

JAYASWAL NECO INDUSTRIES LTD

CIN : L28920MH1972PLC016154

(FORMERLY JAYASWALS NECO LIMITED)

REGD. OFFICE : F-8, MIDC INDUSTRIAL AREA, HINGNA ROAD, NAGPUR - 440 016 (INDIA)

PHONES : +91-7104-237276, 237471, 237472, 236251, 325682, 325683, 325684,

FAX : +91-7104-237583, 236255 • E-mail : contact@necoindia.com • Website : www.necoindia.com



23rd March, 2018

To,

Manager (Listing),
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E),
MUMBAI – 400 051.

Manager (Listing),
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort,
MUMBAI – 400 001.

Dear Sir(s),

Sub: Submission of Voting Results of Extra Ordinary General Meeting of the Company held on 23rd March, 2018.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclose herewith the voting results of the business transacted at the Extra Ordinary General Meeting (EGM) of the Company held on 23rd March, 2018 as **Annexure I**.

We are also enclosing herewith the Scrutinizer's Report on the remote e- voting and voting through Ballot paper at the EGM.

You are requested to kindly take the same on record.

Thanking you.

For Jayaswal Neco Industries Limited



Ashutosh Mishra
General Manager (Company Secretary & Compliance Officer)
(Membership No. A23011)

BRANCH OFFICES :

"NECO HOUSE" D-307, Defence Colony,
NEW DELHI - 110 024. (INDIA)
PHONES : 011-32041695
FAX NO. : 011-24642190

301, TULSIANI CHAMBERS
NARIMAN POINT, MUMBAI 400 021 (INDIA)
P.H. : (022) 4213-4813,
(022) : 22832381 FAX : (022) 22832367

TRUST HOUSE, 5th FLOOR,
32-A, CHITTARANJAN AVENUE,
KOLKATTA-700012 INDIA FAX : 033-22122560
PHONES: 033-22122368, 22120502

178-A, LIGHT INDUSTRIAL AREA,
BHILAI - 490026 CHHATISGARH, INDIA
PHONES : 0788-2282845
FAX : 0788-2286679

Annexure I

Sr. No.	Particulars	Details	
1	Date of Extra Ordinary General Meeting	23 rd March, 2018	
2	Total number of shareholders on record date/Cut-off date:	39,756 Shareholders as on 16 th March, 2018 (Cut-off Date)	
3	No. of shareholders present in the meeting either in person or through proxy:	Promoters and Promoter Group	Public
		16	19
4	No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group	Public
		The Company has not provided the facility to the shareholder for attending the meeting through Video Conferencing.	

Details of the Agenda:

1. To ratify the Related Party Transactions between the Company and NSSL Private Limited taken place during the period from 1st April, 2017 to 31st January, 2018.

Resolution Required:			Ordinary Resolution					
Whether any Promoter/Promoter Group are interested in the Resolution			YES					
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 & Promoter Group	e-Voting	439252841	-	-	-	-	-	-
	Poll*		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	439252841	-	-	-	-	-	-
Public institutions	e-Voting	-	-	-	-	-	-	-
	Poll*		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	e-Voting	120014792	113624414	94.6753	113621494	2920	99.9974	0.0026
	Poll*		2143	0.0018	2143	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	120014792	113626557	94.6771	113623637	2920	99.9974	0.0026
Total		559267633	113626557	20.3170	113623637	2920	99.9974	0.0026

* Voting through Ballot Paper



The Chairman declared that the resolution related to item no. 1 of the notice of the Extra Ordinary General Meeting (EGM) held on 23rd March, 2018 as placed before the EGM was passed with requisite majority as an Ordinary resolution.

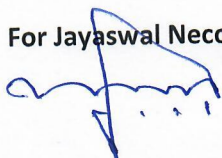
2. To approve the Related Party Transactions between the Company and NSSL Private Limited taken place/ likely to take place during the period from 1st February, 2018 to 31st March, 2018 and during the Financial Year 2018-19.

Resolution Required:			Ordinary Resolution					
Whether any Promoter/Promoter Group are interested in the Resolution			YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares $3 = \frac{(2)}{(1)} \times 100$	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled $6 = \frac{(4)}{(2)} \times 100$	% of votes against on votes polled $7 = \frac{(5)}{(2)} \times 100$
Promoter & Promoter Group	e-Voting	439252841	-	-	-	-	-	-
	Poll*		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public institutions	e-Voting	-	-	-	-	-	-	-
	Poll*		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	e-Voting	120014792	113624414	94.6753	113621494	2920	99.9974	0.0026
	Poll*		2143	0.0018	2143	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		113626557	94.6771	113623637	2920	99.9974	0.0026
Total		559267633	113626557	20.3170	113623637	2920	99.9974	0.0026

* Voting through Ballot Paper

The Chairman declared that the resolution related to item no. 2 of the notice of the Extra Ordinary General Meeting (EGM) held on 23rd March, 2018 as placed before the EGM was passed with requisite majority as an Ordinary resolution.

For Jayaswal Neco Industries Limited




Ashutosh Mishra
General Manager (Company Secretary & Compliance Officer)
(Membership No. A23011)



23rd March, 2018

To,

The Chairman

JAYASWAL NECO INDUSTRIES LIMITED

F-8, MIDC Industrial Area, Hingna Road,

Nagpur - 440016

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and voting by Ballot at the Extraordinary General Meeting (EGM) of Jayaswal Neco Industries Limited held on Friday, March 23, 2018 at 12.30 P.M.

I, Shantanu Jog, Proprietor of M/s. Shantanu Jog & Associates, Practicing Company Secretaries, Nagpur having Membership No. ACS 27894 and CP No. 12964 had been appointed as the Scrutinizer by the Board of Directors of Jayaswal Neco Industries Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, to scrutinize the voting done through remote e-voting process and by ballot at the EGM in respect of the resolutions covered in this report and proposed at the Extraordinary General Meeting of Jayaswal Neco Industries Limited held on Friday, March 23, 2018 at 12.30 P.M.

The Notice dated February 12, 2018 along with Explanatory Statement setting out material facts under Section 102 of the Act were sent to the Members in respect of resolutions covered in this Report.



The Company availed the e-voting facility offered by National Securities Depository Limited (NSDL) for providing remote e-voting facility to the Members of the Company to enable them to cast their vote electronically.

The Company also provided voting facility through Ballot to the Members present at the Extra-Ordinary General Meeting and who have not cast their vote earlier through remote e-voting facility.

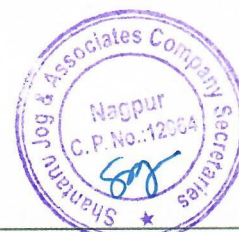
The cut-off date for dispatch of the Notice of the Extra -Ordinary General Meeting was **February 23, 2018** and as on that date there were 39828 Members in the Company. The Registrar and Transfer Agent i.e., Sharex Dynamic (India) Private Limited had sent the Notice of the EGM and E-voting details by e-mail to 17190 Members whose Email Id was made available by the Depositories and for those Members, holding shares in physical form, who had registered their email id with the Registrar and Transfer Agent. In respect of 22638 Members, whose Email Id's were not available, the Notice were sent by courier services. However, this excludes those cases which are disputed and have been held in abeyance.

The Notice sent (both through email & physical form) contained the detailed procedure to be followed by the Members who were casting their votes electronically as provided in the Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended from time to time.

The Members of the Company holding shares as on the "cut-off" date i.e **Friday, March 16, 2018** were entitled to vote on the resolutions as contained in the Notice of the Extraordinary General Meeting.

The Company completed the dispatch of the Notices to the Members on **February 27, 2018**.

As prescribed in Clause (v) of sub rule 4 of the Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended, the Company also released an advertisement, which was published in English in "Financial Express" and "Indian Express" newspaper having country-wide circulation on March 01, 2018 and also in Marathi in "Loksatta" newspaper dated March 01, 2018. The Notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended from time to time.



The voting period for remote e-voting commenced on **Monday, March 19, 2018 at 09:00 a.m. (IST)** and ended on **Thursday, March 22, 2018 at 05:00 p.m. (IST)** and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the Extraordinary General Meeting, the Ballot Box kept for the purpose of casting of votes were unlocked in presence of witnesses and the votes cast were counted by me as Scrutinizer and thereafter unblocked the votes cast under remote e-voting facility in the presence of Mr. Avadhut Jog and Ms. Arpita Gachake who acted as witnesses and who were not in the employment of the Company, as prescribed under sub rule 4(xii) of Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended from time to time. The report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system.

I now submit my consolidated Report as under on the result of the remote e-voting and voting at the meeting in respect of the below mentioned Resolutions.

Special Business

Resolution 1: Ordinary Resolution

To ratify the Related Party Transactions between the Company and M/s. NSSL Private Limited taken place during the period from 1st April, 2017 to 31st January, 2018.

Manner of Voting	Total Votes	Votes in favour of the resolution		Votes against the resolution		Invalid
		No of Members	No of Votes and %	No of Members	No of Votes and %	
Remote E-voting	113624414	12	113621494 99.9974%	4	2920 0.0026%	-
Voting at EGM	2143	7	2143 100%	-	-	-
TOTAL	113626557	19	113623637	4	2920	-

Total Members abstained from voting: **22** (Being Interested)

Total Shares held by Members who have abstained from voting: **445641076**





Resolution 2: Ordinary Resolution

To approve the Related Party Transactions between the Company and M/s. NSSL Private Limited taken place/ likely to take place during the period from 1st February, 2018 to 31st March, 2018 and during the Financial Year 2018-19.

Manner of Voting	Total Votes	Votes in favour of the resolution		Votes against the resolution		Invalid
		No of Members	No of Votes and %	No of Members	No of Votes and %	
Remote E-voting	113624414	12	113621494 99.9974%	4	2920 0.0026%	-
Voting at EGM	2143	7	2143 100%	-	-	-
TOTAL	113626557	19	113621494 99.9974%	4	2920 0.0026%	-

Total Members abstained from voting: **22** (Being Interested)

Total Shares held by Members who have abstained from voting: **445641076**

Thanking You.

Yours Faithfully,

Shantanu Jog

Shantanu Jog & Associates,

Practicing Company Secretaries

ACS: 27894 CP NO: 12964

Plot No.15, Universal Meridian Apartments,

Shop No.6, New Sneha Nagar,

Nagpur-440025

Jayaswal Neco Industries Limited

Chairman/Authorized Signatory