

31<sup>st</sup> March, 2023

To,  
The Manager  
Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai - 400001

Scrip Code: 506522

**Subject: Intimation of voting results of postal ballot in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("Listing Regulations"), the SEBI (Delisting of Equity Shares) Regulations, 2021, as amended ("Delisting Regulations") and submission of Scrutinizer's report.**

Dear Sir,

With reference to above, we hereby inform you that pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and as per Postal Ballot Notice dated 22<sup>nd</sup> February, 2023, the members of the Company have passed the following resolution with requisite majority through the postal ballot process, results of which were declared today i.e. Friday, 31<sup>st</sup> March, 2023.

**1. Special Resolution:** Approval for voluntary delisting of the Equity Shares of the Company from BSE Limited.

The Board of Directors of the Company had appointed CS Mohan Ram Goenka, Practicing Company Secretary (FCS No.:4515/ CP No.: 2551), Partner, MR & Associates, Company Secretaries, Kolkata, as the Scrutinizer for conducting the postal ballot and e-voting process in accordance with law in a fair and transparent manner.

The voting period commenced on Wednesday, 1<sup>st</sup> March, 2023 (9.00 a.m.) and ended on Thursday, 30<sup>th</sup> March, 2023 (5.00 p.m.).

Pursuant to Regulation 44(3) of the Listing Regulations, the aforesaid Special Resolution was passed by the members as a special resolution under Section 114 of the Companies Act, 2013 and with requisite majority as per Regulation 11(4) of the Delisting Regulations. Accordingly, the Delisting Offer by the Acquirers have been approved by the shareholders of the Company.

**J. L. MORISON (INDIA) LTD.**



Peninsula Business Park, Tower "A"  
8th Floor, Senapati Bapat Marg,  
Lowerparel, Mumbai - 400013



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Regd. Office : Rasoi Court, 20, Sir R.N.  
Mukherjee Road, Kolkata - 700 001. India



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The consolidated results of the postal ballot as required under Regulation 44(3) of the Listing Regulations in the prescribed format and Regulation 11(4) of Delisting Regulations along with the consolidated Scrutinizer's Report are enclosed herewith for your information and record.

The postal ballot results are uploaded on the Company's website at [www.jlmorison.com](http://www.jlmorison.com), website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and will also be published in newspapers.

Kindly take the above on record.

Thanking you,

**For J. L. Morison (India) Limited**

**Ravi Vaishnav**  
Company Secretary & Compliance Officer  
Membership No.: A34607



**Enclosed:** as stated above.

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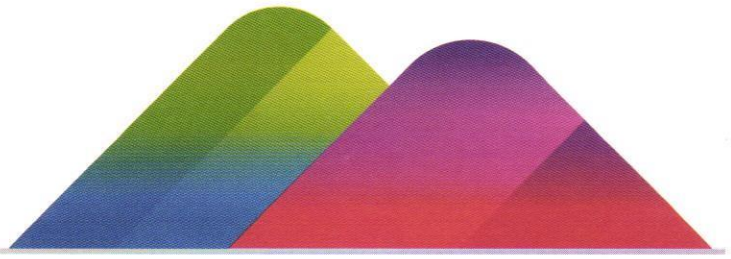
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[info@jlmorison.com](mailto:info@jlmorison.com)  
[www.jlmorison.com](http://www.jlmorison.com)  
CIN : L51109WB1934PLC088167



+91 8828022300



Postal Ballot Voting Result	
Company Name	J. L. MORISON (INDIA) LIMITED
Date of Notice of Postal Ballot	22 <sup>nd</sup> February, 2023
Date of Declaration of Results of Postal Ballot	31 <sup>st</sup> March, 2023
Total number of shareholders on record date (i.e. cut-off date of 24.02.2023)	2427
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoters Group:	
Public:	
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoters and Promoters Group:	
Public:	
No. of resolution(s) passed:	1

**VOTING RESULTS AS PER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

**Resolution No. 1**

Resolution required: (Ordinary/ Special)			Approval for voluntary delisting of the equity shares of the Company from BSE Limited.					
Whether Promoter/ Promoter group are interested in the agenda/ 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 and Promoter Group	E-Voting	1022307	1022057	99.9755	1022057	0	100.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1022307</b>	<b>1022057</b>	<b>99.9755</b>	<b>1022057</b>	<b>0</b>	<b>100.0000</b>
Public - Institutions	E-Voting	70	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>70</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public -Non Institutions	E-Voting	342657	69316	20.2290	69019	297	99.5715	0.4285
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		230	0.0671	66	164	28.6957	71.3043
	<b>Total</b>		<b>342657</b>	<b>69546</b>	<b>20.2961</b>	<b>69085</b>	<b>461</b>	<b>99.3371</b>
<b>Total</b>		<b>1365034</b>	<b>1091603</b>	<b>79.9689</b>	<b>1091142</b>	<b>461</b>	<b>99.9578</b>	<b>0.0422</b>

Invalid Votes: 25

The aforesaid resolution has been passed with requisite majority.

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**VOTING RESULTS AS PER REGULATION 11(4) OF THE SEBI (DELISTING OF EQUITY SHARES) REGULATIONS, 2021:**

**Resolution No. 1**

Resolution required: (Ordinary/ Special)			Approval for voluntary delisting of the equity shares of the Company from BSE Limited.					
Whether Promoter/ Promoter group are interested in the agenda/ 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
Public - Institutions	E-Voting	70	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>70</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public - Non Institutions	E-Voting	342657	69316	20.2290	69019	297	99.5715	0.4285
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		230	0.0671	66	164	28.6957	71.3043
	<b>Total</b>	<b>342657</b>	<b>69546</b>	<b>20.2961</b>	<b>69085</b>	<b>461</b>	<b>99.3371</b>	<b>0.6629</b>
<b>Total</b>		<b>342727</b>	<b>69546</b>	<b>20.2920</b>	<b>69085</b>	<b>461</b>	<b>99.3371</b>	<b>0.6629</b>

Invalid Votes: 25

The aforesaid resolution has been passed with requisite majority.

Date: 31<sup>st</sup> March, 2023

Place: Kolkata

For J. L. Morison (India) Limited

*L. K. Bararia*

Lalit Kumar Bararia  
Independent Director  
DIN: 00204670



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# MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrosso1996@gmail.com / goenkamohan@gmail.com

## CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote e-voting, and voting through ballot paper)

**[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, as amended]**

To,  
The Chairman  
J.L. Morison (India) Limited  
"Rasoi Court",  
20, Sir R N Mukherjee Road,  
Kolkata-700001

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of J. L. Morison (India) Limited (herein after referred to as "the Company") for the purpose of Scrutinizing the postal ballot/remote e-voting process under the provisions of Sections 108 & 110 of the Companies Act, 2013 (herein after referred to as "the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, and rules made thereunder as amended (including any statutory modification(s) or re enactment(s) thereof for the time being in force.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Act and Rules relating to voting on the resolution proposed in the Notice of the Postal Ballot dated 22<sup>nd</sup> February, 2023. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolution proposed in the Notice of the Postal Ballot, based on the report provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide remote e-voting facility for voting through electronic means and physical postal ballots forms received from the Members of the Company.
3. The Members holding equity shares as on the "cut-off date" i.e. Friday, 24<sup>th</sup> February, 2023, were entitled to vote on the resolution proposed in the Notice of Postal Ballot dated 22<sup>nd</sup> February, 2023, either by physical ballot or remote e-voting.
4. In terms of the aforesaid Postal Ballot Notice dated 22<sup>nd</sup> February, 2023, the voting period commenced on Wednesday, 1<sup>st</sup> March, 2023, at 9.00 A.M (IST) and ended on Thursday, 30<sup>th</sup> March, 2023 at 5.00 P.M. (IST). for voting through physical ballot and remote e-voting.
5. At the end of the remote e-voting period on Thursday, 30<sup>th</sup> March, 2023 at 5.00 P.M. (IST). the voting portal of NSDL was blocked forthwith.



6. The votes were unblocked in the presence of 2 (two) witnesses, neither of whom are in the employment of the Company, and e-voting summary statement was downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>).
7. My report on the results of the voting is based on the data downloaded from NSDL and the votes cast through physical ballot forms received from Members of the Company in respect of the resolution contained in the Notice of the Postal Ballot dated 22<sup>nd</sup> February, 2023.
8. Based on data downloaded from NSDL, 60 members have cast their votes through remote e-voting platform. Further, 11 members have cast their votes through physical postal ballot forms. The brief analysis of the results of the voting through remote e-voting and physical ballot forms, are as under:

**ITEM NO. 1 - SPECIAL RESOLUTION:**

**APPROVAL FOR VOLUNTARY DELISTING OF THE EQUITY SHARES OF THE COMPANY FROM BSE LIMITED**

Voting results by the Promoter & Promoter Group and Public shareholders of the Company:

Particulars	No. of votes contained in						Percentage (%) of total valid votes polled
	Remote e-voting		Physical Ballot form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	48	1091076	5	66	53	1091142	99.96
Dissent	12	297	5	164	17	461	0.04
<b>Total valid votes polled</b>	<b>60</b>	<b>1091373</b>	<b>10</b>	<b>230</b>	<b>70</b>	<b>1091603</b>	<b>100.00</b>
Invalid/ Abstain	0	0	1	25	-	-	-

9. Voting results by the public shareholders of the Company in terms of provisions of Regulation 11(4) of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ("Delisting Regulations"), as amended are as under:

Particulars	No. of votes contained in						Percentage (%) of total valid votes polled
	Remote e-voting		Physical Ballot form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	34	69019	5	66	39	69085	99.34
Dissent	12	297	5	164	17	461	0.66
<b>Total valid votes polled</b>	<b>46</b>	<b>69316</b>	<b>10</b>	<b>230</b>	<b>56</b>	<b>69546</b>	<b>100.00</b>
Invalid/ Abstain	0	0	1	25	-	-	-



10. Based on the foregoing, I hereby report that

- (i) as the number of votes cast in favour of the Special Resolution is more than three times the number of the votes cast against the Special Resolution, the Special Resolution as contained in the Notice of Postal Ballot dated 22<sup>nd</sup> February, 2023, has been passed with the requisite majority, as per the provisions of the Companies Act, 2013;
- (ii) as the number of votes cast by the public shareholders in favour of the Special Resolution is more than two times the votes cast by the public shareholders against the Special Resolution, I report that, the Special Resolution as contained in the Notice of Postal Ballot dated 22<sup>nd</sup> February, 2023, has been passed by the Public Shareholders with requisite majority, as per the provisions of Regulation 11 of the Delisting Regulations.

All relevant records of voting process given / provided / maintained in electronic mode and the postal ballot forms will remain in our custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over / emailed thereafter to the Chairman or Company Secretary for preserving safely.

For MR & Associates  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 720/2020



*[Signature]*  
[M R Goenka]

Partner

FCS No. 4515, C P No.: 2551  
UDIN No.: F004515D003349989

Place: Kolkata  
Date: 31.03.2023



Countersigned by  
For J. L. Morison (India) Limited

*[Signature]*

Lalit Kumar Bararia

Independent Director authorised by Chairman  
DIN: 00204670