

J. TAPARIA PROJECTS LIMITED

Date:- 08th May, 2024

To,
Department of Corporate Services,
BSE Ltd.,
Ground Floor, P.J Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Ref: J. Taparia Projects Limited (Script code: 538539)

Sub: Outcome of postal ballot and disclosure of voting results as per the requirements of Regulations 30, 44(3) and other applicable regulations of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended along with the Scrutinizer's Report.

Dear Sir/Madam,

In terms of Regulation 44(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a copy of outcome of Postal Ballot along with Scrutinizer's Report taken for:

1. Approval For Material Related Party Transaction(s) Under Section 188 of The Companies Act, 2013 and Regulation 23 of The SEBI (Listing Obligations And Disclosure Requirements), 2015 and Ind AS 24.
2. To appoint Ms. Bhoomi Ketan Talati (DIN: 10499741) as Non-Executive Independent Director of the Company.
3. To appoint Mr. Nisarg Jayeshkumar Thakkar (DIN: 10499616) as Non-Executive Independent Director of the Company.
4. Shifting of Registered Office of the Company from the state of West Bengal to the state of Gujarat.

The remote e-voting was closed on **Monday, 06th May, 2024** and the Scrutinizer has submitted their report on **Wednesday, 08th May, 2024**. Thereafter, the result of voting was declared by the Company on **Wednesday, 08th May, 2024**.

Registered Office: 4A, Council House Street, MMS Chambers, 1st Floor, Room No. D, Council House Street, Near Olisa Reality, Opposite Raj Bhavan, Kolkata – 700 001, West Bengal, India

Corporate Office: 306, 3rd Floor, Urban 2, Bhayli, Vadodara- 390 007 Gujarat.

Contact No: +91 7600094367 CIN: L46101WB1980PLC032979

Website: www.jtapariaprojects.com

Email: jtaparia2008@gmail.com

J. TAPARIA PROJECTS LIMITED

The special resolutions in the aforesaid notice of Postal Ballot dated 27th March, 2024 have been passed with requisite majority by members of the company and are deemed to have been passed on **Monday, 06th May, 2024**, being the last date specified by the company for the remote e-voting process.

In this connection, please find attached the following:

- a) Voting result as required under Regulation 44 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- b) Scrutinizer Report dated **Wednesday, 08th May, 2024**

Kindly take the above intimation on the record.

Thanking you,

For J. Taparia Projects Limited

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Sakina Lokhandwala

Company Secretary and Compliance Officer

ICSI Membership No.: A60515

Registered Office: 4A, Council House Street, MMS Chambers, 1st Floor, Room No. D, Council House Street, Near Olisa Reality, Opposite Raj Bhavan, Kolkata – 700 001, West Bengal, India

Corporate Office: 306, 3rd Floor, Urban 2, Bhayli, Vadodara- 390 007 Gujarat.

Contact No: +91 7600094367 CIN: L46101WB1980PLC032979

Website: www.jtapariaprojects.com

Email: jtaparia2008@gmail.com

Voting Results

Date of the AGM/EGM/Notice of Postal Ballot	27 th March, 2024
Record date	22 nd March, 2024
Total number of shareholders on record date	7495
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A N.A
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	N.A N.A

Resolution required: (Ordinary/ Special)			ITEM NO. 1 APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION (S) UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), 2015 AND IND AS 24					
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)	No. 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	92,37,330	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	69,62,670	9,99,501	14.3551	9,99,252	249	99.9751	0.0249
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		9,99,501	14.3551	9,99,252	249	99.9751	0.0249
Total		1,62,00,000	9,99,501	6.1698	9,99,252	249	99.9751	0.0249

*Mr. CHIRAYU AGRAWAL (Director) holding 41,56,798 Equity shares , and SARVESH MANMOHAN AGRAWAL(Managing Director) holding 50,80,532 Equity shares are interested in the above mentioned resolution, hence e-voting done by them is not considered.

Resolution required: (Ordinary/ Special)			ITEM NO: 2 – TO APPOINT MS. BHOOMI KETAN TALATI (DIN: 10499741) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY					
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)	No. 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	92,37,330	92,37,330	100.00	92,37,330	0.00	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	92,37,330	N.A	N.A	N.A	N.A	N.A	N.A
	Total		92,37,330	92,37,330	100.00	92,37,330	0.00	100.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	69,62,670	9,99,501	14.3551	9,99,335	166	99.9834	0.0166
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	69,62,670	N.A	N.A	N.A	N.A	N.A	N.A
	Total		69,62,670	9,99,501	14.3551	9,99,335	166	99.9834
Total		1,62,00,000	1,02,36,831	63.1903	1,02,36,665	166	99.9984	0.0016

Resolution required: (Ordinary / Special)			ITEM NO: 3 – TO APPOINT MR. NISARG JAYESHKUMAR THAKKAR (DIN:10499616) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY					
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)	No. 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	92,37,330	92,37,330	100.00	92,37,330	0.00	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		92,37,330	92,37,330	100.00	92,37,330	0.00	100.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	69,62,670	9,99,501	14.3551	9,99,268	233	99.9767	0.0233
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		69,62,670	9,99,501	14.3551	9,99,268	233	99.9767
Total		1,62,00,000	1,02,36,831	63.1903	1,02,36,598	233	99.9977	0.0023

Resolution required: (Ordinary/ Special)			ITEM NO: 4 – SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF WEST BENGAL TO THE STATE OF GUJARAT					
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)	No. 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	92,37,330	92,37,330	100.00	92,37,330	0.00	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	92,37,330	N.A	N.A	N.A	N.A	N.A	N.A
	Total		92,37,330	92,37,330	100.00	92,37,330	0.00	100.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	69,62,670	9,99,501	14.3551	9,99,316	185	99.9815	0.0185
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	69,62,670	N.A	N.A	N.A	N.A	N.A	N.A
	Total		69,62,670	9,99,501	14.3551	9,99,316	185	99.9815
Total		1,62,00,000	1,02,36,831	63.1903	1,02,36,646	185	99.9982	0.0018

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SCRUTINIZER'S REPORT

To,
Board of Director,
J. TAPARIA PROJECTS LIMITED
CIN: L46101WB1980PLC032979
Registered Office Address: 4A, Council House Street, MMS Chambers, 1st Floor, Room No. D, Council House Street,
Near Olisa Reality, Opposite Raj Bhavan Council House Street,
Kolkata, West Bengal – 700 001.
Corporate Office address : Office No. 306, 3rd Floor, Urban 2, Bhayli, Vadodara, Gujarat – 390 007

Dear Sir,

I, Pooja Gala & Associates, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors in its meeting held on **27th March, 2024** of **J. TAPARIA PROJECTS LIMITED** ("Company") for the purpose of scrutinizing the E-voting process in fair and transparent manner and ascertaining the requisite majority of Postal Ballot Notice dated **27th March, 2024** voting carried out as per the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Passing of the Resolutions by Postal Ballot) Rules, 2011 & Companies (Management & Administration) Rules, 2014 as amended from time to time on the below mentioned resolutions passed by Postal Ballot.

In view of the pandemic situation prevailing in the country and to obviate difficulties faced by corporates in providing both voting by physical ballot and e-voting provision was made for the members to vote through e-voting only. This was in accordance with the terms of the General Circular No.14/2020 dated 8th April 2020 and General Circular No. 17/2020 dated 13th April 2020 and General Circular No. 22/2020 dated 15th June 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 30th December, 2020, MCA Circular no. 10/2021 dated 23rd June, 2021 and MCA Circular No. 20/2021 dated 08th December, 2021 and MCA Circular No. 03/2022 dated 05th May, 2022 and MCA circular 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs, Government of India (the 'MCA Circulars').

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote E-Voting to the shareholders from **07th April, 2024** (9.00 a.m.) to **06th May, 2024** (5.00 p.m.). On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and administration) Amendment Rule, 2015, I have unblocked the E-Voting Votes on **06th May, 2024**.





Special Business:

ITEM NO: 1 - APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION (S) UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), 2015 AND IND AS 24:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 188 of The Companies Act, 2013 (“the Act”) and other applicable provisions, if any, read with Rule 15 of The Companies (Meetings of Board and its Powers) Rules, 2014 and any other rules made thereunder and Regulation 23 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and IND AS 24 and the rules framed thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, the Company’s Policy on Related Party Transaction(s) and as per recommendation of Audit Committee and such other approvals as may be required, the consent of the members of the Company be and is hereby accorded to the Board of Directors for approval of material related party transaction(s), which term shall include any Committee thereof constituted/ to be constituted by the Board, to enter into such contract(s)/ arrangement(s)/ transaction(s) with “Related Parties” within the meaning of Section 2 (76) of The Companies Act, 2013 and Regulation 2 (1) (zb) of The Listing Regulations, to the extent of the maximum amounts as provided below, on such term(s) and condition(s) as the Board of Directors may deem fit, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at **ARM’S LENGTH BASIS** and in the **ORDINARY COURSE OF BUSINESS** of the Company for the **Financial Year 2024-25** with respect to sale, purchase or supply of any good(s) or material(s), selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any service(s), appointment of agent for purchase or sale of good(s), material(s), service(s) or property or otherwise disposing of any good(s), material(s) or property or availing or rendering of any service(s), borrowings, advances or loans, to give premises on rent, to give donation, to give inter- corporate deposits (i.e. Short term loans/ borrowings), on such term(s) and condition(s) as the Board of Directors may deem fit or appointment of such related party(ies) to any office or place of profit in the Company, as per the details set out in the explanatory statement annexed to this notice, for an amount which may exceed the prescribed thresholds as per provisions of the Listing Regulations as applicable from time to time, provided, however, that the said material related party transaction(s) / contract(s) / arrangement(s), for the financial year 2024-25 on such term(s) and condition(s) as may be decided by the Board and recommended and reviewed by Audit Committee.”

Sr. No.	Name of the Related Party	Relationship	Nature of transaction	Transaction Amount in Rs	Financial year
1	Mr. Manmohan Shreegopal Agrawal	Father of Promoter and Chairman and Managing Director of the Company	As per Section 188 of The Companies Act, 2013	100 crores	2024-25
2	Mr. Sarvesh Manmohan Agrawal	Promoter & Chairman and Managing Director of J. Taparia Projects Limited	As per Section 188 of The Companies Act, 2013	100 crores	2024-25
3	Mr. Chirayu Agrawal	Promoter and Non-Executive Non-Independent Director of J. Taparia Projects Limited. Mr. Sarvesh Manmohan Agrawal and Mr. Chirayu Agrawal are business partners.	As per Section 188 of The Companies Act, 2013	100 crores	2024-25
4	Transglobal Trade Integration Private Limited	Mr. Chirayu Agrawal and Mr. Sarvesh Manmohan Agrawal are directors and shareholders in Transglobal Trade Integration Private Limited. Mr. Chirayu Agrawal and Mr. Sarvesh Manmohan Agrawal are	As per Section 188 of The Companies Act, 2013	100 crores	2024-25



		promoters and directors in J. Taparia Projects Limited. Mr. Sarvesh Manmohan Agrawal and Mr. Chirayu Agrawal are business partners.			
5	Transglobal Trade Integration	Mr. Sarvesh Manmohan Agrawal and Mr. Manmohan Shreegopal Agrawal are partners in the firm. Mr. Manmohan Shreegopal Agrawal is Father of Promoter and Chairman and Managing Director of the Company. Mr. Sarvesh Manmohan Agrawal is Promoter & Chairman and Managing Director of J. Taparia Projects Limited	As per Section 188 of The Companies Act, 2013	100 crores	2024-25

“RESOLVED FURTHER THAT any Director, and/or Chief Financial Officer and/or Company Secretary of the Company be and is hereby severally authorized to negotiate, finalize, vary, amend, renew and revise the terms and conditions of the transactions and enter into, sign, execute, renew, modify and amend all agreements, documents and letters thereof, from time to time and to do all acts, deeds, things and matters and give all such directions as it may in its absolute discretion deem necessary, expedient or desirable, in order to give effect to this resolution.”

“RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved ratified and confirmed in all respects.”

ITEM NO: 2 – TO APPOINT MS. BHOOMI KETAN TALATI (DIN: 10499741) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to Sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 (“the Act”) and various Regulations of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and the rules framed under, read with Schedule IV of the Act [including any statutory modification(s) or re-enactment thereof for the time being in force] and other applicable laws and the provisions of the Articles of Association of the Company and pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, **Ms. Bhoomi Ketan Talati (DIN: 10499741)**, who was appointed as an Additional Non-Executive Independent Director of the Company on **14th February, 2024** pursuant to Section 161 of the Act read with Regulation 17(1C) of the Listing Regulations to hold office up to the date of ensuing General Meeting or three months from the date of her appointment, whichever is earlier, whose term of office expires at the ensuing Shareholders Meeting and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed, as a “Non-Executive Independent Director” of the Company to hold office for a term of 5 (five) consecutive years commencing from **14th February, 2024 to 13th February, 2029** (both days inclusive), and that she shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company.”

ITEM NO: 3 – TO APPOINT MR. NISARG JAYESHKUMAR THAKKAR (DIN:10499616) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to Sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 (“the Act”) and





various Regulations of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and the rules framed under, read with Schedule IV of the Act [including any statutory modification(s) or re-enactment thereof for the time being in force] and other applicable laws and the provisions of the Articles of Association of the Company and pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, **Mr. Nisarg Jayeshkumar Thakkar (DIN:10499616)**, who was appointed as an Additional Non-Executive Independent Director of the Company on **14th February, 2024** pursuant to Section 161 of the Act read with Regulation 17(1C) of the Listing Regulations to hold office up to the date of ensuing General Meeting or three months from the date of his appointment, whichever is earlier, whose term of office expires at the ensuing Shareholders Meeting and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed, as a "Non-Executive Independent Director" of the Company to hold office for a term of 5 (five) consecutive years commencing from **14th February, 2024 to 13th February, 2029 (both days inclusive)**, and that he shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company."

ITEM NO: 4 – SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF WEST BENGAL TO THE STATE OF GUJARAT:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 4, 12, 13, 110 and other applicable provisions, if any, of The Companies Act, 2013 read with Rule 30 of The Companies (Incorporation) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of Central Government (powers delegated to Regional Director) and / or any other authority(ies) as may be prescribed from time to time and subject to such other approvals, permissions and sanctions as may be required under the provisions of The Companies Act, 2013 or under any other law for the time being in force, the consent of the Members of the company be and is hereby accorded for shifting the Registered office of the company from the "State of West Bengal" to the "State of Gujarat" and that Clause II of the Memorandum of Association of the Company be substituted with the following clause:

"II. The Registered Office of the Company will be situated in the State of Gujarat."

"RESOLVED FURTHER THAT the Board of Directors of the Company and any of the Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to prepare, sign and file the necessary application, affidavits and such other documents as may be necessary in connection with petition seeking confirmation of the Regional Director and/or any other authorities as may be required, to issue notices to the general public, creditors, etc. and also serve a copy of the petition to the applicable authorities as well as jurisdictional Registrar of Companies and to appoint any Professionals and Advisors to appear, represent, enter appearance on behalf of the Company and to act for every purpose connected with all the proceedings in the application for the approval of shifting of registered office of the Company before the Central Government (power delegated to the Regional Director) or any other authority and to take such other steps as may become necessary in this regard including signing and filing of application/petition/reply/letter/confirmation/undertaking etc. if required, before the applicable statutory authority and regulatory authorities under provisions of applicable law and to make such alteration, modification and corrections as may be required in the petition and such forms, documents, papers annexed with the same and to do all such acts, deeds things as may be required, so as to give effect to the aforesaid resolution."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things (including delegation of all or any of its powers herein to any of its Committee, Directors, Company Secretary or any other person(s) as it may in its absolute discretion, deem necessary or desirable for and on behalf of the Company."

I, Submit the Report on Postal Ballot as under:

1. In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not being sent to the Members for this Postal Ballot. Shareholders were requested to follow the procedure as stated in the notes and instructions for casting of votes by remote E-voting.
2. On account of threat posed by COVID- 19 and in terms of the MCA Circulars, the Company had sent the Postal Ballot Notice in electronic form only to those members whose email id was registered with the two depositories and the RTA and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Accordingly, the communication of the assent or dissent of the





Members had to take place through the E-voting system only. In order to facilitate those members who had not yet registered their e-mail address, a proper procedure was laid down for the shareholders to get their email registered with the RTA so that they could also participate in the e-voting facility extended by the Company.

3. The Company had uploaded the Notice together with the explanatory statement on their website of the Company www.itapariaprojects.com. The RTA has generated Electronic Voting Event Number **128226** for the votes cast through e-voting mode. As directed by the Company, all necessary formalities specified under the Act and the Rules framed there under have been duly complied with by the Service Provider barring the ones as mentioned above.
4. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations relating to the items being placed for approval of the members through postal ballot by voting through E-voting.
5. The Postal Ballot e-voting result open by me scrutinized and the shareholding was confirmed with the Register of Members of the Company.
6. As stated in sub rule 3 of Rule 20 under the Chapter on “Management and Administration “Rules as notified by MCA on March 27, 2014 an advertisement was published by the Company in **Business Standard (English newspaper – ALL EDITIONS) and Sukhabar (Bengali newspaper – Bengali language)** on **06th April, 2024**, informing about the completion of dispatch of the Postal Ballot Notices.
7. On scrutiny, I report that out of 7495 shareholders, 72 (Seventy Two) shareholders have exercised their vote through e-voting. The details of Postal Ballot results for the item placed for consideration by the members are given below;





ITEM NO. 1. APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION (S) UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), 2015 AND IND AS 24

Total No. of Shareholders	7495						
Total No. of Shares	1,62,00,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 07th April, 2024 to 06th May, 2024						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	*72	*1,02,36,831	*53	*1,02,36,582	19	249
Total Votes Cast through Postal Ballot Forms Received	B	0	0	0	0	0	0
Grand Total of e-voting/ Postal Ballot Form (A+B)	C	*72	*1,02,36,831	*53	*1,02,36,582	19	249
Less: Invalid e-voting/ Postal Ballot Forms	D	0	0	0	0	0	0
Net e-voting/ Postal Ballot Forms (C-D)	E	*72	*1,02,36,831	*53	*1,02,36,582	19	249

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	92,37,330	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		92,37,330	0.00	0.00	0.00	0.00	0.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	69,62,670	9,99,501	14.3551	9,99,252	249	99.9751	0.0249
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		69,62,670	9,99,501	14.3551	9,99,252	249	99.9751
Total		1,62,00,000	9,99,501	6.1698	9,99,252	249	99.9751	0.0249

*Mr. CHIRAYU AGRAWAL (Director) holding 41,56,798 Equity shares , and SARVESH MANMOHAN AGRAWAL(Managing Director) holding 50,80,532 Equity shares are interested in the above mentioned resolution, hence e-voting done by them is not considered.





ITEM NO: 2 – TO APPOINT MS. BHOOMI KETAN TALATI (DIN: 10499741) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

Total No. of Shareholders	7495						
Total No. of Shares	1,62,00,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 07th April, 2024 to 06th May, 2024						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	72	1,02,36,831	56	1,02,36,665	16	166
Total Votes Cast through Postal Ballot Forms Received	B	0	0	0	0	0	0
Grand Total of e-voting/ Postal Ballot Form (A+B)	C	72	1,02,36,831	56	1,02,36,665	16	166
Less: Invalid e-voting/ Postal Ballot Forms	D	0	0	0	0	0	0
Net e-voting/ Postal Ballot Forms (C-D)	E	72	1,02,36,831	56	1,02,36,665	16	166

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	92,37,330	92,37,330	100.00	92,37,330	0.00	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		92,37,330	92,37,330	100.00	92,37,330	0.00	100.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	69,62,670	9,99,501	14.3551	9,99,335	166	99.9834	0.0166
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		69,62,670	9,99,501	14.3551	9,99,335	166	99.9834
Total		1,62,00,000	1,02,36,831	63.1903	1,02,36,665	166	99.9984	0.0016



ITEM NO: 3 – TO APPOINT MR. NISARG JAYESHKUMAR THAKKAR (DIN:10499616) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

Total No. of Shareholders	7495						
Total No. of Shares	1,62,00,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 07th April, 2024 to 06th May, 2024						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	72	1,02,36,831	54	1,02,36,598	18	233
Total Votes Cast through Postal Ballot Forms Received	B	0	0	0	0	0	0
Grand Total of e-voting/ Postal Ballot Form (A+B)	C	72	1,02,36,831	54	1,02,36,598	18	233
Less: Invalid e-voting/ Postal Ballot Forms	D	0	0	0	0	0	0
Net e-voting/ Postal Ballot Forms (C-D)	E	72	1,02,36,831	54	1,02,36,598	18	233

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	92,37,330	92,37,330	100.00	92,37,330	0.00	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		92,37,330	92,37,330	100.00	92,37,330	0.00	100.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	69,62,670	999501	14.3551	9,99,268	233	99.9767	0.0233
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		69,62,670	999501	14.3551	9,99,268	233	99.9767
Total		1,62,00,000	10236831	63.1903	1,02,36,598	233	99.9977	0.0023



ITEM NO: 4 – SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF WEST BENGAL TO THE STATE OF GUJARAT:

Total No. of Shareholders	7495						
Total No. of Shares	1,62,00,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 07th April, 2024 to 06th May, 2024						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	72	1,02,36,831	54	1,02,36,646	18	185
Total Votes Cast through Postal Ballot Forms Received	B	0	0	0	0	0	0
Grand Total of e-voting/ Postal Ballot Form (A+B)	C	72	1,02,36,831	54	1,02,36,646	18	185
Less: Invalid e-voting/ Postal Ballot Forms	D	0	0	0	0	0	0
Net e-voting/ Postal Ballot Forms (C-D)	E	72	1,02,36,831	54	1,02,36,646	18	185

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	92,37,330	92,37,330	100.00	92,37,330	0.00	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		92,37,330	92,37,330	100.00	92,37,330	0.00	100.00
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	69,62,670	999501	14.3551	999316	185	99.9815	0.0185
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		69,62,670	999501	14.3551	999316	185	99.9815
Total		1,62,00,000	1,02,36,831	63.1903	1,02,36,646	185	99.9982	0.0018





Percentage of Votes cast in favor for Resolution : 100.00%

Percentage of Votes cast against for Resolution : 00.00%

As the number of votes casted in favor of the Resolution No.1 to 4 , I report that the Special Business in Special Resolutions under section 110 of the Companies Act, 2013, and the Companies (Management & Administration) Rules 2014, as set out in Notice of Postal Ballot dated **27th March, 2024** has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.

I further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with. I further report that, the records maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You,

Yours Faithfully,

For Pooja Gala & Associates
(Practicing company Secretary)

**Pooja
Amit
Gala** Digitally signed
by Pooja Amit
Gala
Date: 2024.05.08
10:28:38 +05'30'

Pooja Amit Gala
Membership No: 69393
COP: 25845

Peer Review Number: 2423/2022
ICSI UDIN: A069393F000329367

Date: 08-05-2024
Place: Thane

