

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; Email Id : fin.jrd@gmail.com; Website : www.jrdfinance.com

CIN : L65999WB1993PLC058107

Date: 15.02.2025

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: Proceedings, Voting Results and Consolidated Scrutinizer's Report of Extra Ordinary General Meeting ('EGM')

Dear Sir/ Madam,

This is to inform you that the Extra Ordinary General Meeting ("EGM") of M/s. J R D Finance Ltd. ("the Company") was held today and the business mentioned in the Notice dated 18th January, 2025 was transacted.

In this regard, enclosed please find herewith the following-

- (1) Summary of Proceedings of the EGM of the company as required under Regulation 30 Part A of Schedule -III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,
- (2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
- (3) Consolidated Scrutinizer's Report dated 15th February, 2025 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 EGM.

The Extra-Ordinary General Meeting commenced at 11:00 A.M. and concluded at 11:45 A.M.

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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Brief Proceedings of Extra Ordinary General Meeting of J R D Finance Limited

The Extra-Ordinary General Meeting ("EGM") of J R D Finance Ltd. ("the Company") was held today i.e. on Saturday, 15th February, 2025 at 11.00 A.M. at the registered office of the Company at 1/1A, Biplabi Anukul Chandra Street, 5th Floor, Room No.5G, Kolkata - 700 072.

The meeting was attended by Company Secretary, all the Directors of the Company, representative of Gupta & Manglik, Statutory Auditor of the Company and Anand Khandelia, Scrutinizer for the EGM. The meeting was attended by 9 members physically. The company secretary introduced the Directors and officials sitting on the dais. Thereafter she welcomed all the members, Directors and others present for the meeting.

The members elected Mr. Dilip Kumar Choudhary, Director of the Company, as the Chairman of the meeting and he took the chair. The Chairman welcomed all the members, Directors and others present at the Meeting. The requisite quorum being present, the proceedings of the meeting were commenced with the permission of the Chairman.

With the consent of the Members, Notice convening the EGM as circulated to the shareholders of the Company was taken as read. The chairman briefed the shareholders about the agenda of the EGM and the proposals for which the approval of shareholders was being sought.

He further informed that pursuant to section 108 of the Companies Act, 2013 and regulation 44 of the SEBI (LODR) Regulations, 2015 the, the Company had provided the facility of voting through electronic means ("remote e-voting") to its members from 12th February, 2025 (10.00 a.m) to 14th February, 2025 (5.00 p.m) to cast their votes electronically on all the business as set out in the Notice of EGM. It was further informed that the members who have not casted their vote through remote e-voting process can cast their vote by means of poll at the venue.

Mr. Anand Khandelia, Practicing Company Secretary have been appointed as Scrutinizer to scrutinize remote e-voting process and the voting by poll at the EGM in a fair and transparent manner.

Thereafter, the following resolution as set out in the Notice convening the EGM were proposed and seconded by the members for their Approval;

SPECIAL BUSINESS

1. To create, offer, issue and allot Equity Shares on Preferential Basis: (Special Resolution);

The Chairman then invited the members to express their views and make enquiries about the company and related matters. There were no question or view raised by any member. He then requested to scrutinizer to complete the poll process.

Thereafter, the Chairman announced that the scrutinizer will submit his report on voting after considering the results of remote e-voting and results of voting through ballot papers and the same will be notified to the Stock Exchange, CDSL and will also be uploaded on the Company's website.

The Chairman then declared the Meeting as concluded and thanked the Members, Directors and Other Invitees for participating in the Meeting.

The meeting then concluded with a vote of thanks.

The meeting commenced at 11:00 A.M. and concluded at 11:45 A. M.

Thanking You.
Yours faithfully,

For J R D Finance Limited



Pritha Sinha Pandey
Company Secretary & Compliance Officer

J R D FINANCE LIMITED

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Details of Voting Results in respect of the Extra Ordinary 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 EGM	Saturday, 15 th February, 2025
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 : 9
No. of Shareholders attended the meeting through Video Conferencing	No video conferencing

Item No. 1 – Special Resolution

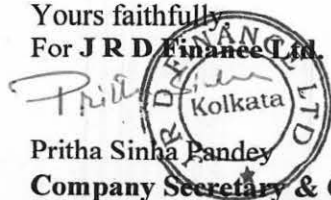
To create, offer, issue and allot Equity Shares on Preferential Basis. (Special Resolution);

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	11,19,330	41.1473	11,19,330	-	100	-
	Poll		12,47,800	45.8699	12,47,800	-	100	-
	Postal Ballot (if applicable)							-
	Total		23,67,130	87.0172	23,67,130		100	-
Total		27,20,300	23,67,130	87.0172	23,67,130		100	-

Yours faithfully,

For J R D Finance Ltd.


Pritha Sinha Pandey
Company Secretary & Compliance Officer

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 Extra-ordinary General Meeting", in respect of the resolutions contained in the Notice of the Extra-ordinary General Meeting (EGM) of J R D Finance Limited (the Company), held at 1/1A, Biplabi Anukul Chandra Street, 5th Floor, Room No. 5G, Kolkata - 700 072 on Saturday, the 15th day of February, 2025 at 11.00 A.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 EGM venue in a fair and transparent manner and ascertaining the results thereof, in respect of resolutions transacted at the Extra-ordinary General Meeting (EGM) 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 Saturday, the 15th day of February, 2025 at 11.00 A.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 EGM venue by the members of the Company on the resolutions contained in the Notice dated 18th January, 2025 convening the EGM of the Company. My responsibility as a Scrutinizer for the Remote e-voting process and for poll at the EGM is restricted to make a Scrutinizer's Report of the votes cast in "favour" or "against" or "abstained" the resolution 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 EGM venue.

The Company has also released an advertisement, which was published after completion of dispatch of EGM Notice in Financial Express, English Newspaper and Dorantabarta, Bengali Newspaper both dated 28th January, 2025. 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. 8th February, 2025 were entitled to vote on the resolutions contained in the notice convening EGM of the Company.

The period for remote e-voting commenced on Wednesday, 12th February, 2025 (10.00 a.m.) and ended on Friday, 14th February, 2025 (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 EGM 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 EGM in the presence of two under signed witnesses who are not in employment of the Company.

1. Tarak Das

Tarak Das
Rinku Ghosh

2. 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 EGM, I hereby submit the Consolidated Report on the result of the remote e-voting and voting through ballot paper at the EGM on all items of Business transacted at the EGM held on 15th February, 2025.

A. Resolution No. 1:

To create, offer, issue and allot Equity Shares on Preferential Basis (**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	12	1119330	100
Physical Ballot (Poll)	4	1247800	100
Total	16	2367130	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 of the EGM 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 EGM, 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 : F005803F003944606
Peer Review No. 3985/2023
Place: Kolkata
Date: 15/02/2025

