the AGM on all items of Business transacted at the 31st AGM held on 26th September, 2024.

A. Resolution No. 1:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 with the reports of the Board of Directors and the Auditors thereon (**Ordinary 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	16	18,18,730	100
Physical Ballot (Poll)	1	6,50,000	100
Total	17	24,68,730	100

(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
Total	0	0	0

(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
Total	0	0



B. Resolution No. 2:

To appoint a Director in place of Mr. Dilip Kumar Choudhary (DIN -00080390), who retires by rotation and being eligible offers himself for re-appointment (**Ordinary 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	16	18,18,730	100
Physical Ballot (Poll)	1	6,50,000	100
Total	17	24,68,730	100

(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
Total	0	0	0

(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
Total	0	0

C. Resolution No. 3:

To appoint a Mr. Ganga Sharan Pandey as a Non-Executive Independent Director of the Company (**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	16	18,18,730	100
Physical Ballot (Poll)	1	6,50,000	100
Total	17	24,68,730	100

(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
Total	0	0	0

(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
Total	0	0



D. Resolution No. 4:

To Increase the Authorised Capital of the Company (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	16	18,18,730	100
Physical Ballot (Poll)	1	6,50,000	100
Total	17	24,68,730	100

(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
Total	0	0	0

(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
Total	0	0

Based on the aforesaid results, I report that the resolution as contained in Item - 1 to Item - 4 of the 31st AGM Notice have been passed with requisite majority.

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 my safe custody until the Chairman considers, approves and sign the minutes of the aforesaid AGM, after which the same will be handed over to the Chairman of the meeting for safe keeping.

ANAND KHANDELIA
Practicing Company Secretary
CP. NO.: 5841
M. NO.: 5803
UDIN : F005803E000992021
Peer Review No. 3985/2023
Place: Kolkata
Date: 26/09/2024

