

JISL/SEC/2022/10/B-2/B-6

18th October, 2022

To,
Bombay Stock Exchange Ltd.,
Corporate Relationship Department,
1st Floor, New Trading Wing Rotunda
Building, P. J. Tower, Dalal Street,
Mumbai - 400 001.
FaxNo.022- 22723121/22722037(Day)
022-22721072 (Night)
Email: corp.relations@bseindia.com

To,
The Manager
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G, Bandra
Kurla Complex
Bandra (East), Mumbai - 400 051.
Fax No. : 022-26598237/38
Email: cc@nse.co.in

Ref: Code No. 500219 (BSE) JISLJALEQS (NSE) Ordinary Equity Shares
Code No. 570004 (BSE) & JISLDVREQS (NSE) for DVR Equity Shares

Re: Regulation 30 (6) read with Schedule III Part A, Para A, Clause 13, of SEBI (LODR),
Regulations, 2015.

Sub: Signed Minutes of 35th AGM held on 29th September,2022.

Dear Sir/Madam,

Pursuant to Regulation 30 (6) read with Schedule III Part A, Para A, Clause 13 of SEBI (LODR),
Regulations, 2015 and in continuation with our letter no. JISL/SEC/2022/09/B-2/B-6 dated
30th September,2022, please find enclosed herewith the duly signed Minutes of 35th Annual
General Meeting of the Company held on 29th September,2022.

Kindly receive the above and acknowledge.

Yours Faithfully

For Jain Irrigation Systems Limited



A. V. Ghodgaonkar
Company Secretary

Encl: Attached hereunder.

HELD AT _____ ON _____ TIME _____

MINUTES OF THE 35th ANNUAL GENERAL MEETING OF JAIN IRRIGATION SYSTEMS LIMITED HELD AT REGISTERED OFFICE AT JAIN PLASTIC PARK, N. H. NO. 6, BAMBHORI, JALGAON-425001 ON THURSDAY, 29th SEPTEMBER, 2022 AT 11.00 AM PHYSICALLY AND/OR THROUGH VIDEO CONFERENCING/AUDIO VISUAL MEANS

1. Present :**A) Directors (Physically)**

1.	Shri Ashok B Jain	:	Whole Time Director (KMP)
2.	Shri Anil B. Jain	:	Vice Chairman & Managing Director (KMP)
3.	Shri Ajit B Jain	:	Joint Managing Director (KMP)
4.	Shri Atul B Jain	:	Joint Managing Director & Chief Financial Officer (KMP)
5.	Shri Ghanshyam Dass	:	Independent Director (Chairman, Audit Committee)
6.	Dr. H P Singh	:	Independent Director
7.	Shri D R Mehta	:	Independent Director (Chairman, Corporate Social Responsibility Committee)

B) Directors, Auditors, KMP (Virtually)

1.	Dr. Narendra Jadhav	:	Independent Director (Chairman, Stakeholders Relationship Committee)
2.	Ms. Radhika Dudhat	:	Independent Director (Chairperson, Nomination and Remuneration Committee)
3.	Mr. Bastiaan Mohrmann	:	Independent Director
4.	Mr. Aravind Mokashi	:	Nominee Director, Lenders
5.	Shri A. V. Ghodgaonkar	:	Company Secretary
6.	Shri Joyanta Batbyal	:	Representative of Singhi & Co, LLP, Kolkata Statutory Auditors
7.	Shri Dushyant Dave	:	Cost Auditor
8.	V Laxman & Co.	:	Secretarial Auditors

C) Attendees present in meeting:**Attendance:-**

Particulars	Equity Shares	DVR Shares	Total No. of Shareholders
	No. of Shareholders	No. of Shareholders	
Shareholders in person	135	102	135
Proxyholders	31	30	31
Shareholders through Audio/Video Conferencing	14	8	14

2. Quorum:

The quorum (of more than 30 members) being complete, the Chairman called the meeting to order at 11.05 AM.



 CHAIRMAN'S INITIALS

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The Chairman introduced the Members of the Board of Directors, Members of Committee(s) and other invitees present in the meeting physically and virtually or otherwise.

3. Condolence:

The meeting commenced with one minute's silence observed in memory of departed souls of all the persons who died in the natural calamities, terrorist attacks and other accidents for the period from last Annual General Meeting to this Annual General Meeting.

4. AGM Notice & Explanatory Statement:

The Company Secretary, informed the shareholders that the 35th Annual General Meeting was held physically and/or through Video Conferencing/Other Audio Visual Means (OAVM), in compliance with the circulars issued by Ministry of Corporate Affairs, the Government of India and the Securities and Exchange Board of India and that the Company had taken all feasible steps to ensure that the shareholders are provided an opportunity to participate in the 35th Annual General Meeting and vote and that an adequate videoconferencing facility and live webcast of the proceedings of this meeting had also been provided.

Proxy register was placed at AGM and was initialed by the Chairman, he declared that 19 proxies (valid) covering 57,14,260 Ordinary Equity Shares and 9,45,246 DVR Equity Shares were recorded by the Company.

He further informed that the Notice convening the 35th Annual General Meeting was circulated well in advance as per legal requirement and the same together with the Explanatory Statement were taken as read with permission of the meeting and the Chairman. The proposal was agreed to by all present at the meeting.

A) Ordinary Business

1. Adoption of Financial Statements for FY 2021-22:

The Chairman placed before the meeting Item No. 1 of the Notice regarding adoption of Financial Statements for FY 2021-22 of the Company for consideration of meeting:

The Chairman invited queries/speakers from the Shareholders present on 35th Annual Report 2021-22 and any aspects on company in the year 2021-22. Since there were no registered speaker shareholders and no queries were received in advance as requested in the AGM Notice and Notes from the Shareholders with respect to the 35th Annual Report, Operations of the Company, etc., the Chairman placed the Financial Statements for FY 21-22 before meeting for adoption.

Remote E-voting had already taken place on the item through NSDL platform. The Chairman announced that Poll facility was available at the venue of the meeting for those shareholders who were unable to vote due to bandwidth and connectivity issues and he had already appointed Ms. Amrita Nautiyal, Practising Company Secretary, as Scrutineer for the conduct of poll at meeting venue.

"RESOLVED THAT the Standalone Balance Sheet as at 31st March, 2022, Standalone Profit & Loss account, Standalone Cash Flow Statement and Consolidated Balance Sheet as at 31st March, 2022, Consolidated Profit & Loss account and Consolidated Cash Flow Statement for the year ended on even date together with Schedules, Notes thereon and the reports of Board of Directors and Auditors thereon placed before the



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meeting and initialed by the Chairman for identification purpose, be and are hereby adopted as the Financial Statements for the year 2021-22".

The Chairman then said that e-voting results shall be declared in due course for the above resolution simultaneously for all resolutions through Stock Exchanges and Company's website within time prescribed therefor.

a) Resolution was passed as an Ordinary Resolution, voting results of e-voting by the Scrutineer's Report as follows:

	No. of Members who cast their votes through remote e-voting	No. of votes cast through remote e-voting	No. of Members who cast their votes through e-voting at the AGM	No. of votes cast through e-voting at the AGM	Total valid confirmations of remote e-voting and e-voting at the AGM	Total votes cast	Percentage of total votes cast (%)
Votes cast in favour of the resolution	1,735	15,14,81,930.7	9	39,54,426.7	1,744	15,54,36,357.4	99.97
Votes cast against the resolution	31	9,600.8	1	33,098	32	42,698.8	0.03
Total	1,766	15,14,91,531.5	10	39,87,524.7	1,776	15,54,79,056.2	100

The results were declared on Friday, 30th September, 2022 and disseminated through Company's website and NSE/BSE uploading simultaneously.

b) Later based on Report of Scrutinizer the resolution was declared passed as an '**Ordinary Resolution**' by the Chairman.

2. Reappointment of Shri. Ajit B. Jain, (DIN-00053299)

The Chairman placed before the meeting Item No. 2 of Notice regarding reappointment of Shri. Ajit B. Jain, (DIN-00053299), as Director for consideration of meeting.

Remote E-voting had already taken place on the item through NSDL platform. The Chairman announced that Poll facility was available at the venue of the meeting for those shareholders who were unable to vote due to bandwidth and connectivity issues and he had already appointed Ms. Amrita Nautiyal, Practising Company Secretary, as Scrutineer for the conduct of poll at meeting venue.



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"RESOLVED pursuant to provisions of Section 152 (6) of the Companies Act, 2013, **THAT** Shri. Ajit B. Jain, (DIN-00053299), Director, who retires by rotation, being eligible, be and is hereby reappointed as Director of the Company".

The Chairman then said that e-voting results shall be declared in due course for the above resolution simultaneously for all resolutions through Stock Exchanges and Company's website within time prescribed therefor.

a) Resolution was passed as an Ordinary Resolution, voting results of e-voting by the Scrutineer's Report as follows:

	No. of Memb ers who cast their votes throu gh remot e e- voting	No. of votes cast through remote e-voting	No. of Memb ers who cast their votes throu gh e- voting at the AGM	No. of votes cast through e-voting at the AGM	Total valid confirmat ions of remote e-voting and e-voting at the AGM	Total votes cast	Percen tage of total votes cast (%)
Votes cast in favour of the resolut ion	1,697	13,82,88,82 0	9	39,54,426. 7	1,706	14,22,43,24 6.7	91.49
Votes cast again t the resolut ion	68	1,32,02,206 .5	1	33,098	69	1,32,35,304. 5	8.51
Total	1,765	15,14,91,0 26.5	10	39,87,524 .7	1,775	15,54,78,5 51.2	100

The results were declared on Friday, 30th September, 2022 and disseminated through Company's website and NSE/BSE uploading simultaneously.

b) Later based on Report of Scrutinizer the resolution was declared passed as an '**Ordinary Resolution**' by the Chairman.

B) Special Business

3. Ratification of Remuneration of Cost Auditors for Financial Year ending 31st March 2022

The Chairman placed before the meeting Item No. 3 of Notice regarding Ratification of Remuneration of Cost Auditors for Financial Year ending 31st March 2022 for consideration of meeting.

Remote E-voting had already taken place on the item through NSDL platform. The Chairman announced that Poll facility was available at the venue of the meeting for those shareholders who were unable to vote due to bandwidth and connectivity issues and he had already appointed Ms. Amrita Nautiyal, Practising Company Secretary, as Scrutineer for the conduct of poll at meeting venue.


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"RESOLVED pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, including any amendment, modification or variation thereof, **THAT** the members do hereby ratify the action of the Board of Directors of the Company of approving, (on recommendation of the Audit Committee), the remuneration of ` 500,000 of M/s D. C. Dave & Co, Cost Auditor(s) (FRN: 000611) to conduct the audit of the cost records maintained by the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended, for the Financial Year ending 31st March 2022."

The Chairman then said that e-voting results shall be declared in due course for the above resolution simultaneously for all resolutions through Stock Exchanges and Company's website within time prescribed therefor.

a) Resolution was passed as an Ordinary Resolution, voting results of e-voting by the Scrutineer's Report as follows:

	No. of Members who cast their votes through remote e-voting	No. of votes cast through remote e-voting	No. of Members who cast their votes through e-voting at the AGM	No. of votes cast through e-voting at the AGM	Total valid confirmations of remote e-voting and e-voting at the AGM	Total votes cast	Percentage of total votes cast (%)
Votes cast in favour of the resolution	1,761	15,14,72,87 3.8	9	39,54,426. 7	1,725	15,54,27,30 0.5	99.97
Votes cast against the resolution	45	13,064.6	1	33,098	46	46,162.6	0.03
Total	1,761	15,14,85,9 38.4	10	39,87,524 .7	1,771	15,54,73,4 63.1	100

The results were declared on Friday, 30th September, 2022 and disseminated through Company's website and NSE/BSE uploading simultaneously.

b) Later based on Report of Scrutinizer the resolution was declared passed as an '**Ordinary Resolution**' by the Chairman.

4. Payment of Commission to Independent/Non-Executive Directors

The Chairman placed before the meeting Item No. 4 of Notice regarding Payment of Commission to Independent/Non-Executive Directors.

Remote E-voting had already taken place on the item through NSDL platform. The Chairman announced that Poll facility was available at the venue of the meeting for


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those shareholders who were unable to vote due to bandwidth and connectivity issues and he had already appointed Ms. Amrita Nautiyal, Practising Company Secretary, as Scrutineer for the conduct of poll at meeting venue.

"RESOLVED pursuant to Section 197 and such other provisions of the Companies Act, 2013 as may be applicable **THAT** consent of the Company be and is hereby accorded to the Board of Directors of the Company in consultation with the Nomination and Remuneration Committee to remunerate the Independent/Non-Executive Directors and Nominee Directors of the Company by means of a commission upto a level of 1% (One Percent) per annum of net profits calculated under the provisions of Section 198 of the Companies Act 2013 for a period of 5 years beginning 1st April 2022, such that those Independent/Non- Executive Directors and Nominee Directors who have remained appointed for at least nine months out of twelve months of the financial year shall be eligible for the purpose by way of commission for the relevant financial year.

RESOLVED FURTHER THAT the inter se amount/ allocation of remuneration for each of the Independent/Non-Executive Directors and Nominee Directors shall be decided by the Board of Directors or Nomination and Remuneration Committee based on a predefined criteria for each of the financial year to be set out by the Board of Directors and Nomination and Remuneration Committee, which, may include factors like presence of such Director at Board or Committee meetings during the relevant financial year and other similar factors.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorised to take such steps as may be necessary and desirable to give effect to this resolution."

The Chairman then said that e-voting results shall be declared in due course for the above resolution simultaneously for all resolutions through Stock Exchanges and Company's website within time prescribed therefor.

a) Resolution was passed as a Special Resolution, voting results of e-voting by the Scrutineer's Report as follows:

	No. of Members who cast their votes through remote e-voting	No. of votes cast through remote e-voting	No. of Members who cast their votes through e-voting at the AGM	No. of votes cast through e-voting at the AGM	Total valid confirmations of remote e-voting and e-voting at the AGM	Total votes cast	Percentage of total votes cast (%)
Votes cast in favour of the resolution	1,661	14,25,95,652.3	9	39,54,426.7	1,670	14,65,50,079	99.14
Votes cast	100	12,32,446.2	1	33,098	101	12,65,544.2	0.86


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against the resolution							
Total	1,761	14,38,28,098.5	10	39,87,524.7	1,771	14,78,15,623.2	100

The results were declared on Friday, 30th September, 2022 and disseminated through Company's website and NSE/BSE uploading simultaneously.

b) Later based on Report of Scrutinizer the resolution was declared passed as a '**Special Resolution**' by the Chairman.

5. Address to Shareholders

Shri Ashok B. Jain, Chairman and Shri Anil B. Jain, Vice Chairman and Managing Director addressed the shareholders about business and progress of the Company during FY 2022 and year to date.

6. Overall summary of voting for AGM Resolutions as per Scrutinizer's report:

Resolution Number	No. of Shareholders (Equity + DVR)		No. of Shares (Equity + DVR)		Total Valid confirmations of e-voting and voting at the AGM	Total No. of Shares (Equity + DVR)
	E-voting	Voting at the AGM	E-voting	Voting at the AGM		
Resolution 1	1,776	10	15,14,91,531.5	39,87,524.7	1,776	15,54,79,056.2
Resolution 2	1,765	10	15,14,91,026.5	39,87,524.7	1,775	15,54,78,551.2
Resolution 3	1,761	10	15,14,85,938.4	39,87,524.7	1,771	15,54,73,463.1
Resolution 4	1,761	10	14,38,28,098.5	39,87,524.7	1,771	14,78,15,623.6

7. Quorum:

The Chairman confirmed that the requisite quorum was present throughout the meeting.

8. Vote of Thanks:

The Meeting concluded with vote of thanks to Chairman proposed by Shri Atul B Jain, Chief Financial Officer and adopted by the meeting wholeheartedly at 12:00 PM.

9. National Anthem:

Meeting concluded with the National Anthem by all those present.

Place of Signature: Jalgaon

Date of Signature: 12th October, 2022


Chairman

CHAIRMAN'S INITIALS