

REGD. OFFICE:

"NEELAM CENTRE", 'B WING, 4TH FLR., HIND CYCLE ROAD, WORLI, MUMBAI - 400 030. PHONE: 022-2482 2222 / 2493 0918 FAX: 022-2493 0534 / 2493 9633

e-mail: info@jbcpl.com Website: www.jbcpl.com CIN: L24390MH1976PLC019380

RESULT OF VOTING ON THE BUSINESS TRANSACTED AT THE ANNUAL GENERAL MEETING HELD ON 15-09-2014

The 38th Annual General Meeting of J.B. Chemicals & Pharmaceuticals Limited ("Company") was held on Monday, September 15, 2014 at Rama Watumull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai 400 020 at 3.30 p.m. pursuant to notice dated August 5, 2014 ("Notice") issued to the members of the Company.

As per the Companies Act, 2014 and Companies (Management and Administration) Rules, 2014 read with Clause 35B of the Listing Agreement, the Company provided e-voting voting facility in respect of all the businesses/proposed resolutions set out in the Notice. The e-voting commenced on Tuesday, September 9, 2014 at 9.00 a.m. and ended on Thursday, September 11, 2014 at 6.00 p.m. The board of directors had appointed Mr. Ashish C. Bhatt, proprietor of Ashish Bhatt & Associates, Company Secretaries ("the said Scrutinizer"), to scrutinize the e-voting process in a fair and transparent manner, who has submitted his report dated September 11, 2014 on outcome of e-voting.

At the annual general meeting, the members who did not vote through e-voting were provided an opportunity to vote, on all the businesses/resolutions set out in the Notice, through ballot process on 'One-Share One-Vote' basis, as clarified through General Circular 20/2014 dated June 17, 2014 issued by the Government of India, Ministry of Corporate Affairs. The board directors of the Company had appointed the said Scrutinizer to scrutinise the voting process at the meeting in a fair and transparent manner. The said Scrutinizer has submitted his report dated September 15, 2014 on the outcome of the physical voting at the annual general meeting.

Based on the reports of the said Scrutinizer referred above on the outcome of e-oting/physical voting, the combined result of the above referred voting is as under:

Details of the Agenda:

(1)

Agenda items	Resolution required	Mode of Voting
Adoption of audited accounts for the year ended on March 31, 2014, and reports of Directors & Auditors' thereon.	Ordinary resolution	e-voting/through ballot at the AGM

Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes
Public	shares held	votes	polled on	votes – in	votes –	in favour on	against on
		polled	outstanding	favour	against	votes polled	votes polled
	4.5	·	shares			•	1
	(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5)/(2)]*
			[(2)/(1)]*			* 100	100
7			100				
Promoter and	47315787	47312787	99.99	47312787	0	100.00	0.00
Promoter							
Group							
Public –	5651677	2630720	46.55	2630720	0	100.00	0.00
Institutional						100.00	0.00
holders							
Public –	31802286	652148	2.05	652148	0	100.00	0.00
Others			55	032140	,	100.00	0.00
Total	84769750	50595655	59.69	50595655	0	100.00	0.00



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(2)

Agenda items	Resolution required	Mode of Voting
Declaration of a dividend on equity shares.	Ordinary resolution	e-voting/through ballot at the AGM

Combined voting result:

(3)				2022000		100.00	0.00
Total	84769750	50595655	59.69	50595655	0	100.00	0.00
Others			5	V32140	0	100.00	0.00
Public –	31802286	652148	2.05	652148	0	100.00	0.00
holders		ĺ	i				
Institutional					Ŭ	100.00	0.00
Public –	5651677	2630720	46.55	2630720	0	100.00	0.00
Group							
Promoter					V	100.00	0.00
Promoter and	47315787	47312787	99.99	47312787	0	100.00	0.00
			100			* 100	100
	` `		[(2)/(1)]*	(1)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)]*
	(1)	(2)	(3) =	(4)	(5)	(6) [(4) ((0)]	(7) - 5(5) /(0)3:::
		Pozec	shares	lavour	against	votes polled	votes polled
	100	polled	polled on outstanding	votes – in favour	votes –	in favour on	against on
Public	shares held	votes	1	No. of	No. of	% of votes	% of votes
Promoter/	No. of	No. of	% of votes), C	T		

(3)

Agenda items	Resolution required	Mode of Voting
Appointment of Mr. Shirish B. Mody as a director.	Ordinary resolution	e-voting/through ballot at the AGM

Total	84769750	50595655	59.68				
Public – Others	31802286	652148	2.05	652148	0	100.00	0.00
holders							
Public – Institutional	5651677	2630720	46.55	2630720	0	100.00	0.00
Promoter Group			99.99	47312787	0	100.00	0.00
Promoter and	47315787	47312787	[(2)/(1)]* 100 99.99	47210707		* 100	100
	(1)	(2)	shares (3) =	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5)/(2)]*
T GOIL	Silates field	votes polled	polled on outstanding	votes – in favour	votes – against	in favour on votes polled	against on votes polled
Promoter/ Public	No. of shares held	No. of	% of votes	No. of			% of votes



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(4)

Agenda items	Resolution required	Mode of Voting
Appointment of Mr. Kamlesh L. Udani as a director.	Ordinary resolution	e-voting/through ballot at the AGM

Combined voting result:

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	$ \begin{array}{rcl} (3) & = \\ [(2)/(1)]^* \\ 100 \end{array} $	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	47315787	47312787	99.99	47312787	0	100.00	0.00
Public – Institutional holders	5651677	2630720	46.55	2630720	0	100.00	0.00
Public – Others	31802286	652148	2.05	652148	0	100.00	0.00
Total	84769750	50595655	59.69	50595655	0	100.00	0.00

(5)

Agenda items	Resolution required	Mode of Voting
Appointment of J.K. Shah & Co – Chartered Accountants, as auditors of the company.	Ordinary resolution	e-voting/through ballot at the AGM

No of	NT _o -C	0/ 0	137	T		
			No. of	No. of	% of votes	% of votes
snares neid			votes – in	votes -	in favour on	against on
	polled	outstanding	favour	against	votes polled	votes polled
		shares		"	r	, otto poned
(1)	(2)	(3) = 1	(4)	(5)	(6)=[(4) /(2)]	(7) - [(E) /(2)]*
	` ,		(-)			(7)=[(5)/(2)]*
					100	100
47315787	47312797		4724 0707			
17515707	4/312/0/	99.99	4/312/8/	0	100.00	0.00
				i		
5651677	2630720	46.55	2630720	0	100.00	0.00
				,	100.00	0.00
			İ			
31802286	652148	2.05	652140	 	100.00	
	332110	2.03	034148	V	100.00	0.00
84769750	50595655	50 60	ENENE CEE		400.00	0.00
	No. of shares held (1) 47315787 5651677 31802286 84769750	shares held votes polled (1) (2) 47315787 47312787 5651677 2630720 31802286 652148	shares held votes polled on outstanding shares (1) (2) (3) = [(2)/(1)]* 100 47315787 47312787 99.99 5651677 2630720 46.55 31802286 652148 2.05	shares held votes polled on outstanding shares (2) (3) = (4) (2)/(1)]* 100 47315787 47312787 99.99 47312787 5651677 2630720 46.55 2630720 31802286 652148 2.05 652148	shares held votes polled on outstanding shares (2) (3) = (4) (5) (5) (7) (47315787 47312787 99.99 47312787 0 (5) (652148 2.05 652148 0 (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	shares held votes polled on outstanding shares (1) (2) (3) = (4) (5) (6)=[(4)/(2)] * 100 47315787 47312787 99.99 47312787 0 100.00 5651677 2630720 46.55 2630720 0 100.00 31802286 652148 2.05 652148 0 100.00



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(6)

Agenda items	Resolution required	Mode of Voting
Appointment of Ms. Krupa R. Gandhi as Independent Director.	Ordinary resolution	e-voting/through ballot at the AGM

Combined voting result:

		0/ -C	No. of	No. of	Promoter/
of No. of % of votes % of votes	í I		votes	shares held	Public
1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	votes – in	polled on		Silares lielu	
against votes polled votes polled	favour	outstanding	polled		
		shares	(2)	(1)	
	(4)	(3) =	(2)	(1)	
* 100 100		[(2)/(1)]*			
		100		47245707	Promoter and
787 0 100.00 0.00	47312787	99.99	47312787	47315787	Promoter and
			ļ		
					Group
720 0 100.00 0.00	2630720	46.55	2630720	5651677	Public –
0.00					Institutional
					holders
48 0 100.00 0.00	652148	2.05	652148	31802286	
48 0 100.00 0.00	032140				Others
655 0 100.00 0.00	50595655	59.69	50595655	84769750	Total
100.00	652148 50595655	2.05 59.69			Public – Others

(7)

Agenda items	Resolution required	Mode of Voting
Appointment of Mr. Jashvantrai B. Joshi as Independent Director.	Ordinary resolution	e-voting/through ballot at the AGM

Promoter/	No. of	No. of	0/ 6		T. — — —		
Public	shares held		1 - 02 +000	No. of	No. of		% of votes
1 done	Shares held	votes	polled on	votes – in	votes -	in favour on	against on
		polled	outstanding	favour	against	votes polled	votes polled
	(1)	(0)	shares				•
	(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5)/(2)]*
			[(2)/(1)]*		ĺ	* 100	100
Danie	4504550		100				
Promoter and	47315787	47312787	99.99	47312787	0	100.00	0.00
Promoter							0.00
Group							
Public –	5651677	2630720	46.55	900000	1730720	34.21	65.79
Institutional					1730720	57.21	03.79
holders							
Public –	31802286	652148	2.05	652148	0	100.00	
Others			2.03	032170	' '	100.00	0.00
Total	84769750	50595655	59.69	48864935	1720720	06.50	
			37.07	40004935	1730720	96.58	3.42



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(8)

Agenda items	Resolution required	Mode of Voting
Appointment of Mr. Durga Dass Chopra as Independent Director.	Ordinary resolution	e-voting/through ballot at the AGM

Combined voting result:

(0)				20304330	41111/	77.58	0.42
Total	84769750	50595655	59.69	50384538	211117	99.58	0.40
Others			2.30	032130	10	100.00	0.00
Public –	31802286	652148	2.05	652138	10	100.00	0.00
holders			1				
Institutional						71.70	0.02
Public –	5651677	2630720	46.55	2419613	211107	91.98	8.02
Group							
Promoter					, ,	100.00	0.00
Promoter and	47315787	47312787	99.99	47312787	0	100.00	0.00
			100			100	100
	` ′		[(2)/(1)]*		(3)	(6)=[(4)/(2)] * 100	$(7)=[(5)/(2)]^*$
	(1)	(2)	(3) =	(4)	(5)	(6)-[(4)/(2)]	(7) — ((E) /(0)) +
		1	shares	lavoui	against	votes polled	votes polled
		polled	outstanding	favour	1	in favour on	against or
Public	shares held	votes	polled on	votes – in	votes –		
Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes	0/ - C

(9)

Agenda items	Resolution required	Mode of Voting
Appointment of Dr. Satyanarain Agarwala as Independent Director.	Ordinary resolution	e-voting/through ballot at the AGM

Promoter/	No. of) T	Ta	r			
1		No. of	% of votes	No. of	No. of	% of votes	% of votes
Public	shares held	Votes	Polled on	Votes - in	Votes –	in favour on	against on
		polled	outstanding	favour	against	votes polled	votes polled
			shares		8	rotes poded	votes poned
	(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]	(7)-[(5) /(2)]*
			[(2)/(1)]*	(-)	(3)	* 100	(7)=[(5)/(2)]*
			100		1	. 100	100
Promoter and	47315787	47312787	99.99	47210707		100.00	
Promoter	17313707	4/312/0/	99.99	47312787	0	100.00	0.00
Group							
					ĺ		
Public –	5651677	2630720	46.55	2630720	0	100.00	0.00
Institutional					Ĭ	100.00	0.00
holders							
Public –	31802286	652148	2.05	652148		100.00	
Others	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	332110	2.00	032146	0	100.00	0.00
Total	84769750	50595655	59.69	50595655	0	100.00	0.00



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(10)

Agenda items	Resolution required	Mode of Voting	
Appointment of Mr. Rajiv C. Mody as Independent Director.	Ordinary resolution	e-voting/through ballot at the AGM	

Combined voting result:

Total	84769750	50595655	59.69	48864935	1730720	96.58	3.42
Others				032148	0	100.00	0.00
Public –	31802286	652148	2.05	652148		100.00	0.00
holders				;			
Public – Institutional	5651677	2630720	46.55	900000	1730720	34.21	65.79
Group	5 4 5 4 4 5 5						
Promoter		1/312/0/	77.77	4/312/6/	U	100.00	0.00
Promoter and	47315787	47312787	99.99	47312787	0	100.00	0.00
			[(2)/(1)]* 100			* 100	100
	(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5)/(2)]*
	(4)		shares		Samuel	votes poned	votes poned
		polled	outstanding	favour	against	votes polled	votes polled
Public	shares held	votes	polled on	votes – in	votes –	in favour on	against on
Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes

(11)

Agenda items	Resolution required	Mode of Voting
Appointment of Dr. Niranjan N. Maniar as Independent Director.	Ordinary resolution	e-voting/through ballot at the AGM

Promoter/	No. of	No. of	% of votes	NI. C	INT 6		
Public	l _	1		No. of	No. of	% of votes	% of votes
I UDIIC	shares held	votes	polled on	votes – in	votes –	in favour on	against on
		polled	outstanding	favour	against	votes polled	votes polled
			shares		"	.	r
	(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5) /(2)]*
		, ,	(2)/(1)*			* 100	(7)=[(5)/(2)]* 100
i			100		:	100	100
Promoter and	47315787	47312787	99.99	47312787		400.00	
Promoter	.,015,07	17312707	22.22	4/312/8/	0	100.00	0.00
Group							
Public –	5/54/77	0.00500					
	5651677	2630720	46.55	2419613	211107	91.98	8.02
Institutional							
holders	i						
Public –	31802286	652148	2.05	652148	0	100.00	0.00
Others		332110	2.03	032146	U	100.00	0.00
Total	84769750	50595655	59.69	50384548	211107	99.58	0.42



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(12)

Agenda items	Resolution required	Mode of Voting
Appointment of Mr. Mahesh K. Shroff as Independent Director.	Ordinary resolution	e-voting/through ballot at the AGM

Combined voting result:

Promoter/	No. of	No. of	0/	137	T	T	
Public	shares held		1	No. of	No. of	% of votes	% of votes
	SHARES HEIG	votes	polled on	votes – in	votes –	in favour on	against on
		polled	outstanding	favour	against	votes polled	votes polled
	(1)	(a)	shares				•
	(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5)/(2)]*
			[(2)/(1)]*			* 100	100
D	4=2.5===		100				
Promoter and	47315787	47312787	99.99	47312787	0	100.00	0.00
Promoter							0.00
Group							
Public –	5651677	2630720	46.55	2419613	211107	91.98	0.00
Institutional				2117013	211107	91.98	8.02
holders							
Public –	31802286	652148	2.05	652148		100.00	
Others		322110	2.03	032140	0	100.00	0.00
Total	84769750	50595655	59.69	50384548	211107	99.58	0.42

(13)

Agenda items	Resolution required	Mode of Voting
Approval for Payment of remuneration to non-executive directors.	Ordinary resolution	e-voting/through ballot at the AGM

Total	04/09/50	50595655	59.69	50592394	3261	99.99	0.01
Total	84769750	FOFOFCEE					
Others				0.10007	5201	99.50	0.50
Public _	31802286	652148	2.05	648887	3261	99.50	0.50
holders							
Institutional							
	30310//	2630720	46.55	2630720	0	100.00	0.00
Public –	5651677	0(20720					
Group		Í					,
Promoter	17515707	7/312/0/	99.99	47312787	0	100.00	0.00
Promoter and	47315787	47312787	99.99	4724 0707			
			100			* 100	100
	(-)	(2)	[(2)/(1)]*	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5)/(2)]*
	(1)	(2)	(3) =	(4)	(5)	(6) 5(4) (6) 5	
		Force	shares	lavoul	against	votes polled	votes polled
		polled	outstanding	favour	1	in favour on	against on
Public	shares held	votes	polled on	votes – in	votes –		
Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes



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(14)

Agenda items	Resolution required	Mode of Voting
Approval for alteration to the Articles of Association	Special resolution	e-voting/through ballot at the AGM

Combined voting result:

1 Otal	84769750	50424876	59.48	50384548	40328	99.92	0.08
Others Total				652148	0	100.00	0.00
Public –	31802286	652148	2.05	652149		400.00	
Public – Institutional holders	5651677	2459941	43.53	2419613	40328	98.36	1.64
Promoter and Promoter Group	47315787	47312787	99.99	47312787	0	100.00	0.00
Promoter/ Public	No. of shares held (1)	No. of Votes polled (2)	Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes – in favour (4)	1 - 101	% of votes in favour on votes polled (6)=[(4)/(2)] * 100	% of votes against on votes polled (7)=[(5)/(2)]* 100

(15)

Agenda items	Resolution required	Mode of Voting		
Approval for place of keeping register of members.	Special resolution	e-voting/through ballot at the AGM		

Promoter/	No. of	No. of	% of votes	NT C	1.7		
Public	shares held	1	1	No. of	No. of	% of votes	% of votes
1 done	snares neid	votes	polled on	votes – in	votes –	in favour on	against on
		polled	outstanding	favour	against	votes polled	votes polled
			shares			•	
	(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5)/(2)]*
			[(2)/(1)]*		(-)	* 100	100
			100			100	100
Promoter and	47315787	47312787	99.99	47312787	0	100.00	0.00
Promoter			77.77	4/312/0/	U	100.00	0.00
Group							
Public –	5651677	2630720	46.55	2630720	0	100.00	0.00
Institutional			10.00	2030720	ı o	100.00	0.00
holders							
Public –	31802286	652148	2.05	652138	10	100.00	0.00
Others		11210	2.03	032136	10	100.00	0.00
Total	84769750	50595655	59.69	50595645	10	100.00	0.00



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(16)

Agenda items	Resolution required	Mode of Voting
Approval for borrowing limit upto Rs. 1500 crores.	Special resolution	e-voting/through ballot at the AGM

Combined voting result:

Promoter/	No. of	No. of votes	% of votes	NI C			
Public	shares held	polled		1	No. of	1	% of votes
	Silares field	Poned	polled on	votes – in	votes –	in favour on	against on
		(2)	outstandin	favour	against	votes polled	votes polled
	(1)	(2)	g shares				
	(1)		(3) =	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5)/(2)]*
III •			[(2)/(1)]*			* 100	100
Promoter	47245707	45040-0-	100				
and	47315787	47312787	99.99	47312787	0	100.00	0.00
Promoter							
Group							
Public –	5651677	2630720	46.55	2630720	0	100.00	0.00
Institutional		-	10.00	2030720	U	100.00	0.00
holders							
Public –	31802286	652148	2.05	649293	2855	99.56	0.44
Others			2.03	01/2/5	2033	99.50	0.44
Total	84769750	50595655	59.69	50592800	2855	99.99	0.01

(17)

Agenda items	Resolution required	Mode of Voting
Authorization to the board of directors to create mortgages/charges upto Rs. 1500 crores.	Special resolution	e-voting/through ballot at the AGM

Promoter/	No. of	No. of	0/ -6	NT C	\ \ T \ C	101	
Public	1		% of votes	No. of	No. of	% of votes	% of votes
Fuone	shares held	votes	polled on	votes – in	votes –	in favour on	against on
		polled	outstanding	favour	against	votes polled	votes polled
			shares		١	1	F
	(1)	(2)	(3) =	(4)	(5)	(6)=[(4)/(2)]	(7)=[(5)/(2)]*
		, ,	(2)/(1)*			* 100	100
			100			100	100
Promoter and	47315787	47312787	99.99	47312787		400.00	
Promoter	1.010,0,	17312707	77.99	4/312/6/	0	100.00	0.00
Group							
Public –	5754755						
-	5651677	2630720	46.55	2630720	0	100.00	0.00
Institutional							
holders		ļ					
Public –	31802286	652148	2.05	649293	2855	00.57	0.44
Others		332110	2.03	07/293	2055	99.56	0.44
Total	84769750	50595655	50.60	50500000			
2000	04/07/30	20232022	59.69	50592800	2855	99.99	0.01



REGD. OFFICE:

"NEELAM CENTRE", 'B' WING, 4TH FLR.,

HIND CYCLE ROAD, WORLI,

MUMBAI - 400 030.

PHONE: 022-2482 2222 / 2493 0918 FAX: 022-2493 0534 / 2493 9633

e-mail: info@jbcpl.com Website: www.jbcpl.com CIN: L24390MH1976PLC019380

(18)

Agenda items	Resolution required	Mode of Voting
Ratification of remuneration of cost auditor	Ordinary resolution	e-voting/through ballot at the AGM

Combined voting result:

Promoter/	No. of	No. of	0/ -6	NT C	137 -	T	
Public	1		% of votes	No. of	No. of	% of votes	% of votes
1 done	shares held	votes	polled on	votes – in	votes -	in favour on	against on
		polled	outstandin	favour	against	votes polled	votes polled
			g shares		8	Poned	votes poned
	(1)	(2)	(3) =	(4)	(5)	(6)-[(4) /(2)]	(7) - [(5) /(0)]*
1	. ,		[(2)/(1)]*	(1)		(6)=[(4)/(2)]	(7)=[(5)/(2)]*
						* 100	100
Promoter and	47245707	150.050	100				
	47315787	47312787	99.99	47312787	0	100.00	0.00
Promoter Group			·				0.00
Public _	5651677	2630720	46.55	2630720	0	100.00	0.00
Institutional			10.55	2030720	l o	100.00	0.00
holders							
Public - Others	31802286	652148	2.05	652133	15	100.00	0.00
Total	84769750	50595655	59.69	50595640			0.00
	007750	30373033	37.09	50595040	15	100.00	0.00

Accordingly, all the businesses/resolutions placed before the said annual general meeting pursuant to the Notice are duly approved/passed with requisite majority.

The above referred reports of the said Scrutinizer are enclosed.

For J.B.Chemicals & Pharmaceuticals Limited

Chairman and Managing Director

Place: Mumbai

Date: September 16, 2014

ASHISH BHATT & ASSOCIATES

Company Secretaries

227, 2nd Floor, Devashree Commercial Complex, Devashree Garden, R.W. Sawant Marg. Near Rutu Park, Majiwada, Thane (W) 400 601.

Tel.: 2172 3134 Telefax: 2172 3302 E-mail: amisi99@mtnl.net.in / amisi99.ashish@gmail.com

Scrutinizer's Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(XI) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

38th Annual General Meeting of the Equity Shareholders

Of J. B. Chemicals & Pharmaceuticals Limited to be held on 15th September, 2014 at 3.30 p.m. At Rama Watumull Auditorium, K. C. College, Dinshaw Wacha Road, Churchgate, Mumbai – 400020.

Dear Sir,

- I, Ashish C Bhatt, Proprietor of Ashish Bhatt & Associates, Company Secretaries, having its office at 227, Devashree Commercial Complex, Majiwada, Thane (W) 400601, have been appointed as Scrutinizer of J. B. Chemicals & Pharmaceuticals Limited ("the company") for the purpose of scrutinizing the e-voting process carried out as per the provisions of Companies act, 2013 and rule 20 of companies (Management and Administration) Rules 2014 on the below mentioned resolutions, at the 38th Annual General meeting of the Equity Shareholders of J. B. Chemicals & Pharmaceuticals Limited, to be held on 15th September 2014 at 3.30 p.m. at Rama Watumull Auditorium, K. C. College, Dinshaw Wacha Road, Churchgate, Mumbai 400020, Maharashtra. we submit our report as under:
- 1. The e-voting period remained open from September 9, 2014 (09.00 a.m.) to September 11, 2014 (6.00 p.m.).
- 2. The shareholders holding shares as on the "cut off" date August 1, 2014 were entitled to vote on the proposed resolutions (Item No.1 to 18 as sent out in the Notice of the 38th AGM of the Company).
- 3. The votes were unblocked on September 11, 2014 around 6.20 p.m.in the presence of two witnesses Ms. Pooja Panvelkar, residing at G-4, R. Panvelkar Nagari, Near Gaodevi Road, Badlapur (E), 421 504. and Mr.Kaustubh Kulkarni, residing at 15, Dwarkanath C.H.S., Gopal Nagar 2, Dombivali (E), 421201, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Pooja Panvelkar

Name: Kaustubh Kulkarni

- 4. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com)- ANNEXURE-A
- 5. The result of e-voting is as under
- (a) Resolution 1- Adoption of the Audited Statements of Accounts together with Directors' Report and also Auditors' Report for the year ended March 31, 2014
- (i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
145	50087719	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(b) Resolution 2- Declaration of dividend on equity shares.

through electronic voting system	cast by them % of total number of valid votes cast
145 50087	719 100%



(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(c) Resolution 3- Re-appointment of Mr. Shirish B. Mody, Director, who retires by rotaion.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
145	50087719	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A



(d) Resolution 4- Re-appointment of Mr. Kamlesh L. Udani, Director, who retires by rotaion.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
145	50087719	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(e) Resolution 5- Re-Appointment of M/s J. K. Shah & Co., Chartered Accountants, as Auditor of the company for the financial year ending on March 31, 2015.

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
145	50087719	100%



(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(f) Resolution 6- Appointment of Ms. Krupa R. Gandhi as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
145	50087719	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(g) Resolution 7- Appointment of Mr. Jashvantrai B. Joshi as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
127	48356999	96.54%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	1730720	03.46%

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A



(h) Resolution 8- Appointment of Mr. Durga Dass Chopra as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
140	49876602	99.58%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
5	211117	00.42%

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(i) Resolution 9- Appointment of Dr. Satyanarain Agarwala as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
145	50087719	100%



(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(j) Resolution 10- Appointment of Mr. Rajiv C. Mody as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
127	48356999	96.54%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
18	1730720	03.46%

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A
<u></u>	



(k) Resolution 11- Appointment of Dr. Niranjan N. Maniar as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
141	49876612	99.58%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
4	211107	00.42%

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	· N.A

(l) Resolution 12- Appointment of Mr. Mahesh K. Shroff as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
141	49876612	99.58%



(ii) Voted against the resolution:

Number of members voted through electronic voting system	·	% of total number of valid votes cast
4	211107	00.42%

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(m) Resolution 13- Approval of payment of remuneration to non-executive directors.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	·	% of total number of valid votes cast
144	50084869	99.99%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	•	% of total number of valid votes cast
1	2850	00.01%

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A



(n) Resolution 14- Approval of alteration to the Articles of Association.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
141	49876612	99.92%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
2	40328	00.08%

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(o) Resolution 15- Approval of place of keeping register of members of the company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
144	50087709	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	10	0



(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(p) Resolution 16- Pursuant to section 180(1)(C) of the Companies Act, 2013 Company approving the borrowing limits by the Board of Directors of the Company up to Rs. 1500 crores.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
144	50084869	99.99%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	2850	00.01%

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A



(q) Resolution 17- Pursuant to section 180(1)(a) of the Companies Act, 2013 for creating mortgage and/or charge for amount not exceeding Rs. 1500 Crore.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
144	50084869	99.99%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	2850	00.01%

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

(r) Resolution 18- Remuneration to Messrs. Kishor Bhatia & Associates, Cost Accountants, for the cost audit of the company for financial Year ending March 31, 2015

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
144	50087709	100%



(ii) Voted against the resolution:

Number of members voted N through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	10	0

(iii) Invalid votes:

Total Number of Member whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

6. The register, all the papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman consider, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

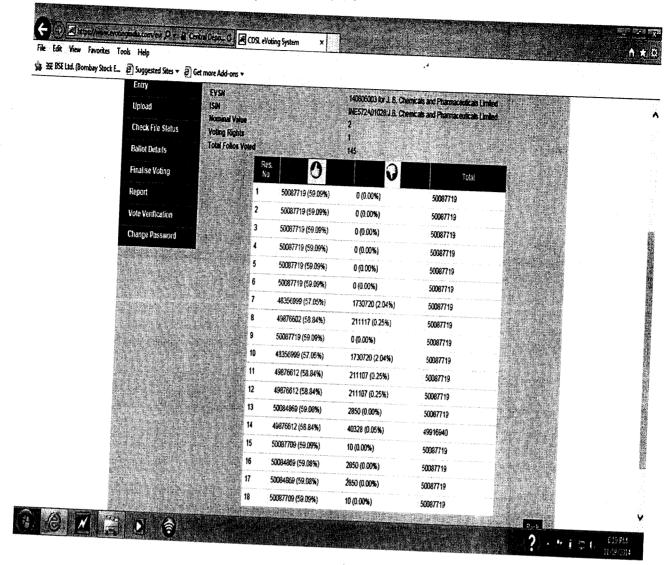
Place: Thane

Dated: September 11, 2014

Yours faithfully,

Ashish C. Bhatt Ashish Bhatt & Associates Company Secretaries





For ASHISH SHATT & ASSOCIATES COMPANY SECRETARIES

Bhatti C. SHATT



ASHISH BHATT & ASSOCIATES

Company Secretaries

27, 2nd Floor, Devashree Commercial Complex, Devashree Garden, R.W. Sawant Marg. Neár Rutu Park, Majiwada, Thane (W) 400 601.

Tel.: 2172 3134 Telefax: 2172 3302 E-mail: amisi99@mtnl.net.in / amisi99.ashish@gmail.com

FORM No. MGT-13 Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
38th Annual General Meeting of the Equity Shareholders
Of J. B. Chemicals & Pharmaceuticals Limited
Held on 15th September, 2014 at Rama Watumull Auditorium, K. C. College, Dinshaw Wacha Road, Churchgate, Mumbai – 400020.

Dear Sir,

- I, Ashish C Bhatt, Proprietor of Ashish Bhatt & Associates, Company Secretaries having its office at 227, Devashree Commercial Complex, Majiwada, Thane (W) 400601 have been appointed as Scrutinizer for the purpose of scrutinizing voting at the meeting conducted on one share one vote basis on the below mentioned resolutions, at the 38th Annual General Meeting of the Equity Shareholders of J. B. Chemicals & Pharmaceuticals Limited held on 15th September, 2014 at Rama Watumull Auditorium, K. C. College, Dinshaw Wacha Road, Churchgate, Mumbai 400020, Maharashtra., submit our report as under:
- 1. After the time fixed for closing of the voting by the Chairman, Two ballot box kept for voting were locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the M/S Datamatics Financial Services Limited, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. I did not find any ballot papers invalid.
- 4. The polling Box was opened in the presence of Mr. Ravikumar Arumugam, residing at Shatkar Appartment, NL-1/B, Building No 19, Room no 4, Sector 10 Nerul, Navi Mumbay 400 706 and Mr.Kaustubh Kulkarni, residing at 15, Dwarkanath C.H.S., Gopal Nagar 2, Dombivali (E), 421201 as witnesses after the voting process is over.

A. Zani Jeunas

Mr. Ravikumar Arumugam

Mr. Kaustubh Kulkarni



- 5. The result of the voting at AGM is as under:
- (a) Resolution 1- Adoption of the Audited Statements of Accounts together with Directors' Report and also Auditors' Report for the year ended March 31, 2014
- (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

(b) Resolution 2- Declaration of dividend on equity shares.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%



ASHISH BHATT & ASSOCIATES

Company Secretaries

(ii) Voted against the resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	0	0

(iii) Invalid votes:

Total numbers of members (in person or by	Total number of votes cast by them
proxy) whose votes were declared invalid N.A.	N.A.
N.A.	

(c) Resolution 3- Re-appointment of Mr. Shirish B. Mody, Director, who retires by rotaion.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	507936	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 0	0	0

Total numbers of members (in person or	by Total number of votes cast by them
proxy) whose votes were declared invalid N.A.	N.A.



(d) Resolution 4- Re-appointment of Mr. Kamlesh L. Udani, Director, who retires by rotaion.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	- N.A.

(e) Resolution 5- Re-Appointment of M/s J. K. Shah & Co., Chartered Accountants, as Auditor of the company for the financial year ending on March 31, 2015.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	,	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total numbers of members (in person or by	Total number of votes cast by them
proxy) whose votes were declared invalid	
N.A.	N.A.

(f) Resolution 6- Appointment of Ms. Krupa R. Gandhi as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	l	% of total number of valid votes cast
112	507936 -	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

(g) Resolution 7- Appointment of Mr. Jashvantrai B. Joshi as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936 .	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Total numbers of members (in person or by proxy) whose votes were declared invalid N.A.	Total number of votes cast by them
14.73.	N.A.



(h) Resolution 8- Appointment of Mr. Durga Dass Chopra as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

(i) Resolution 9- Appointment of Dr. Satyanarain Agarwala as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

(j) Resolution 10- Appointment of Mr. Rajiv C. Mody as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

(k) Resolution 11- Appointment of Dr. Niranjan N. Maniar as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.



(l) Resolution 12- Appointment of Mr. Mahesh K. Shroff as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from April 1, 2014.

(i) Voted in favour of the resolution:

and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

(m) Resolution 13- Approval of payment of remuneration to non-executive directors.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
111	507525	99.92%



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
	411	00.08%
(iii) Image 12 x		

(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	
	N.A.

(n) Resolution 14- Approval of alteration to the Articles of Association.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%
(ii) Voted against the resolution		

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0
(iii) Invalid votes:		

	Total numbers of members (in person or by proxy) whose votes were declared invalid	
	N.A. N.A.	
_		



(0) Resolution 15- Approval of place of keeping register of members of the company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
112	507936	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.
	•

(p) Resolution 16- Pursuant to section 180(1)(C) of the Companies Act, 2013 Company approving the borrowing limits by the Board of Directors of the Company up to Rs. 1500 crores.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
111	507931	100%



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	5	0%

(iii) Invalid votes:

Total numbers of members (in person or by	Total number of votes cost by them
proxy) whose votes were declared invalid	ramoer of votes east by them
N.A.	NI A
	N.A.

(q) Resolution 17- Pursuant to section 180(1)(a) of the Companies Act, 2013 for creating mortgage and/or charge for amount not exceeding Rs. 1500 Crore.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
111	507931 -	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	5	0%

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

(r) Resolution 18- Remuneration to Messrs. Kishor Bhatia & Associates, Cost Accountants, for the cost audit of the company for financial Year ending March 31, 2015

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
111	507931	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	. 5	0%

(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.
	-

- 5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

OMPANY SECRE

Thanking you,

Place: Thane

Dated: September 15, 2014

Yours faithfully,

Ashish C. Bhatt Ashish Bhatt & Associates Company Secretaries