

# J. K. Cotton Ltd.

CIN: U17111UP1924PLC000275

Website: www.jkcotton.com

Phone : 0512 - 2371478 to 81

Fax : 0512 - 2332665

E-mail : jkcm.ho@jkcotton.com

Registered Office & Head Office :

Kamla Tower, Kanpur - 208 001 (U.P.) INDIA

**Declaration of result of remote E-voting and poll based voting at the AGM Venue in respect of 95<sup>th</sup> Annual General Meeting of J. K. Cotton Limited held at 12.00 Noon on August 10, 2018 at the Auditorium of Dr. Gaur Hari Singhania Institute of Management & Research, Kamla Nagar, Kanpur - 208 005**

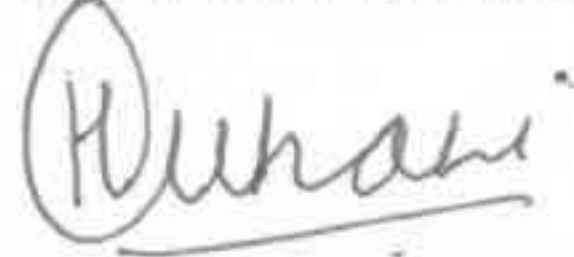
In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), J. K. Cotton Limited provided the facility of remote e-voting to the members vide Notice dated May 23, 2018 dispatched to the Members on July 9, 2018. Members voted electronically during the e-voting period from August 07, 2018 (9 a.m. IST) till August 09, 2018 (5 p.m. IST). Further, on August 10, 2018, poll was conducted at the AGM Venue to enable those members to vote who could not do remote e-voting earlier. The Board had appointed M/s Banthia & Co. as Scrutinizer to scrutinize the votes cast through remote e-voting and poll at the AGM Venue. Scrutinizer prepared and submitted their consolidated report on the total votes cast in favour or against, if any, on remote e-voting and poll on August 10, 2018.

Based on Scrutinizer's Consolidated Report dated August 10, 2018, I hereby declare that all the 2 (two) resolutions contained in Notice dt. May 23, 2018, have been duly passed with requisite majority on the date of the 95<sup>th</sup> AGM i.e. August 10, 2018 as per the details given in the table below:

Item No.	Brief description of the Resolutions	Votes cast in favour (Assent)	Votes cast against (Dissent)	Passed as
1	Adoption of Audited Financial Statement for the Financial Year 2017-18 and the Reports of the Board of Directors and the Auditors thereon.	2,24,56,303 (95.24%)	NIL	Ordinary Resolution
2	To appoint a Director in place of Smt Varsha Singhania (DIN 01646846) retiring by rotation and eligible for re-appointment.	2,24,56,303 (95.24%)	NIL	Ordinary Resolution

The Scrutinizer's Report dated August 10, 2018 is attached herewith.

For J. K. Cotton Limited



Company Secretary

Place: Kanpur

Date: August 10, 2018

Encl: As above



Mill Office : Lala Kamlapat Road, Jarib Chowki, Kanpur - 208012

Phones : 0512-3067382-83 • Fax : 0512-3067384

E-mail : jkcm.mo@jkcotton.com • marketing@jkcotton.com





# BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

261, Z-1, Barra-II,  
Kanpur - 208 027  
Ph. (O/R) 2612511, 2612434  
Fax (P.P.) 2305993

Ref. No:.....

Date:.....

## Report of Scrutinizer

The Chairman

August 10, 2018

J. K. Cotton Limited

Kamla Tower

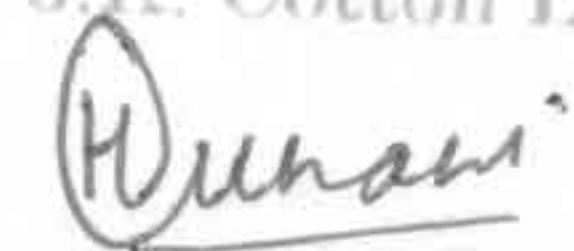
Kanpur 208001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted as per section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management And Administration) Rules, 2014 as amended and voting by Ballot at the Annual General Meeting of the Company held on Friday, the 10<sup>th</sup> day of August, 2018.**

1. I, G K Banthia, Practicing Company Secretary (CP No.1405), appointed as the Scrutinizer as per Board of Directors Resolution dt. May 23, 2018 for the purpose of voting by electronic means in terms of section 108 of the Companies Act, 2013 read with Rule 20 & 21 of Companies (Management and Administration) Rules, 2015 in respect of the 02 items (resolutions) referred to in the subsequent paragraphs, for the purpose of scrutinizing in fair and transparent manner the remote e voting process, ballot forms received from shareholders at the 95<sup>th</sup> Annual General Meeting of the Company held on August 10, 2018 as per Notice dt. May 23, 2018.
2. The Management is responsible to ensure the compliance with the requirements of the Companies Act 2013, and applicable Rules for conducting voting by electronic means and ballot papers at the annual general meeting on the resolutions contained in the Notice of the annual general meeting of the Company. My responsibility as scrutinizer for e- voting and ballot papers is restricted to make a scrutinizer's report on the vote cast whether in favour or against the resolutions as per **Annexure**, based on reports generated from the e-voting system provided by CDSL, to provided e-voting facilities, engaged by the Company and of the voting through ballot papers at the AGM.
3. The Notices of the Ninety Fifth Annual General Meeting were dispatched on July 9, 2018 partly by courier and partly by registered post.
4. The public advertisement with respect to dispatch of Notice of the Annual General Meeting and conducting of voting through electronic means was published in "Financial Express" English News Paper and "Jansatta" Hindi News Paper on July 10, 2018.

For J.K. Cotton Limited

  
Company Secretary





# BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

261, Z-1, Barra-II,  
Kanpur - 208 027  
Ph. (O/R) 2612511, 2612434  
Fax (P.P.) 2305993

Ref. No:.....

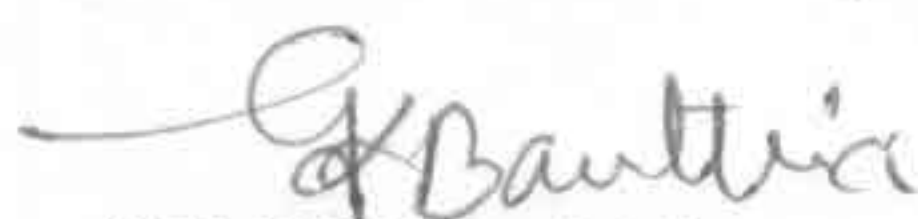
Date:.....

5. The members were given an option to vote electronically on e-voting platform, provided by the CDSL with which the company had made necessary arrangement as well as by Ballot to those who had not cast their earlier through remote e voting facility.
6. The Shareholders holding the shares on "cut off" date i.e. August 3, 2018, were eligible to cast vote on the proposed resolutions No.1 to 02 as mentioned in the Notice dt. May 23, 2018.
7. The e voting period commenced on 9.00 a.m. August 7, 2018 and closed on August 9, 2018 at 5.00 p.m.
8. The electronic votes cast accordingly were taken into account and at the end of the said voting period on August 9, 2018 at 5.00 p.m. and the CDSL portal was blocked thereafter.
9. The votes cast by e-voting were unblocked on 10 August 2018 after 1 p.m. in the presence of two witnesses Mr. Neeraj Jain and Mr. Gopesh Sahu who are not in the employment of the company.
10. A register has been maintained electronically to record the assent and dissent votes cast in the respect of the resolutions.
11. Based on the results downloaded as per data provided by CDSL which have been scrutinized by me 38 members have cast their votes by e-voting and have annexed the details and analysis of the e-voting results for each of the 2 resolutions contained in the Notice referred above.
12. Votes cast through the Ballot Forms at the AGM held at 12:00 noon were also scrutinized by me diligently. 16 members cast their votes.
13. My consolidated report of the votes cast by the shareholders through remote e voting and physical Ballot at the AGM in respect of the below mentioned 02 resolutions may accordingly be declared by the Company Secretary of the Company (who has been authorized by the Chairman) and who has also counter signed this report.
14. All the related papers and the data sheet relating to e-voting in sealed envelope have been handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For Bantia And Company



(CS G K Bantia)

Proprietor

C.P. No.- 1405

  
BANTHIA & COMPANY

Company Secretaries

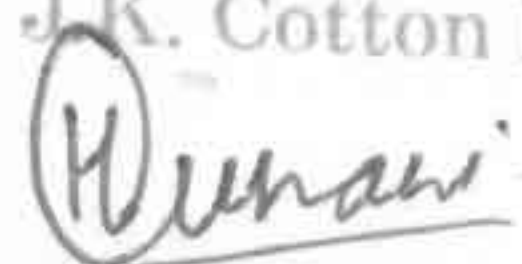
G.K. BANTHIA (PROPRIETOR)

261, Z-1, Barra-II

KANPUR-208 027

C.P. No 1405

For J.K. Cotton Limited



Company Secretary



# BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

261, Z-1, Barra-II,  
Kanpur - 208 027  
Ph. (O/R) 2612511, 2612434  
Fax (P.P.) 2305993

Ref. No:.....

Date:.....

## Annexure to report

The consolidated result of the votes cast by remote e- voting and by Ballot received at the AGM of J. K. Cotton Ltd. held on August 10, 2018 is as under:

### Ordinary Business:

#### (A). Item No. 1-

**Ordinary Resolution: Adoption of Audited Financial Statement for the Financial Year 2017-18 and the Reports of the Board of Directors and the Auditors thereon.**

#### (I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	38	2,24,09,539	99.79
Polling	16	46,764	0.21
<b>Combined</b>	<b>54</b>	<b>2,24,56,303</b>	<b>100.00</b>

#### (II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
<b>Combined</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

For J.K. Cotton Limited

*Hunani*

Company Secretary



# BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

261, Z-1, Barra-II,  
Kanpur - 208 027  
Ph. (O/R) 2612511, 2612434  
Fax (P.P.) 2305993

Ref. No:.....

Date:.....

(iii) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

(B). Item No. 2:

**Ordinary Resolution: - To appoint Director in place of Smt. Varsha Singhania (DIN 01646846) retiring by rotation and eligible for reappointment.**

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	38	2,24,09,539	99.79
Polling	16	46,764	0.21
<b>Combined</b>	<b>54</b>	<b>2,24,56,303</b>	<b>100.00</b>

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

For J.K. Cotton Limited  
  
Company Secretary





# BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

261, Z-1, Barra-II,  
Kanpur - 208 027  
Ph. (O/R) 2612511, 2612434  
Fax (P.P.) 2305993

Ref. No:.....

Date:.....

(i) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

Note: All the 02 resolutions are accordingly passed with requisite majority.

For Bantia and Company

  
(CS G K Bantia)

Proprietor

C.P. No.- 1405

  
**BANTHIA & COMPANY**  
Company Secretaries  
G.K. BANTHIA (PROPRIETOR)  
261, Z-1, Barra-II  
KANPUR-208 027  
C.P. No 1405

For J.K. Cotton Limited

  
Company Secretary