



J. B. CHEMICALS & PHARMACEUTICALS LIMITED

RESULT OF VOTING ON THE BUSINESS TRANSACTED AT THE ANNUAL GENERAL MEETING HELD ON 23-08-2019.

The 43rd Annual General Meeting of J.B. Chemicals & Pharmaceuticals Limited ("Company") was held on Friday, August 23, 2019 at Rama & Sundri Watumull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai 400 020 at 3.30 p.m. pursuant to notice dated May 21, 2019 ("Notice") issued to the members of the Company.

As per the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility in respect of all the businesses/proposed resolutions set out in the Notice. The remote e-voting commenced on Tuesday, August 20, 2019 at 9.00 a.m. and ended on Thursday, August 22, 2019 at 5.00 p.m. At the annual general meeting, the members who did not vote through remote e-voting were provided an opportunity to vote, on all the businesses/resolutions set out in the Notice, through ballot process. The Board of Directors had appointed Mr. Ashish C. Bhatt, proprietor of Ashish Bhatt & Associates, Practicing Company Secretary ("the said Scrutinizer"), to scrutinize the remote e-voting and voting at the annual general meeting in a fair and transparent manner. The said Scrutinizer has submitted consolidated Scrutinizer's report dated August 23, 2019 to the Chairman of the meeting.

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📍 **Registered Office:**
Neelam Centre, B Wing, 4th Floor
Hind Cycle Road, Worli
Mumbai - 400 030

📍 **Corporate Office:**
Cnergy IT Park
Unit A2, 3rd Floor, Unit A, 8th Floor
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Based on the report of the said Scrutinizer referred above on the outcome of remote e-voting/physical voting, the combined result of the above referred voting is as under:

Format for Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	August 23, 2019
Total number of shareholders on record date	32,755
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	6
Public	166
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	Not applicable
Public	

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Details of the Agenda:

Item No. 1(a) and (b)	(a) Adoption of standalone audited financial statement for the year ended on March 31, 2019, and reports of Board of Directors and auditors' thereon.
	(b) Adoption of consolidated audited financial statement for the year ended on March 31, 2019, and report of auditors' thereon.

Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	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)	(3) = [(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	44950762	44950762	100.00	44950762	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		44950762	100.00	44950762	0	100.00	0.00
Public - Institutions	E-voting	17217364	8028190	46.63	8028190	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8028190	46.63	8028190	0	100.00	0.00
Public - Non Institutions	E-voting	18068516	584808	3.24	584808	0	100.00	0.00
	Ballot		39767	0.22	39766	1	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		624575	3.46	624574	1	100.00	0.00
Total		80236642	53603527	66.81	53603526	1	100.00	0.00

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J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 2	Declaration of dividend of Rs. 5/- per equity share of face value Rs. 2/- each, for the year ended on March 31, 2019.
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Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	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)	(3) = [(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	44950762	44950762	100.00	44950762	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		44950762	100.00	44950762	0	100.00	0.00
Public - Institutions	E-voting	17217364	12411719	72.09	12411719	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12411719	72.09	12411719	0	100.00	0.00
Public - Non Institutions	E-voting	18068516	584808	3.24	584758	50	99.99	0.01
	Ballot		39767	0.22	39766	1	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		624575	3.46	624524	51	99.99	0.01
Total		80236642	57987056	72.27	57987005	51	100.00	0.00

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J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 3	Re-appointment of Mr. Bharat P. Mehta as a director of the Company liable to retire by rotation.
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Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	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)	(3) = [(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	44950762	44950762	100.00	44950762	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		44950762	100.00	44950762	0	100.00	0.00
Public - Institutions	E-voting	17217364	12411719	72.09	12287579	124140	99.00	1.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12411719	72.09	12287579	124140	99.00	1.00
Public - Non Institutions	E-voting	18068516	584433	3.23	583338	1095	99.81	0.19
	Ballot		39767	0.22	39766	1	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		624200	3.45	623104	1096	99.82	0.18
Total		80236642	57986681	72.27	57861445	125236	99.78	0.22

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J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 4	Re-appointment of Mr. Devang R. Shah as an Independent Director of the Company.
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Resolution required	Special resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	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)	(3) = [(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	44950762	44950762	100.00	44950762	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		44950762	100.00	44950762	0	100.00	0.00
Public - Institutions	E-voting	17217364	12411719	72.09	12405363	6356	99.95	0.05
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12411719	72.09	12405363	6356	99.95	0.05
Public - Non Institutions	E-voting	18068516	584433	3.23	583338	1095	99.81	0.19
	Ballot		39767	0.22	39766	1	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		624200	3.45	623104	1096	99.82	0.18
Total		80236642	57986681	72.27	57979229	7452	99.99	0.01

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Item No. 5	Re-classification of certain members of the promoter group as public
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Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	Only those members of the promoter group as named in the resolution were considered interested/concerned in the resolution, who did not vote on the resolution/their vote was considered invalid.

Category	Mode of Voting	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)	(3) = [(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	44950762	35345977	78.63	35345977	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		35345977	78.63	35345977	0	100.00	0.00
Public - Institutions	E-voting	17217364	12411719	72.09	12411719	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12411719	72.09	12411719	0	100.00	0.00
Public - Non Institutions	E-voting	18068516	584433	3.23	513772	70661	87.91	12.09
	Ballot		39767	0.22	39746	21	99.95	0.05
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		624200	3.45	553518	70682	88.68	11.32
Total		80236642	48381896	60.30	48311214	70682	99.85	0.15

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J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 6	Ratification of remuneration of cost auditor.
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Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	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)	(3) = [(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	44950762	44950762	100.00	44950762	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		44950762	100.00	44950762	0	100.00	0.00
Public - Institutions	E-voting	17217364	12411719	72.09	12411719	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		12411719	72.09	12411719	0	100.00	0.00
Public - Non Institutions	E-voting	18068516	584433	3.23	583338	1095	99.81	0.19
	Ballot		39767	0.22	39766	1	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		624200	3.45	623104	1096	99.82	0.18
Total		80236642	57986681	72.27	57985585	1096	100.00	0.00

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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 report of the scrutinizer is enclosed.

For J.B. Chemicals & Pharmaceuticals Limited

M.C. Mehta
Company Secretary
Under authority from Board/Chairman

Place: Mumbai
Date: August 23, 2019

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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,
Annual General Meeting of the Members Of
J B Chemicals and Pharmaceuticals Limited
Held on Friday, 23rd August, 2019 at 3.30 P.M.
At Rama & Sundri 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 remote e-voting as well as the voting to be conducted at the Annual General Meeting of the Members of J B Chemicals And Pharmaceuticals Limited to be held on Friday, 23rd August, 2019 at Rama & Sundri 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 on Tuesday, August 20, 2019 at 9.00 a.m. and will end on Thursday, August 22, 2019 at 5.00 p.m. both days inclusive.
2. The shareholders holding shares as on the "cut off" date August 16, 2019 were entitled to vote on the proposed resolutions.
3. At the Annual General Meeting after declaration of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the



M/S Datamatics Financial Services Ltd., Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

5. The polling Box was opened in the presence of Mr. Rohit Boda , residing at Laxmi store, Near Masjid, G.G.S. Road, Amar Nagar, Mulund Colony, Mulund West, Mumbai 400082 and Mr. R Vasanth Kumar, residing at Kattathilla House, Salethur Post, Bantwal Taluk, Dakshina Kannada, Karnataka State, 574323 as witnesses after the voting process is over.



Rohit Boda



R. Vasanth kumar

6. I found NIL poll paper invalid.

7. After conclusion of voting at the Annual General Meeting the votes were unblocked in the presence of two witnesses Mr. Rohit Boda , residing at Laxmi store, Near Masjid, G.G.S. Road, Amar Nagar, Mulund Colony, Mulund West, Mumbai 400082 and Mr. R Vasanth Kumar, residing at Kattathilla House, Salethur Post, Bantwal Taluk, Dakshina Kannada, Karnataka State, 574323 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Rohit Boda



R. Vasanth Kumar

8. 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



9. The consolidated results of remote e-voting as well as of the Ballot held at the aforesaid Annual General Meeting are as under:

- (a) **Resolution 1- (a) To receive, consider and adopt the audited financial statement of the Company for the financial year ended on March 31, 2019 together with the reports of the Board of Directors and the Auditors thereon; and**
(b) **To receive, consider and adopt the audited consolidated financial statement of the Company for the financial year ended on March 31, 2019 together with the report of the Auditors thereon.**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	206	53563760	100
Ballot	64	39766	100
Total	270	53603526	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	1	1	0
Total	1	1	0

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(b) Resolution 2- To declare a dividend of Rs.5 per equity share.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	209	57947239	100
Ballot	64	39766	100
Total	273	57987005	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	50	0
Ballot	1	1	0
Total	2	51	0

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(c) Resolution 3- To re-appoint Mr. Bharat P. Mehta as a Director of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	205	57821679	99.78
Ballot	64	39766	100
Total	269	57861445	99.78

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	125235	0.22
Ballot	1	1	0
Total	5	125236	0.22

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(d) Resolution 4- To re-appoint Mr. Devang R. Shah as Independent Director of the Company

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	207	57939463	99.99
Ballot	64	39766	100
Total	271	57979229	99.99

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	7451	0.01
Ballot	1	1	0
Total	3	7452	0.01

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(e) Resolution 5- To re-classify status of certain members of the promoter group from “promoter group” to “public”.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	194	48271468	99.85
Ballot	63	39746	99.95
Total	257	48311214	99.85

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	70661	0.15
Ballot	2	21	0.05
Total	3	70682	0.15

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	1	1000
Ballots	NIL	NA



(f) Resolution 6- To ratify remuneration of cost auditor.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	208	57945819	100
Ballot	64	39766	100
Total	272	57985585	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	1095	0
Ballot	1	1	0
Total	2	1096	0

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



10. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.

11. The register, all the papers and relevant records relating to remote voting as well as Ballots 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,

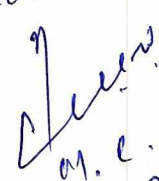
Place: Mumbai
Dated: August 23, 2019

Yours faithfully,



Ashish C. Bhatt
Ashish Bhatt & Associates
Company Secretaries



Counter Signed

M. C. Mehta
23-8-2019

Welcome to EVSN x +

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Ballot Details

Voting Result as of today.

EVSN 190703009 for J B CHEMICALS AND PHARMACEUTICALS LIMITED
INE572AD1028 J B CHEMICALS AND PHARMACEUTICALS LIMITED NEW RS 2 AFTER SPLIT
ISIN

Entry Nominal Value 2
Upload Voting Rights 1
Check File Status Total Folios Voted 210
No of Votes 57647289

	Res. No.				Total Count	Total	
Finalise Voting	1	208	53563760 (100.00%)	0	0 (0.00%)	208	53563760
Report	2	209	57647239 (99.70%)	1	50 (0.00%)	210	57647289
Vote Verification	3	205	57621679 (99.70%)	4	129235 (0.22%)	209	57649014
Change Password	4	207	57636493 (99.99%)	2	7451 (0.01%)	209	57649014
	5	195	48272498 (99.85%)	1	70661 (0.15%)	196	48243129
	6	208	57646819 (100.00%)	1	1068 (0.00%)	209	57649014

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