

JISL/SEC/2019/10/B-2/B-6

1st October, 2019

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

Sub: Disclosure of Voting Results at the 32nd AGM held on Monday, 30.09.2019 at the Registered Office, Jalgaon pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Dear Sir(s)

In continuation to our letter No. JISL/SEC/2019/09/B-2/B-6 dated 30.09.2019 and as per the requirement of Regulation 44 (3) of the SEBI (LODR), Regulations, 2015, given below are the voting results for the 32nd Annual General Meeting of the Company as per the format prescribed under the said Regulation. The Poll was conducted for Item No. 2 of AGM Notice i.e. Declaration of Dividend on Ordinary and DVR Equity Shares of Rs. 2 each however it was unanimously decided to defer the item to adjourned AGM scheduled to be held on 27th December, 2019 at 11.00 am at the Registered Office of the Company or as may be reconvened earlier as Board may decide.

Details of Voting Results

Date of the AGM	September 30, 2019
Total number of shareholders on record date Cut-off date for: E-voting: 23 rd September, 2019	Equity Shares- 2,15,015 Holders DVR Shares- 49,466 Holders
Cut-off date for: Postal Ballot: 30 th August, 2019	Equity Shares- 2,15,031 Holders DVR Shares- 49,529 Holders
No of Shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	18
- Public	118

Regd. Off.: Jain Plastic Park, P.O. Box: 72, N.H. No. 6, Jalgaon - 425 001, India.

Tel: +91-257-2258011; Fax: +91-257-2258111; E-mail: jisl@jains.com; Visit us at: www.jains.com

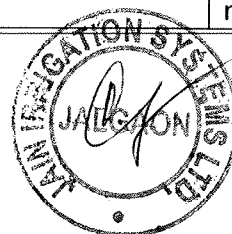
CIN: L29120MH1986PLC042028



No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	None
Public:	None

Agenda item sequence

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of voting (Poll/Postal ballot/E-voting)	Remarks
1	Adoption of Audited Standalone & Consolidated Financial Statements for the year ended March 31, 2019	Ordinary Business	E-voting and Ballot	The resolution was passed with requisite majority
2	Declaration of Dividend on Ordinary and DVR Equity Shares of Rs. 2 each	Ordinary Business	E-voting Ballot and Poll	The meeting was adjourned to be held on Friday, 27 th December, 2019 or earlier as may be reconvened, for the item.
3	Appointment of a Director in place of Shri Atul B. Jain (DIN: 00053407), who retires by rotation	Ordinary Business	E-voting and Ballot	The resolution was passed with requisite majority
4	Ratification of Remuneration of Cost Auditors for Financial Year ending 31 st March, 2019.	Special Business/ Ordinary Resolution	E-voting and Ballot	The resolution was passed with requisite majority
5	Re-appointment of Shri Harish Chandra Prasad Singh (DIN: 06387125) as an Independent Director	Special Business/ Special Resolution	E-voting and Ballot	The resolution was passed with requisite majority
6	Re-appointment of Shri Ghanshyam Dass (DIN: 01807011) as an Independent Director.	Special Business/ Special Resolution	E-voting and Ballot	The resolution was passed with requisite majority
7	Re-appointment of Smt. Radhika C. Pereira (DIN: 00016712) as an Independent Director.	Special Business/ Special Resolution	E-voting and Ballot	The resolution was passed with requisite majority
8	Appointment of Shri Johannes Bastiaan Boudewijn Mohrmann (DIN: 08574511) as an Independent Director.	Special Business/ Ordinary Resolution	E-voting and Ballot	The resolution was passed with requisite majority

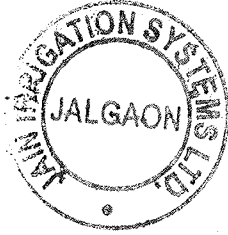


Attached herewith please find Scrutinizer's Report dated 30th September, 2019 (5 pages) along with voting details at Annexure-A.

Yours Faithfully
For Jain Irrigation Systems Limited



A. V. Ghodgaonkar
Company Secretary



Encl: As above

SOLOMON & Co.

ADVOCATES & SOLICITORS
(ESTD. 1909)

Ref: 738.206/1844A/19

30th September 2019

To,
The Chairman,
Jain Irrigation Systems Limited,
Jain Plastic Park, N.H. No. 6,
Jalgaon, Maharashtra,
Pin Code - 425 001.

Dear Sir,

Sub: Passing of Resolutions through Electronic Voting ("e-voting") and Postal Ballot in lieu of e-voting conducted for the purpose of 32nd Annual General Meeting ("AGM") of Jain Irrigation Systems Limited ("Company") held on 30th September 2019.

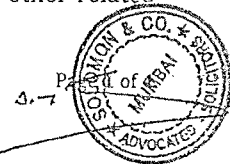
The Board of Directors of the Company ("Board") at its meeting held on 30th August, 2019 had appointed me to scrutinize the voting process conducted through e-voting conducted between Thursday, 26th September 2019 from 09:00 A.M. (IST) till Sunday, 29th September 2019 upto 05:00 P.M. (IST) and for the Postal Ballot conducted in lieu of e-voting for the purpose of 32nd AGM of the Company.

Company accordingly has made arrangements with the Central Depository Services (India) Limited ("CDSL") ("System Provider") for providing a system of recording votes of the shareholders of the Company electronically through e-voting. The Company has also accordingly made arrangements through its Registrar Transfer Agent, 'Link Intime India Private Limited' ("RTA") to set up the e-voting facility on the System Provider's e-voting website i.e. - <https://www.evotingindia.com/>.

The Company has also appointed its RTA as the Service Provider for extending the facility of e-voting to the shareholders of the Company between Thursday, 26th September 2019 from 09:00 A.M. (IST) till Sunday, 29th September 2019 upto 05:00 P.M. (IST). The e-voting results were unblocked by me on 30th September 2019 in the presence of two witnesses.

The Company through its RTA has also uploaded the resolutions together with the explanatory statement on which e-voting is required and for generating Electronic Voting Sequence Number ("EVSN") by the System Provider. All necessary formalities in compliance with the requirements specified by System Provider has been done by the Company through its RTA. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the AGM Notice dated 30th August 2019 ("AGM Notice") sent to the shareholders by email and registered post. The Register of Members was made available for the purpose of dispatch of AGM Notice to the shareholders as on 30th August 2019 and voting rights of the members holding shares as on the cut-off date of 23rd September 2019 was considered for the purpose of e-voting.

As stated in clause (v) of sub rule 4 of Rule 20 and sub rule (3) of Rule 22 under Chapter VII - The Companies (Management and Administration) Rules, 2014 prescribed under the Companies Act, 2013 (the "Act"), advertisements were published by the Company in "The Free Press Journal" English edition newspaper and "Navshakti" & "Lokmat" Marathi edition newspapers on 05th September 2019, informing about the completion of dispatch of the Postal Ballot Notice, both by registered post and email, wherever applicable, to the shareholders along with other related matters mentioned therein.



Fort Office: Calcut House, 3rd Floor, 8/10, M.P. Shetty Marg, (Tamarind Street), Fort, Mumbai 400 023, India. Tel: +9122-6627-3900
Bandra Office: 801-B, Leo (Kohinoor Bldg.), 24th Road, Off Linking Road, Khar (West), Mumbai 400 052, India. Tel: +9122-6136-0360

Received & accepted dated 01.10.2019
For Jain Irrigation Systems Ltd.


Chairman / Vice Chairman

I report that I have received the Postal Ballot forms in lieu of e-voting from the shareholders during the period starting from 03rd September 2019 till 28th September 2019. All the Postal Ballot forms received up to 6:00 P.M. (IST) Saturday, 28th September, 2019, being the last date fixed by the Company for receipt of the ballot forms and for the purpose of e-voting done up to Sunday, 29th September 2019 upto 05:00 P.M. (IST) were considered for my scrutiny.

The Postal Ballots forms received at the Company's address in the name of the Scrutinizer were opened and then taken up for scrutiny by me. During the course of scrutiny of Postal Ballot Forms, I have come across 15 (fifteen) invalid Postal Ballot Forms. Further, I report that I have conducted a sample check of documents [power of attorney(s) and board resolution(s)] submitted by the shareholders or by the custodian on behalf of the shareholders with the System Provider who had opted for e-voting. During the course of my scrutiny, I have not come across any discrepancies thereto and therefore, all the votes casted by the such shareholders, both, positive and negative, have been considered for the purpose of our report.

Since e-voting facility was provided by the System Provider, the details of the e-voting exercised by the shareholders as also the votes exercised through Postal ballots, which were duly scrutinized and processed, were duly complied by the RTA.

On scrutiny, I report that out of 2,64,560 (two lakhs sixty four thousand five hundred sixty) shareholders, 4,664 (four thousand six hundred sixty four) shareholders have exercised their vote through e-voting and 160 (one-hundred sixty) shareholders have exercised their votes through Postal Ballot Forms, as received. The details of polling results for the item placed for consideration by the members which is hereby enclosed as **Annexure 'A'**:

RESULTS: -

Resolution No. 1

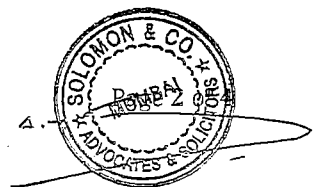
Adoption of Audited Financial Statements for the year ended 31st March 2019.

As the number of votes casted in favour of the Resolution i.e. **99.64%** and hence it is more than number of votes cast against, I report that the Ordinary Resolution as set out in the Notice of the AGM dated 30th August 2019 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Resolution No. 2

Declaration of Dividend on Ordinary Equity Shares and DVR Equity Shares of Rs.2 each.

For Resolution No. 2, a poll was demanded during the AGM by the members of the Company holding more than 1/10th of the total voting powers in the Company and the Chairman of the AGM after validating the verification of such demand ordered to conduct a poll. The Chairman then appointed Adv. (Mr.) Rajeesh Ramachandran in consultation with the Board to scrutinize the said poll process. Mr. Ramachandran in his report dated 30th September 2019 which is also signed by me and submitted to the Chairman on 30th September 2019, reported that the said Resolution No. 2 has been deferred to be discussed and passed (subject to requisite majority) with due consent of the members of the Company in an adjourned AGM scheduled to be held on 27th December 2019 in the manner prescribed under the Act. Therefore, I report that this Ordinary Resolution as set out in the Notice of the AGM dated 30th August 2019 has been deferred to be discussed and transact in an adjourned AGM scheduled to be held on 27th December 2019 or on any other date as may be determined by the Board.



Resolution No. 3

Re-appointment of Shri Atul B. Jain (DIN: 00053407), who retires by rotation.

As the number of votes casted in favour of the Resolution i.e. **89.90%** and hence it is more than number of votes cast against, I report that the Ordinary Resolution, as set out in the Notice of the AGM dated 30th August 2019 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Resolution No. 4

Ratification of remuneration of Cost Auditor of the Company for F.Y.2019.

As the number of votes casted in favour of the Resolution i.e. **99.99%** and hence it is more than number of votes cast against, I report that the Ordinary Resolution, as set out in the Notice of the AGM dated 30th August 2019 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Resolution No. 5

Re-appointment of Shri Harish Chandra Prasad Singh (DIN: 06387125) as an Independent Director.

As the number of votes casted in favour of the Resolution i.e. **97.23%** and hence it is more than number of votes cast against, I report that the Special Resolution, as set out in the Notice of the AGM dated 30th August 2019 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Resolution No. 6

Re-appointment of Shri Ghanshyam Dass (DIN: 01807011) as an Independent Director.

As the number of votes casted in favour of the Resolution i.e. **92.58%** and hence it is more than number of votes cast against, I report that the Special Resolution, as set out in the Notice of the AGM dated 30th August 2019 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Resolution No. 7

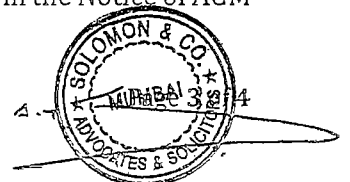
Re-appointment of Smt. Radhika C. Pereira (DIN: 00016712) as an Independent Director.

As the number of votes casted in favour of the Resolution i.e. **89.82%** and hence it is more than number of votes cast against, I report that the Special Resolution, as set out in the Notice of the AGM dated 30th August 2019 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Resolution No. 8

Re-appointment of Shri Johannes Bastiaan Boudewijn Mohrmann (DIN: 08574511) as an Independent Director.

As the number of votes casted in favour of the Resolution i.e. **97.23%** and hence it is more than number of votes cast against, I report that the Ordinary Resolution, as set out in the Notice of AGM



dated 30th August, 2019 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

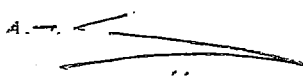
I further report that as per the AGM notice dated 30th August, 2019 and the Board Resolution dated 30th August, 2019, the Chairman or any other person as authorized in this regard may declare and confirm the above results in respect of the aforesaid resolutions to the Stock Exchanges where the shares of the JISL are listed. The results would be displayed on Company's website www.jains.com and on the website of System Provider and Stock Exchanges.

I further report that the Company has duly complied with the provisions of Rule 22 of the Companies (Management and Administration) Rules, 2014. I further report that as per the said Rules, the records maintained by me including the data as obtained from System Provider, for the e-Voting facility extended by them as also a Register recording the consent or otherwise received from the shareholders such as the name folio number/ DP ID/Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the Company Secretary of the Company after the Chairman approves and signs the minutes of the meeting.

I thank you for the opportunity given to act as a Scrutinizer for the above purpose.

Thanking you,
Yours Faithfully,

For **Solomon & Co.**
Advocates & Solicitors


Aaron Solomon
Partner

Total Number of Ballot papers received	160
Total No. of Invalid Ballot Papers received	15
Total No. of Valid Ballot Papers received	145

Total Number of votes	Equity	DVR	1985
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Resolutions	Particulars	Total			Voting			Abstain/Not voted			Disent			Total			Invalid		
		E-Voting		Physical	E-Voting		Physical	E-Voting		Physical	E-Voting		Physical	E-Voting		Physical	E-Voting		Physical
		Total	%	Total	%	Total	%	Total	%	Total	%	Total	%	Total	%	Total	%	Total	%
1	Promoter	9,24,24,180	50.40.639	9,24,24,180	9,24,24,180	9,24,24,180	100.00	-	-	-	-	-	-	-	-	-	-	-	-
	Institutions	11,87,24,730	40,000	11,87,24,730	11,87,24,730	11,87,24,730	99.59	8,39,648.0	0.71	0	0	0	0	0	0	0	0	0	0
	Public	2,01,09,821	16,08,967	2,01,09,821	2,01,09,821	2,01,09,821	99.59	3,750.00	0.00	3,750.00	0.00	0	0	0	0	0	0	0	0
Total		23,12,58,731	63,65,504	23,12,58,731	23,12,58,731	23,12,58,731	99.64	8,40,023.0	0.36	0	0	0	0	0	0	0	0	0	0
2	Promoter	9,24,24,180	50.40.639	9,24,24,180	9,24,24,180	9,24,24,180	100.00	-	-	-	-	-	-	-	-	-	-	-	-
	Institutions	11,87,24,730	40,000	11,87,24,730	11,87,24,730	11,87,24,730	99.59	2,35,59,508.0	19.84	0	0	0	0	0	0	0	0	0	0
	Public	2,01,09,821	16,08,967	2,01,09,821	2,01,09,821	2,01,09,821	99.59	31,877.6	0.15	15	0	0	0	0	0	0	0	0	0
Total		23,12,58,731	63,65,504	23,12,58,731	23,12,58,731	23,12,58,731	99.59	2,35,91,395.6	10.10	15	0	0	0	0	0	0	0	0	0
3	Promoter	9,24,24,180	50.40.639	9,24,24,180	9,24,24,180	9,24,24,180	100.00	-	-	-	-	-	-	-	-	-	-	-	-
	Institutions	11,87,24,730	40,000	11,87,24,730	11,87,24,730	11,87,24,730	99.59	16,424.9	0.08	15	0	0	0	0	0	0	0	0	0
	Public	2,01,09,821	16,08,967	2,01,09,821	2,01,09,821	2,01,09,821	99.59	16,424.9	0.08	15	0	0	0	0	0	0	0	0	0
Total		23,12,58,731	63,65,504	23,12,58,731	23,12,58,731	23,12,58,731	99.59	32,849.8	0.14	30	0	0	0	0	0	0	0	0	0
4	Promoter	9,24,24,180	50.40.639	9,24,24,180	9,24,24,180	9,24,24,180	100.00	-	-	-	-	-	-	-	-	-	-	-	-
	Institutions	11,87,24,730	40,000	11,87,24,730	11,87,24,730	11,87,24,730	99.59	64,35,517.0	5.42	0	0	0	0	0	0	0	0	0	0
	Public	2,01,09,821	16,08,967	2,01,09,821	2,01,09,821	2,01,09,821	99.59	64,35,517.0	5.42	0	0	0	0	0	0	0	0	0	0
Total		23,12,58,731	63,65,504	23,12,58,731	23,12,58,731	23,12,58,731	99.59	128,710,634.0	10.84	0	0	0	0	0	0	0	0	0	0
5	Promoter	9,24,24,180	50.40.639	9,24,24,180	9,24,24,180	9,24,24,180	100.00	-	-	-	-	-	-	-	-	-	-	-	-
	Institutions	11,87,24,730	40,000	11,87,24,730	11,87,24,730	11,87,24,730	99.59	17,28,95,980.0	14.56	0	0	0	0	0	0	0	0	0	0
	Public	2,01,09,821	16,08,967	2,01,09,821	2,01,09,821	2,01,09,821	99.59	17,28,95,980.0	14.56	0	0	0	0	0	0	0	0	0	0
Total		23,12,58,731	63,65,504	23,12,58,731	23,12,58,731	23,12,58,731	99.59	34,571,960.0	29.12	0	0	0	0	0	0	0	0	0	0
6	Promoter	9,24,24,180	50.40.639	9,24,24,180	9,24,24,180	9,24,24,180	100.00	-	-	-	-	-	-	-	-	-	-	-	-
	Institutions	11,87,24,730	40,000	11,87,24,730	11,87,24,730	11,87,24,730	99.59	33,391.4	0.15	15	0	0	0	0	0	0	0	0	0
	Public	2,01,09,821	16,08,967	2,01,09,821	2,01,09,821	2,01,09,821	99.59	33,391.4	0.15	15	0	0	0	0	0	0	0	0	0
Total		23,12,58,731	63,65,504	23,12,58,731	23,12,58,731	23,12,58,731	99.59	66,782.8	0.56	30	0	0	0	0	0	0	0	0	0
7	Promoter	9,24,24,180	50.40.639	9,24,24,180	9,24,24,180	9,24,24,180	100.00	-	-	-	-	-	-	-	-	-	-	-	-
	Institutions	11,87,24,730	40,000	11,87,24,730	11,87,24,730	11,87,24,730	99.59	1,72,22,899.4	7.42	15	0	0	0	0	0	0	0	0	0
	Public	2,01,09,821	16,08,967	2,01,09,821	2,01,09,821	2,01,09,821	99.59	1,72,22,899.4	7.42	15	0	0	0	0	0	0	0	0	0
Total		23,12,58,731	63,65,504	23,12,58,731	23,12,58,731	23,12,58,731	99.59	3,445,178.8	29.00	30	0	0	0	0	0	0	0	0	0
8	Promoter	9,24,24,180	50.40.639	9,24,24,180	9,24,24,180	9,24,24,180	100.00	-	-	-	-	-	-	-	-	-	-	-	-
	Institutions	11,87,24,730	40,000	11,87,24,730	11,87,24,730	11,87,24,730	99.59	64,35,517.0	5.42	0	0	0	0	0	0	0	0	0	0
	Public	2,01,09,821	16,08,967	2,01,09,821	2,01,09,821	2,01,09,821	99.59	64,35,517.0	5.42	0	0	0	0	0	0	0	0	0	0
Total		23,12,58,731	63,65,504	23,12,58,731	23,12,58,731	23,12,58,731	99.59	128,710,634.0	10.84	0	0	0	0	0	0	0	0	0	0

As per the decision of the Board of Directors the Chairman placed the matter of declaration of dividend and suggested to adjourn the Annual General Meeting of the Company to 27th December 2019 at 11:00 am.

