

September 27, 2018

To,  
The Secretary,  
**Bombay Stock Exchange Ltd.**  
Listing Compliances  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001

To,  
The Secretary,  
**The Calcutta Stock Exchange Ltd.**  
7, Lyons Range, Kolkata 700 001

**Re: 45<sup>th</sup> Annual General Meeting (AGM) of the Company – Voting Results**

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**Dear Sirs,**

We would like to inform you that all the resolutions have been passed with requisite majority at 45<sup>th</sup> Annual General Meeting of the equity shareholders of the Company held on Wednesday, the 26th day of September, 2018 at 11.30 A.M. at Management Development Centre, Tata Hall, Indian Institute of Management Calcutta, Diamond Harbour Road, Joka, Kolkata 700 104 as set out in the AGM Notice.

Further pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith voting results in the prescribed format along with the Scrutinizer's Report for your kind reference.

The said results will be displayed on the website of the Company [www.jjexporters.com](http://www.jjexporters.com) and also on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your kind information and record.

Thanking you,

Yours faithfully,  
For J J EXPORTERS LIMITED

*Shruti Murarka*



SHRUTI MURARKA  
COMPANY SECRETARY  
Encl. As stated above.

## J J EXPORTERS LTD

### A) DETAILS OF THE ATTENDANCE AND VOTING RESULTS OF AGM PURSUANT TO REGULATION 44(3) OF SEBI LODR

Particulars	Details
<b>Date of the AGM</b>	26 <sup>th</sup> September, 2018
<b>Total number of shareholders as on record date</b>	4450
<b>No. of shareholders present in the meeting either in person or through proxy :</b>	
Promoter & Promoter Group	11
Public	18
<b>Total</b>	29
<b>No. of shareholders attended the meeting through Video Conferencing :</b>	Not Arranged
Promoter & Promoter Group	
Public	
<b>Total</b>	

### B) RESULTS OF THE MEETING

S.No.	Agenda	Resolution Required	Mode of Voting	Remarks
1.	Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended on 31st March, 2018 and the reports of the Auditors and Directors thereon.	Ordinary	Through Ballot Form and E-voting process	Passed with requisite majority
2.	Appointment of a Director in place of Mr. Rajiv Jhunjunwala, Vice Chairman (DIN : 0060534) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Through Ballot Form and E-voting process	Passed with requisite majority
3.	Ratification of Appointment of Statutory Auditors.	Ordinary	Through Ballot Form and E-voting process	Passed with requisite majority

– REGISTERED OFFICE –  
64 Bright Street, Kolkata – 700019, W.B. India,  
Tel: 91-33-2283 2329

Email: [jjemail@vsnl.com](mailto:jjemail@vsnl.com), Website: [www.jjexporters.com](http://www.jjexporters.com)

CIN : L17112WB1972PLC028631



**C) RESOLUTIONS DETAILS OF VOTING RESULTS**

**J J EXPORTERS LTD**

**Resolution (1)**

**Ordinary**

**No**

**Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended on 31<sup>st</sup> March, 2018 and the reports of the Auditors and Directors thereon**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter group</b>	E-voting		6762863	100	6762863	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>6762863</b>	<b>6762863</b>	<b>100</b>	<b>6762863</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public - Institutional shareholder</b>	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public - Others</b>	E-voting		51	0	51	0	100	0
	Poll		27	0	27	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>2499387</b>	<b>78</b>	<b>0</b>	<b>78</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>	E-voting		6762914	73.01	6762914	0	100	0
	Poll		27	0	27	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>9262250</b>	<b>6762941</b>	<b>73.01</b>	<b>6762941</b>	<b>0</b>	<b>100</b>	<b>0</b>



Resolution required : (Ordinary/Special)		Resolution (2)						
Whether promoter/promoter group are interested in the agenda/resolution ?		Ordinary						
Ordinary Business		Yes						
Appointment of a Director in place of Mr. Rajiv Jhunhunwala, Vice Chairman (DIN : 00060534) who retires by rotation and being eligible, offers himself for re-appointment.								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting		6762863	100	6762863	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>6762863</b>	<b>100</b>	<b>6762863</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public - Institutional sharehole	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Others	E-voting		51	0	51	0	100	0
	Poll		27	0	27	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2499387</b>	<b>78</b>	<b>78</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>	E-voting		6762914	73.01	6762914	0	100	0
	Poll		27	0	27	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>9262250</b>	<b>73.01</b>	<b>6762941</b>	<b>0</b>	<b>100</b>	<b>0</b>



**Resolution (3)**

Ordinary

No

**RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS.**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter group</b>	E-voting		6762863	100	6762863	0	100.00	0
	Poll		0	0	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0.00	0
	<b>Total</b>		<b>6762863</b>	<b>6762863</b>	<b>100</b>	<b>6762863</b>	<b>0</b>	<b>100.00</b>
<b>Public - Institutional sharehole</b>	E-voting		0	0	0	0	0.00	0
	Poll		0	0	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0.00	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
<b>Public - Others</b>	E-voting		51	0	51	0	100.00	0
	Poll		27	0	26	1	96.30	0
	Postal Ballot (if applicable)		0	0	0	0	0.00	0
	<b>Total</b>		<b>2499387</b>	<b>78</b>	<b>77</b>	<b>1</b>	<b>98.72</b>	<b>0</b>
<b>Total</b>	E-voting		6762914	73.01	6762914	0	100.00	0
	Poll		27	0	26	1	96.30	0
	Postal Ballot (if applicable)		0	0	0	0	0.00	0
	<b>Total</b>		<b>9262250</b>	<b>73.01</b>	<b>6762940</b>	<b>1</b>	<b>100.00</b>	<b>0</b>



**FORM NO. MGT-13**  
**COMBINED REPORT OF SCRUTINIZER**

**[E - VOTING AND VOTING THROUGH BALLOT]**

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

**To,**  
**The Chairman,**  
**J J EXPORTERS LTD**  
**(CIN L17112WB1972PLC028631)**  
**Registered Office:**  
**64, Bright Street Kolkata 700019**

Dear Sir,

I, Jnana Ranjan Dhal of Dhal & Co. Advocate, 7, C R Avenue, 3<sup>rd</sup> floor, Kolkata-700072 (West Bengal) has been appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014 for the purpose:

1. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.
2. Voting through electronic voting system ("Insta poll") at the Annual General meeting.

The Management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and the Rules relating to voting by electronic means for the resolution contained in the Notice of the 45<sup>th</sup> Annual General Meeting of the Equity Shareholders dated 26<sup>th</sup> September, 2018. My responsibility as a Scrutinizer for voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolutions stated in the Notice of the AGM dated August 10, 2018, based on the reports generated from the e-voting system and insta poll provided by MCS Share Transfer Agents Ltd, the authorized agency under the Rules and engaged by the Company to provide e-voting facilities for voting through remote e-voting and voting at Annual General meeting by insta poll at the Venue of the AGM.

**Chamber:** Laha Paint House, 7, C R Avenue, 3<sup>rd</sup> Floor, Kolkata- 700072, (W.B.) Ph: 033- 22375400

**Residence:** RAJ-10, 1<sup>st</sup> Floor, 80A, Banerjee para Road, Kolkata-700041, (W.B.) M: 9831533102

Email: legaljrd1@gmail.com





Further to that I submit my report as under:

A. Relating to E-Voting

1. The E-Voting period remained open from 9.00 A.M. (IST) on Sunday, the 23<sup>rd</sup> September, 2018 up to 5.00 P.M. (IST) on Tuesday, the 25<sup>th</sup> September 2018.
2. The Annual Report, Notice of Annual General Meeting and the e-voting instructions slip was sent by electronic mode to those members whose email ids were registered with the Depository Participants and the same were sent to all other members at their registered address in permitted mode.

B. Relating to voting at the AGM:

**Insta poll**

After the conclusion of the AGM, the votes casted through Insta poll were reconciled with the records maintained by the Company/ Register and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

C. Result of Remote E-Voting and Insta poll voting at AGM is as under:

1. The Shareholder holding as on the "cut off" date, i.e. 19<sup>th</sup> September, 2018 were entitled to vote on the proposed 3 (Three) resolutions as mentioned in the Notice of the Annual General Meeting of "J J EXPORTERS LTD" (Item No.1,2 and 3 ) of the Notice dated 10<sup>th</sup> August 2018).
2. The votes were unblocked on Wednesday, the 26<sup>th</sup> September, 2018 around 1.30P.M. in the presence of two witnesses, namely Priyanka Rawat residing at 2, Tollygunj Circular Road, New Alipore, Kolkata-700053 and Arun Kumar Banerjee residing at 7, C.R Avenue, Laha Paint House, Kolkata-700072 who are not in employment of the Company.  
They have signed below in confirmation of the votes being unblocked in their presence.

*P. Rawat*

Signature

*A. Khanna*

Signature

3. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-Voting website of National Securities Depository Limited (NSDL) i.e. (<https://www.evoting.nsdl.com/>).

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**Residence:** RAJ-10, 1<sup>st</sup> Floor, 80A, Banerjee para Road, Kolkata-700041, (W.B.) M: 9831533102

Email: legaljrd1@gmail.com



4. Thereafter MCS Share Transfer Agents Ltd provided the details of equity shareholders, who voted "For" and/or "Against: through voting at the Annual general meeting by electronic means (Insta poll)
5. The following is the combined result of voting through e-voting and Insta poll:

1) **RESOLUTION 1: ORDINARY BUSINESS, ORDINARY RESOLUTION:  
AUDITED FINANCIAL STATEMENTS:**

"To receive, consider and adopt the audited financial statements (including Audited Consolidated financial statements) for the year ended 31<sup>st</sup> March, 2018 and the reports of the Auditors and Directors thereon."

(i) Voted in favor of Resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	10	27	0.01
Electronic (e-voting)	16	6762914	99.99
Total	26	6762941	100

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL	NIL	NIL
Electronic (e-voting)	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode	Number of members whose votes were declared invalid	Total number of votes cast by them
Physical	NIL	NIL
Electronic (e-voting)	NIL	NIL
Total	NIL	NIL

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Email: legaljrd1@gmail.com





**2) RESOLUTION 2: ORDINARY RESOLUTION: APPOINTMENT OF DIRECTOR IN PLACE OF RETIRING DIRECTOR.**

“Approval of Appointment of a Director in place of Mr. Rajiv Jhunjhunwala, Director (DIN: 00060534) who retires by rotation and being eligible, offers himself for re-appointment.”

(i) Voted in favor of Resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	10	27	0.01
Electronic (e-voting)	16	6762914	99.99
Total	26	6762941	100

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	NIL	NIL	NIL
Electronic (e-voting)	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode	Number of members whose votes were declared invalid	Total number of votes cast by them
Physical	NIL	NIL
Electronic (e-voting)	NIL	NIL
Total	NIL	NIL

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Email:legaljrd1@gmail.com



(3) **RESOLUTION3: ORDINARY RESOLUTION: RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS.**

**"RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions of Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Amendment) Act 2017 (including any statutory modification(s) or re-enactment(s) thereof for time being in force) and in partial modification of resolution passed by the Members of the Company at the 44th Annual General Meeting (AGM) of the Company held on 26<sup>th</sup> September, 2017, the appointment of M/s. Lihala & Co., Chartered Accountants (Firm Registration No. 315052E) as Statutory Auditors of the Company for a period of five years commencing from the conclusion of 44<sup>th</sup> AGM till the conclusion of 49<sup>th</sup> AGM of the Company be and hereby continues for the said term, without seeking any further ratification of the shareholders of the Company for their appointment as statutory auditors till the conclusion of their tenure and that the Board of Directors of the Company be and is hereby authorized to fix their remuneration for the said period in addition to reimbursement of actual out of pocket expenses as may be incurred by them in the performance of their duties"

(i) Voted in favor of Resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	9	26	0.01
Electronic (e-voting)	16	6762914	99.99
Total	25	6762940	100

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	1	1	Negligible
Electronic (e-voting)	NIL	NIL	NIL
Total	1	1	Negligible

**Chamber:** Laha Paint House, 7, C R Avenue, 3<sup>rd</sup> Floor, Kolkata- 700072, (W.B.) Ph: 033- 22375400

**Residence:** RAJ-10, 1<sup>st</sup> Floor, 80A, Banerjee para Road, Kolkata-700041, (W.B.) M: 9831533102

Email: legaljrd1@gmail.com



# Jnana Ranjan Dhal

Advocate

B. Com (Hon), MBA, LL. B

(iii) Invalid Votes:

Mode	Number of members whose votes were declared invalid	Total number of votes cast by them
Physical	NIL	NIL
Electronic (e-voting)	NIL	NIL
Total	NIL	NIL

(4) The Register, all other papers and relevant records relating, to electronic voting, and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting, and same are handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,



**JNANA RANJAN DHAL**  
ADVOCATE  
NO. WB/2321/10  
CALCUTTA HIGH COURT  
Place: Kolkata  
Dated: 26.09.2018



**Chamber:** Laha Paint House, 7, C R Avenue, 3<sup>rd</sup> Floor, Kolkata- 700072, (W.B.) Ph: 033- 22375400

**Residence:** RAJ-10, 1<sup>st</sup> Floor, 80A, Banerjee para Road, Kolkata-700041, (W.B.) M: 9831533102

Email: legaljrd1@gmail.com

