

VARUNA MITTAL & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZERS REPORT

To

The Chairman

JK Urbanscapes Developers Limited

(formerly known as J. K. Cotton Limited)

Kamla Tower, Kanpur Uttar Pradesh 208001

Sub: Scrutinizers' Report on postal ballot by way of remote e-voting/Voting by electronic means ("e-voting") conducted in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time in respect of passing of the resolutions contained in the Notice dated February 01, 2025

Dear Sir,

I, Varuna Mittal, Proprietor of M/s. Varuna Mittal & Associates, Company Secretaries having office at A 14, Naya Bazar, Najafgarh, New Delhi-110043, was appointed as Scrutinizer by the Board of Directors of **JK Urbanscapes Developers Limited** (formerly known as J. K. Cotton Limited) for scrutinizing the postal ballot by way of e-voting means in respect of passing of the resolutions contained in the Postal ballot Notice dated February 01, 2025 ("**Notice**") in a fair and transparent manner.

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder relating to postal ballot by way of e-voting means.
2. My responsibility as scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolutions contained in the Notice, based on the data downloaded from website of Central Depository Services (India) Limited ("CDSL"), i.e. www.evotingindia.com, authorised agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process i.e. Wednesday, March 12, 2025 at 5:00 P.M. (IST).
3. The Members of the Company as on the "**cut-off date**" i.e. Friday, January 31, 2025 were entitled to vote on the proposed resolutions to be passed through postal ballot by way of e-voting means as set-out in the Notice of Postal Ballot and their shareholding as on cut-off date has been reckoned for the purpose of arriving at the results of the postal ballot.

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4. The e-voting period remained open from Tuesday, February 11, 2025 at 9:00 A.M. (IST) and ended at the close of working hours i.e. 5:00 P.M. (IST) on Wednesday, March 12, 2025 on the designated website of CDSL i.e. www.evotingindia.com.
5. On Monday, February 10, 2025, the Company had completed the dispatch of Postal Ballot notice to those Members whose name(s) appeared in the Register of Members/ List of beneficial owners as on the cut-off date i.e. January 31, 2025 received from Company/ Depositories/ Depository Participants/ Company's Registrars and Transfer Agents ('RTA') i.e., Alankit Assignments Limited. Pursuant to the MCA Circulars, the Company had dispatched the notice through e-mails only. The Company has not dispatched the postal ballot notice to those members whose e-mail IDs were not registered with the Company and/or Depositories. However, the Company had also given an option in the Postal Ballot Notice, which was uploaded on the website of the Company (www.jkurbanscapes.com), CDSL i.e. www.evotingindia.com and also published by way of newspaper advertisements dated February 04, 2025, in all editions of "Business Standard" (English Edition), and Kanpur edition of "Aaj" (Hindi Edition) to the members to register their email id's with the Company and/ or their depository participants.
6. In view of relaxation given by Ministry of Corporate Affairs, the Company has not dispatched physical ballot. Further, the Company has also not received any physical ballot form and accordingly, voting done through e-voting means only was considered for this report.
7. As per rule 20 read with rule 22 of the Companies (Management and Administration) Rules, 2014, Newspaper Advertisements with respect to Postal Ballot Notice were published by the Company all editions of "**Business Standard**" (English Edition), and Kanpur edition of "**Aaj**" (Hindi Edition) on February 11, 2025 informing about the completion of dispatch of Postal Ballot notice to those Members who registered their e-mail id's with the depositories or with RTA of the Company.
8. I had monitored the process of e-voting through the scrutinizer's secured link provided by CDSL through its designated website.
9. After completion of e-voting on March 12, 2025, votes cast by the Members, were unblocked in the presence of two witnesses i.e. Ms. Rinky Chauhan R/o 433- A, Nyay Khand -3, Indirapuram, Ghaziabad 201014 and Mr. Shubham Jain R/o P-7/4, Residential Colony KV No. 3, Naraina, New Delhi 110010 who are not in the employment of the Company.

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10. The electronic data/records related to e-voting have been maintained and are under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely.
11. Votes casted by the members through e-voting were reconciled with the records maintained by the RTA of the Company and authorizations, if any, lodged with the Company.
12. This report is based on votes casted through e-voting, which was downloaded from the website of CDSL i.e. www.evotingindia.com.
13. After ascertaining the votes casted by e-voting, I hereby submit the result as under:

---Result to follow---

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ITEM NO. 1: APPROVAL OF THE 'JKU EMPLOYEE STOCK OPTION PLAN 2025' ('ESOP 2025' / "PLAN") (AS A SPECIAL RESOLUTION):

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	49	56565856
Less	Number of Members & Invalid/Rejected Votes	0	0
Less	Number of Members & abstained from voting	0	0
Less	Number of Members & Votes not exercised/Partially exercised	0	0
	No. of Valid Votes Cast	49	56565856

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	47	56565618	100%
Against	2	238	0%
Total	49	56565856	100%

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ITEM NO. 2: APPROVAL FOR GRANT OF EMPLOYEE STOCK OPTIONS TO THE EMPLOYEES OF SUBSIDIARY(IES) COMPANY OF THE COMPANY UNDER 'JKU EMPLOYEE STOCK OPTION PLAN 2025' ("ESOP 2025"/ "PLAN") (AS A SPECIAL RESOLUTION):

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	49	56565856
Less	Number of Members & Invalid/Rejected Votes	0	0
Less	Number of Members & abstained from voting	0	0
Less	Number of Members & Votes not exercised/Partially exercised	0	0
	No. of Valid Votes Cast	49	56565856

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	47	56565618	100%
Against	2	238	0%
Total	49	56565856	100%

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ITEM NO. 3: APPROVAL OF GRANT OF EMPLOYEE STOCK OPTION EQUAL OR MORE THAN 1% OF ISSUED CAPITAL TO THE IDENTIFIED EMPLOYEES (AS A SPECIAL RESOLUTION):

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	49	56565856
Less	Number of Members & Invalid/Rejected Votes	0	0
Less	Number of Members & abstained from voting	0	0
Less	Number of Members & Votes not exercised/Partially exercised	0	0
	No. of Valid Votes Cast	49	56565856

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	47	56565618	100%
Against	2	238	0%
Total	49	56565856	100%

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14. Based on the aforesaid results, the resolutions as mentioned above shall be deemed to have been passed with requisite majority, on March 12, 2025, being the last date of E-voting for the Members of the Company. Therefore, the Chairman or any other person authorized by him may accordingly declare the result of Postal Ballot process.

Thanking You,
Yours faithfully,

For Varuna Mittal & Associates
Company Secretaries
FRN: S2020DE762400
Peer Review Certificate No.: 2745/2022

Varuna Mittal
Membership No.: 57727
Certificate of Practice No.: 23575
UDIN: A057727F004105958

Date: 17.03.2025
Place: Delhi

Countersigned by:
For and on behalf of
JK Urbanscapes Developers Limited
(formerly known as J. K. Cotton Limited)

Swati Srivastava
Company Secretary
(Authorized by the Chairman)