# JAYANT AGRO-ORGANICS LIMITED

MANUFACTURERS & EXPORTERS OF CASTOR OIL & ITS PRODUCTS CIN - L24100MH1992PLC066691





REGD. OFFICE

701, TOWER 'A' PENINSULA BUSINESS PARK, SENAPATI BAPAT MARG, LOWER PAREL (W), MUMBAI - 400 013. INDIA.

TEL.: +91 22 4027 1300 • FAX: +91 22 4027 1399 • Email: info@jayantagro.com • Website: www.jayantagro.com

FACTORY UNIT 1

PLOT NO. 602, BEHIND G.A.C.L., P. O. PETROCHEMICALS, DIST. BARODA - 391 346. GUJARAT. INDIA.

FACTORY UNIT 2 PLOT NO. 624, 627, BEHIND G.A.C.L., P. O. PETROCHEMICALS, DIST. BARODA - 391 346. GUJARAT. INDIA.

TEL.: (0265) 613 0000, 223 2112, 223 0350 • FAX: (0265) 223 0958.

March 20, 2020

Corporate Relations Department BSE Limited 1<sup>st</sup> Floor, New Trading Wing Rotunda Building, P J Towers Dalal Street, Fort Mumbai 400 001

Fax Nos: 22723121 / 22722041

Code No. 524330

The Market Operations Department National Stock Exchange of India Limited Exchange Plaza, 5<sup>th</sup> Floor Plot No C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai 400 051

Fax Nos: 26598237 / 38 Code:- JAYAGROGN

Dear Sir / Madam,

#### Sub: Results of the Postal Ballot and E- Voting.

With respect to the captioned subject and in continuation to our earlier communications in connection to the Postal Ballot, we wish to inform that the members of the Company have passed the resolutions with requisite majority for revision in terms of appointment and payment of managerial remuneration to the Executive Directors pursuant to the provisions of sections 196, 197, 198, 203 and other applicable Sections, if any, read together with Schedule V of Companies Act, 2013 as amended from time to time and in pursuance to regulation 17 (6) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Accordingly, pursuant to provisions of Regulation 44 of SEBI (LODR) Regulations, 2015, the voting results of the Postal Ballot / E Voting along with the Scrutinizer Report are annexed hereunder. The resolutions are deemed to have been passed on the last date of voting through Postal Ballot / E-voting i.e. Friday, March 20, 2020.

The above is also being uploaded on the website of the Company viz. www.jayantagro.com.

We request you to kindly take the above on record and oblige.

For Jayant Agro - Organics Limited

Dinesh M. Kapadia Company Secretary

Encl.: As above

## **VOTING RESULTS**

Date of Postal Ballot	February 14, 2020
Total Number of Shareholders on Record Date	11414
No. of Shareholders present in the meeting either in person or through	gh proxy:
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferenci	ng
Promoters and Promoter Group:	0
Public	0



For JAYANT AGRO-ORGANICS LTD.

Combany Secretary

Resolution required			Special Yes						
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and	E-Voting	19903590	24,800	0.12%	24,800	0	100.00%	0.00%	
Promoter Group	Poll		0	0.00%	0	0	0	0.00%	
	Postal Ballot (if applicable)		1,93,89,440	97.42%	1,93,89,440	0	100.00%	0.00%	
	Total	1,99,03,590	1,94,14,240	97.54%	1,94,14,240	0	100.00%	0.00%	
<b>Public- Institutions</b>	E-Voting	9,647	0	0.00%	0	0	0.00%	0.00%	
	Poll		0	0.00%	0	0	0.00%	0.00%	
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%	
	Total	9,647	0	0.00%	0	0	0.00%	0.00%	
Public- Non	E-Voting	1,00,86,763	6,111	0.06%	6,107	4	99.93%	0.07%	
Institutions	Poll		0	0.00%	0	0	0.00%	0.00%	
	Postal Ballot (if applicable)		16,53,636	16.39%	16,53,434	202	99.99%	0.01%	
	Total	1,00,86,763	16,59,747	16.45%	16,59,541	206	99.99%	0.01%	
Total 3,00,00,0		3,00,00,0	2,10,73,987	70.25%	2,10,73,781	206	99.99%	0.01%	



For JAYANT AGRO-ORGANICS LTD.

Company Secretary

Agenda No 2	:- To approve revision in term	s of appointmen	t and payment	t of remuneration to I	Mr. Hemant V.	Udeshi, Man	aging Director	
Resolution required:			Special					
Whether pro- agenda/resolu	moter/ promoter group are intuition?	erested in the	Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	19903590	24,800	0.12%	24,800	0	100.00%	0.00%
and Promoter	Poll		0	0.00%	0	0	0.00%	0.00%
Group	Postal Ballot (if applicable)		1,93,89,890	97.42%	1,93,89,890	0	100.00%	0.00%
Group	Total	1,99,03,590	1,94,14,690	97.54%	1,94,14,690	0	100.00%	0.00%
Public-	E-Voting	9,647	0	0.00%	0	0	0.00%	0.00%
Institutions	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	9,647	0	0.00%	0	0	0.00%	0.00%
Public- Non	E-Voting	1,00,86,763	6,111	0.06%	6,107	4	99.93%	0.07%
Institutions	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		16,53,636	16.39%	16,53,434	202	99.99%	0.01%
	Total	1,00,86,763	16,59,747	16.45%	16,59,541	206	99.99%	0.01%
Total		3,00,00,000	2,10,74,437	70.25%	2,10,74,231	206	99.99%	0.01%



For JAYANT AGRO-ORGANICS LTD.

Company Secretary

Resolution required:			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	19903590	24,800	0.12%	24,800	0	100.00%	0.00%
and	Poll	1	0	0.00%	0	0	0.00%	0.00%
Promoter Group	Postal Ballot (if applicable)	]	1,93,89,890	97.42%	1,93,89,890	0	100.00%	0.00%
010 <b>p</b>	Total	1,99,03,590	1,94,14,690	97.54%	1,94,14,690	0	100.00%	0.00%
Public-	E-Voting	9,647	0	0.00%	0	0	0.00%	0.00%
Institutions	Poll	1	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)	7	0	0.00%	0	0	0.00%	0.00%
	Total	9,647	0	0.00%	0	0	0.00%	0.00%
Public- Non	E-Voting	1,00,86,763	6,111	0.06%	6,107	4	99.93%	0.07%
Institutions	Poll	7	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)	<u>]</u> .	16,53,636	16.39%	16,53,434	202	99.99%	0.01%
	Total	1,00,86,763	16,59,747	16.45%	16,59,541	206	99.99%	0.01%
Total		3,00,00,000	2,10,74,437	70.25%	2,10,74,231	206	99.99%	0.01%



For JAYANT AGRO-ORGANICS LTD.

Company Secretary

Agenda No. 4	:- To approve revision in term	s of appointme	nt and payme	nt of remuneration t	to Mr. Varun A	. Udeshi, Who	le-time Director	
Resolution required:			Special					
Whether pro- agenda/resolu	moter/ promoter group are int ation?	erested in the	Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	19903590	1,60,800	0.81%	1,60,800	0	100.00%	0.00%
and	Poll		0	0.00%	0	0	0.00%	0.00%
Promoter Group	Postal Ballot (if applicable)		1,95,32,240	98.13%	1,95,32,240	0	100.00%	0.00%
Group	Total	1,99,03,590	1,96,93,040	98.94%	1,96,93,040	0	100.00%	0.00%
Public-	E-Voting	9,647	0	0.00%	0	0	0.00%	0.00%
Institutions	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	9,647	0	0.00%	0	0	0.00%	0.00%
Public- Non	E-Voting	1,00,86,763	6,111	0.06%	2,607	3504	42.66%	57.34%
Institutions	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		16,53,636	16.39%	16,53,434	202	99.99%	0.01%
	Total	1,00,86,763	16,59,747	16.45%	16,56,041	3,706	99.78%	0.22%
Total		3,00,00,000	2,13,52,787	71.18%	2,13,49,081	3,706	99.98%	0.02%



For JAYANT AGRO-ORGANICS LTD.

Company Secretary



#### SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

Jayant Agro-Organics Limited

701, Tower 'A' Peninsula Business Park, Senapati Bapat Marg, Lower Parel (West), Mumbai-400013, Maharashtra, India.

Dear Sir/Madam,

Sub: Consolidated Scrutinizer's Report u/s 108 & 110 of the Companies Act, 2013 for voting by equity shareholders through Postal Ballot & e-voting.

I, Dhrumil Mahendra Shah of M/s. Dhrumil M Shah & Co., Practicing Company Secretaries, has been appointed as the Scrutinizer by the Board of Directors of Jayant Agro-Organics Limited dated 08th February, 2020, pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act") read with rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions:

Pursuant to Section 108 and 110 of the Companies Act, 2013 (the Act) read with Companies (Management and Administration) Rules, 2014 and Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company has provided postal ballot and remote e-voting facility to its members in respect of special resolutions as mentioned in the notice dated 08th February, 2020 for postal ballot and remote e-voting to the equity shareholders of the company.



The Company has appointed M/s. Link Intime India Private Limited, Registrar and Share Transfer Agent (RTA) as the Service Provider, for the facility of electronic voting to the shareholders of the company.

The details regarding Commencement and end date of Postal ballot and remote e-voting are as under:

Cut-Off date for considering voting rights for postal ballot	14 <sup>th</sup> February, 2020
Postal Ballot commencement date	20th February, 2020 (9.00 AM)
Postal Ballot end date	20th March, 2020 (5.00 PM)
E-voting Commencement date	20th February, 2020
E-Voting end date	20th March, 2020 (5.00 PM)

### We submit our report as under:

- i. The Company has Completed the dispatch of Notice and Postal Ballot forms along with postage pre-paid business reply envelope on 19th February, 2020 to its Members whose name appear on the Register of Members/list of Beneficiaries as on date 14th February, 2020.
- ii. Particulars of all the Postal Ballot forms received from the Members have been entered in the register separately maintained for the purpose.
- iii. The Postal ballot forms were duly opened in our presence and scrutinized and the Shareholding was confirmed with the Register of Members of the Company.
- iv. Envelopes containing Postal- ballot forms received after the end date were not considered for our scrutiny.
  - We did not find any defaced/ mutilated ballot papers. However we have received two invalid ballot papers and the same are not considered for voting purpose.



The results of the remote e-voting together with that of the Postal Ballot Forms are as under:

## Item No. 1- Special Resolution: -

To approve revision in terms of appointment and payment of remuneration to Mr. Abhay V. Udeshi, Chairman & Whole-time Director.

## **Physical Voting**

Sr.	Particulars	No. of Physical	No. of Shares	% of Assent/
No.		Ballot Form		Dissent
1.	Total Postal ballot forms received	54	21043116	
2.	Less-Invalid Postal ballot forms	2	40	The second secon
3.	Net valid Postal ballot forms	52	21043076	
4.	Postal ballot forms with assent	46	21042874	99.99
5.	Postal ballot forms with dissent.	6	202	0.01

Sr.	Particulars	No. of e-voters	No. of Shares	% of Assent/
No.	The state of the s	Like State Company		Dissent
1.	Total E-voting received	8	30911	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	8	30911	
4.	E-voting with assent	7	30907	99.99
-5.	E-voting with dissent.	1	4	0.01



Sr. No.	Particulars	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	62	21074027	
2.	Less-Invalid voting	2	40	
3.	Net valid voting	60	21073987	on varie en
4.	Voting with assent	53	21073781	99.99
5.	Voting with dissent.	7	206	0.01

### Item No. 2 - Special Resolution: -

To approve revision in terms of appointment and payment of remuneration to Mr. Hemant V. Udeshi, Managing Director.

# **Physical Voting**

Sr.	Particulars	No. of Physical	No. of Shares	% of Assent/
No.		Ballot Form		Dissent
1.	Total Postal ballot forms received	55	21043566	
2.	Less-Invalid Postal ballot forms	2	40	HERMAN HAVELINE
3.	Net valid Postal ballot forms	53	21043526	
4.	Postal ballot forms with assent	47	21043324	99,99
5.	Postal ballot forms with dissent.	6	202	0.01

Sr.	Particulars	No. of e-voters	No. of Shares	% of Assent/
No.				Dissent
1.	Total E-voting received	8	30911	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	8	30911	
4.	E-voting with assent	7	30907	99.99
5.	E-voting with dissent.	1	4	0.01





Sr. No.	Particulars -	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	63	21074477	
2.	Less-Invalid voting	2	40	
3.	Net valid voting	61	21074437	
4.	Voting with assent	54	21074231	99.99
5.	Voting with dissent.	7	206	0.01

## Item No. 3 - Special Resolution: -

To approve revision in terms of appointment and payment of remuneration to Dr. Subhash V. Udeshi, Whole-time Director

# **Physical Voting**

Sr.	Particulars		No. of Physica	No. of Shares	% of Assent/
No.			Ballot Form		Dissent
1.	Total Postal ballot forms received		55	21043566	
2.	Less-Invalid Postal ballot forms		2	40	
3.	Net valid Postal ballot forms		53	21043526	
4.	Postal ballot forms with assent		47	21043324	99.99
5.	Postal ballot forms with dissent.	······································	6	202	0.01

Sr.	Particulars	No. of e-voters	No. of Shares	% of Assent/
No.				Dissent
1.	Total E-voting received	8	30911	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	8	30911	
4.	E-voting with assent	7	30907	99.99
5.	E-voting with dissent.	1	4	0.01



Sr.	Particulars	No. of voters	No. of Shares	% of Assent/
No.				Dissent
1.	Total voting received	63	21074477	
2.	Less-Invalid voting	2	40	and reader control from the control from
3.	Net valid voting	61	21074437	
4.	Voting with assent	54	21074231	99.99
5.	Voting with dissent.	7	206	0.01

### Item No. 4 - Special Resolution: -

To approve revision in terms of appointment and payment of remuneration to Mr. Varun A. Udeshi, Whole-time Director.

# Physical Voting

Sr.	Particulars	No. of Physical	No. of Shares	% of Assent/
No.		Ballot Form	APPER TO THE PROPERTY OF THE P	Dissent
1.	Total Postal ballot forms received	58	21185916	
2.	Less-Invalid Postal ballot forms	2	40	
3.	Net valid Postal ballot forms	56	21185876	
4.	Postal ballot forms with assent	50	21185674	99.99
5.	Postal ballot forms with dissent.	 6	202	0.01

Sr. No.	Particulars	No. of e-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	1.3	166911	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	13	166911	
4.	E-voting with assent	11	163407	97.90
5,	E-voting with dissent.	2	3504	2.10



Sr.	Particulars	No. of voters	No. of Shares	% of Assent/
No.		All Constraints of the Constrain	probable see	Dissent
1.	Total voting received	71	21352827	
2.	Less-Invalid voting	2	40	
3.	Net valid voting	69	21352787	AND THE PROPERTY OF THE PROPER
4.	Voting with assent	61	21349081	99.98
5.	Voting with dissent.	8	3706	0.02

The details of list of equity shareholders who voted "FOR", and "AGAINST" and those whose votes were declared invalid for each resolution is handover to the Company Secretary of the Company.

The Postal ballot papers and all other relevant records shall be handed over to the Company Secretary of the Company for safe keeping.

Place: Mumbai

Date: 20/03/2020

FOR DHRUMIL M SHAH & CO. UDIN. F008021A000621744

Dhrumil M. Shah

**Practicing Company Secretary** 

Mem. No F8021; CP No 8978