



# JET KNITWEARS LTD.

CIN - L19101UP1996PLC019722

Manufacturers & Exporters of Quality Knitted Undergarments

September 28, 2022

To  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra - Kurla Complex  
Mumbai - 400051

Dear Sir(s)

**Sub: Proceedings of 26<sup>th</sup> AGM of the Company held on September 27, 2022**  
**Symbol: JETKNIT**

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015, we are enclosing herewith summary of proceedings of the 26<sup>th</sup> Annual General Meeting of the Company held on Tuesday, September 27, 2022 at 04:00 PM at the Registered Office of the Company at 119/410, B-1, Darshan Purwa, Kanpur-208012.

The results of the voting will be intimated separately. We request you to kindly take the note of the same.

Thanking you,  
Yours Faithfully

**For JET KNITWEARS LIMITED**

**(Vishesh Tiwari)**  
**Company Secretary**  
**& Compliance Officer**

Encl: a.a

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**PROCEEDINGS OF 26<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON TUESDAY, SEPTEMBER 27, 2022 AT 04:00 PM AT REGISTERED OFFICE OF THE COMPANY AT 119/410, B-1, DARSHAN PURWA, KANPUR-208012**

This is to inform you that the 26<sup>th</sup> Annual General Meeting (“AGM”) of the Company was duly called, convened & conducted on Tuesday, September 27, 2022 at 04:00 PM at the registered office of the Company in compliance with the applicable laws and standards(SS-2 Secretarial Standard on General Meetings).

The Company Secretary begin the meeting with the Welcome address and also drawn the attention towards the Register of Directors & KMP and their shareholding, Register of Contracts or Arrangements in which Directors were interested and Proxy Register were made available for inspection by the members during the Meeting. These registers/documents remained open for inspection till the conclusion of the AGM.

Mr. Ashok Chandra Bajpai, Independent Director proposed the name of Mr. Balram Kumar Narula, Managing Director of the Company, to be appointed as the Chairman of the meeting. With the unanimous consent of the Directors present, Mr. Balram Kumar Narula was elected as the Chairman of the Meeting. He took the Chair and welcomed the Members and other invitees present at the 26<sup>th</sup> AGM of the Company.

**DIRECTORS PRESENT:**

- |                             |                      |
|-----------------------------|----------------------|
| 1. Mr. Balram Kumar Narula  | Managing Director    |
| 2. Mr. Rakesh Kumar Narula  | Whole-Time Director  |
| 3. Mr. Ashok Chandra Bajpai | Independent Director |

Total 10 Members were present in the Meeting. After ascertaining the requisite quorum, Chairman thereafter called the meeting to order and commenced the formal proceedings of the meeting at 04:00 P.M. He introduced the Directors and other invitees present on the Dias and also acknowledged the presence of Mr. Ashok Chandra Bajpai, member of Audit Committee and Nomination & Remuneration Committee and Chairman of the Stakeholders Relationship Committee, Mr. Ankur Narula, Chief Financial Officer of the Company, and CS Gopesh Sahu, Secretarial Auditor of the Company.

He further informed the members that Mr. Anil Kumar Narula (Whole-Time Director), Mr. Ramesh Chandra, Independent Director and Mrs. Dinesh Parsahar (Non Executive Woman Director) did not attend the meeting due to some preoccupation in personal commitments.

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With the permission of members present, the notice dated 24.08.2022 convening the 26<sup>th</sup> Annual General Meeting (AGM) together with the Audited Financial Results for the year ended March 31, 2022, along with the Auditors & Directors' Report thereon were taken as read.

The Chairman thereafter delivered his speech covering various aspects like financial performance, operations & hurdles faced by the Company during the financial year 2021-22, steps taken for growth of the Company and improving financial controls, explanations on the disclaimer and observations made by the Statutory Auditors and Secretarial Auditors in their respective reports.

The Chairman then requested Mr. Vishesh Tiwari, Company Secretary to explain voting procedure at the Annual General Meeting for the Members in detail.

On request of the Chairman, Company Secretary informed the Members present that pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and other applicable provisions of Companies Act, 2013, the Company had provided Remote E-Voting facility to the members as on the cut-off date i.e. September 20, 2022 to enable them to cast their vote electronically in respect to the businesses to be transacted at the AGM. The Remote E-Voting commenced on Saturday, September 24, 2022 (09:00 AM) to Monday, September 26, 2022 (05:00 PM) and also the facility to vote on the resolutions as set out in the Notice of 26<sup>th</sup> AGM by means of Ballot Paper was provided to those members present in person or through proxies/representatives at the AGM who did not cast their vote prior to the AGM by means of Remote E-Voting.

The Chairman further informed the members that CS Gopesh Sahu, Practicing Company Secretary, (CoP No. 7800) has been appointed as the Scrutinizer for the purpose of scrutinizing the Remote E-voting process and conduct physical ballot process in a fair and transparent manner.

## **CONDUCT OF POLL**

CS Gopesh Sahu, Scrutinizer of the Meeting, conducted the poll process for those shareholders who had not casted their votes by means of Remote E-Voting. The Shareholders present at the meeting were given the opportunity to cast their vote through 'Ballot Paper'. Following businesses as contained in the Notice of 26<sup>th</sup> Annual General Meeting were transacted through Remote E-Voting and by Ballot Process at the AGM:

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## Ordinary Business:

- **Item No. 1:** Approval & adoption of Audited Financial Statements for the Financial Year ended March 31, 2022 together with the Reports of the Directors and the Auditors thereon.
- **Item No. 2:** To appoint a director in place of Mrs. Dinesh Parashar (DIN: 07270662) who retires by rotation at this Annual General Meeting and being eligible, has offered herself for re-appointment
- **Item No. 3:** To reappoint M/s Rajiv Mehrotra & Associates Chartered Accountants, as the Statutory Auditors of the company

## Special Business:

- **Item No. 4:** Reappointment of Mr. Balram Kumar Narula (DIN: 00274566) as Managing Director of the Company

*The agenda Item No. 04 was declared **infructuous** at the meeting.* The members present were informed that Mr. Balram Kumar Narula, vide his letter dated September 23, 2022, has expressed his unwillingness to be reappointed as MD for the fresh tenure which would have started after the expiry his current term i.e. *w.e.f.* May 14, 2023. However, he shall continue to act as Managing Director of the Company for the remaining part of his current tenure.

Further, the members present were informed that the intimation of unwillingness of Managing Director making this agenda item *infructuous*, along with his letter was circulated to all the shareholders via email dated September 23, 2022 at their registered email addresses and also uploaded to the website of the Stock exchange i.e. NSE and at the website of the Company.

*Therefore, the resolution was not put to vote and the e-votes cast on this agenda item, if any, shall not be considered.*

- **Item No. 5:** Re-appointment of Mr. Anil Kumar Narula (DIN: 00274462) as Whole Time Director of the Company
- **Item No. 6:** Reappointment of Mr. Rakesh Kumar Narula (DIN: 00274483) as Whole Time Director of the Company

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Members present were also given the opportunity to ask queries and seek clarifications on the above motions / resolutions. However, no queries were raised by any of the members or the invitees present. After ensuring that all the members present and participating in the poll had casted their votes, the Scrutinizer locked and sealed the ballot box in front of members and then took custody of the same.

The Chairman announced that the Scrutinizers report along with the results of Remote E-Voting and poll would be declared within two working days of the conclusion of the AGM and the same would be uploaded on the Company's website as well as on the website of the e-voting Agency i.e. National Securities Depository Participants of India (NSDL) and National Stock Exchange of India Limited (NSE) SME Platform.

The Chairman then declared the Meeting as concluded and thanked the Members & invitees present for participating in the Meeting. There being no other business to transact, the meeting concluded at 04:45 PM with a vote of thanks to the Chair.

**For JET KNITWEARS LIMITED**

**(Vishesh Tiwari)**

**Company Secretary  
& Compliance Officer**

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