

JINDAL PHOTO LIMITED

Ref: JPL/SECT/SEPT-19/144

28th September, 2019

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C-1
Block – G, Bandra-Kurla Complex
Bandra (East),
Mumbai –400 051

The Deptt of Corporate Services
The BSE Ltd.
25, PJ Towers, Dalal Street
Mumbai - 400001

Code : **JINDALPHOT / 532624 Series : Eq**
Re : **Proceedings and Voting Results of the 16th Annual General Meeting**

Dear Sirs,

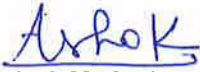
We are pleased to inform that the 16th Annual General Meeting of the members of the Company held on Friday, September 27, 2019 at 1:30 P.M. at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001. The meeting which commenced at 1:30 P.M. ended at 3.00 P.M.

In this regard, we are submitting the following documents:

1. Proceedings in respect of the 16th Annual General Meeting in compliance of provisions of Regulation 30 of SEBI (LODR) Regulations, 2015.
2. Voting results along with scrutinizer report in respect of the 16th Annual General Meeting in compliance of provisions of Regulation 44 of SEBI (LODR) Regulations, 2015.

You are requested to find the above in order and acknowledge it.

Yours truly,
For Jindal Photo Limited


(Ashok Yadav)
Company Secretary
Encl: as above



JINDAL PHOTO LIMITED

GIST OF PROCEEDINGS OF THE 16TH ANNUAL GENERAL MEETING OF JINDAL PHOTO LTD.

The 16th Annual General Meeting (AGM) of the members of **JINDAL PHOTO LIMITED** held on Friday, 27th September, 2019 at 1:30 p.m. at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001.

Mr. Radhey Shyam, Non-Executive Director & Chairman presided over the Meeting.

The Chairman ascertaining the quorum, called the meeting to order.

Thereafter, welcomed the members to the 16th Annual General Meeting of the Company and introduced the other directors, Chief Financial Officer and Company Secretary on dais.

The Chairman delivered his speech.

Chairman informed to the meeting that the Company had provided Remote E-voting facility to the members to exercise their right to vote on the business items as stated in the Notice by electronic means as per the procedure laid down in the Notice of the Meeting. The Company had appointed Link Intime India Private Limited (LIPL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Tuesday, 24th September, 2019 at 9:00 A.M. till Thursday, 26th September, 2019 upto 5:00 P.M. Chairman also further informed that the members who have not exercised their vote through remote e-voting and who are present in the meeting, can cast their vote through poll at the AGM now. Members present in the meeting exercised their right by casting their vote through Ballot Paper.

Mr. Alok Jain, Practicing Company Secretary (Authorized Representative of M/s. Grover Ahuja & Associates), was acting as Scrutinizer to scrutinize the Poll process in fair and transparent manner at the 16th Annual General Meeting.

Following Items of business as stated in the notice were taken up for consideration:

Item No.	Particulars
Ordinary Business	
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 including the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit & Loss for the year ended on that date together with relevant schedules and notes thereon together with the Reports of the Board of Directors and Auditors thereon.
2	To appoint a Director in place of Mr. Manoj Kumar Rastogi, Managing Director (DIN 07585209) who retires by rotation and being eligible, offers himself for re-appointment.

Clarifications were provided to the members on the queries raised in the meeting.

Members were briefed that as per the preliminary report as submitted by the Scrutinizer all resolutions have been approved with requisite majority. Further the results of the E-voting and Poll, together with the scrutinizer report, will be disclosed to the stock Exchanges and will be uploaded on website of the Company as per provisions of the companies Act, 2013 and SEBI (Listing Obligation and disclosures Requirements) Regulations , 2015.

Thereafter meeting was declared as concluded at 3.00 P.M. with vote of thanks to the Chair.

For **JINDAL PHOTO LTD.**



Ashok
Ashok Yadav
Company Secretary
ACS: 14223

Date: 27th Sept, 2019.



CONSOLIDATED SCRUTINIZER REPORT

*(Pursuant to Section 108 and 109 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended)*

To,
The Chairman,
Jindal Photo Limited
19th K.M. Hapur Bulandshahr Road P.O.
Gulaothi Bulandshahr Uttar Pradesh 203408

Sub: Resolutions passed through E-Voting and Poll conducted at the 16th Annual General Meeting of Jindal Photo Limited.

I, Akarshika Goel, Partner of M/s. Grover Ahuja & Associates, Company Secretaries having its office at 302, Third Floor, Gagandeep Building, Rajendra Place, New Delhi - 110008, have been appointed as the Scrutinizer by the Board of Directors of **Jindal Photo Limited** ("the Company") having its registered office situated at 19th K.M. Hapur Bulandshahr Road P.O. Gulaothi Bulandshahr Uttar Pradesh 203408, for the purpose of scrutinizing the electronic voting process and through its Authorized Representative i.e. Mr. Alok Jain, Practicing Company Secretary the votes through poll held at the Annual General Meeting on Friday i.e. 27th September, 2019.

The Company had appointed Link Intime India Private Limited (LIPL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Tuesday, 24th September, 2019 at 9:00 A.M. till Thursday, 26th September, 2019 upto 5:00 P.M.. The E-voting was thereafter disabled by LIPL. The E-Voting results were unblocked by me on, 27th September, 2019 in the presence of 2 (two) witnesses namely Ms. Monika Joshi and Mr. Mukesh Kumar Nagar.

The Company had also provided voting facility by poll at the 16th Annual General Meeting of the Company, to the members present in person or by proxy; who had not exercised their right to vote through electronic voting facility.



The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on resolutions specified in the notice of the 16th Annual General Meeting. My responsibility as a Scrutinizer for the e-voting process and poll is restricted to scrutinize the results and present the Report for the votes cast "in favour" or "against" the resolutions.

The result of the E-Voting together with that of Poll is as under:

(A) As an Ordinary Resolution- Item No. 1.

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 including the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit & Loss for the year ended on that date together with relevant schedules and notes thereon together with the Reports of the Board of Directors and Auditors thereon.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
E-Voting	6	7088772	96.22
Poll	31	278210	3.78
Total	37	7366982	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
E-Voting	-	-	-
Poll	--	-	-
Total	-	-	-

III. Invalid Votes:

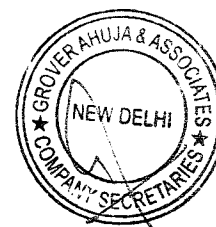
	Number of Members who voted through E-Voting Process and poll	Number of votes cast (in proportion to shareholding)
E-Voting	-	-
Poll	-	-
Total	-	-

b) As an Ordinary Resolution- Item No.2.

To appoint a Director in place of Mr. Manoj Kumar Rastogi, Managing Director (DIN: 07585209) who retires by rotation and being eligible, offers himself for re-appointment.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
E-Voting	6	7088772	96.22
Poll	31	278210	3.78
Total	37	7366982	100.00

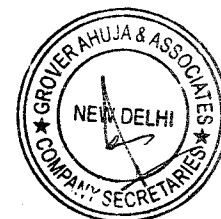


II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (in proportion to shareholding)
E-Voting	-	-
Poll	-	-
Total	-	-



The register, all other papers and relevant records relating to electronic voting and physical poll shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking You.
Yours faithfully

for Grover Ahuja & Associates
Company Secretaries

Akarshika Goel
(Scrutinizer)
C.P No. 12770



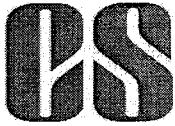
Alok Jain
(Authorized Representative)
C.P. No. 14828

Date: 27.09.2019
Place: New Delhi

We the undersigned witnessed that the votes were unblocked from the e-voting website of Link Intime India Private Limited, (LIPL) instavote.linkintime.co.in in our presence at 02:50 P.M. on 27th September, 2019 at the office of the Scrutinizer.

Monika Joshi

Mukesh Kumar Nagar



SCRUTINIZER REPORT

*[Pursuant to section 108 of the Companies Act, 2013
and Companies (Management and Administration) Rules, 2014 as amended]*

To,
The Chairman,
Jindal Photo Limited
19th K.M. Hapur Bulandshahr Road P.O.
Gulaothi Bulandshahr Uttar Pradesh- 203408

Sub: Resolutions passed through E-Voting pursuant to Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014

I, Akarshika Goel, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Jindal Photo Limited ("the Company") having its registered office situated at 19th K.M. Hapur Bulandshahr Road P.O. Gulaothi Bulandshahr Uttar Pradesh-203408, for the purpose of scrutinizing the electronic voting process and votes through poll held at the Annual General Meeting on Friday i.e. 27th September, 2019.

The Company had appointed Link Intime India Private Limited (LI IPL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Tuesday, 24th September, 2019 at 9:00 A.M. till Thursday, 26th September, 2019 at 5:00 P.M with voting rights proportional to the shareholding as on 20th September, 2019. The E-voting was thereafter disabled by Link Intime India Private Limited. The E-Voting results were unblocked by me on, 27th September, 2019 in the presence of Ms. Monika Joshi and Mr. Mukesh Kumar Nagar.

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to e-voting on resolutions specified in the notice of the 16th Annual General Meeting. My responsibility as a Scrutinizer for the e-voting process is restricted to scrutinize the results and presenting the Report for the votes cast "in favour" or "against" the resolutions.

The result of the E-Voting is as follows:



(A) As an Ordinary Resolution- Item No. 1.

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 including the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit & Loss for the year ended on that date together with relevant schedules and notes thereon together with the Reports of the Board of Directors and Auditors thereon.

I. Voted in favour of the Resolution:

	Number of Members who voted	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast
E-Voting	6	7088772	100.00

II. Voted against the Resolution:

	Number of Members who voted	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast
E-Voting	-	-	-

III. Invalid Votes:

	Number of Members who voted	Number of votes cast (in proportion to shareholding)
E-Voting	-	-



(B) As an Ordinary Resolution- Item No.2.

To appoint a Director in place of Mr. Manoj Kumar Rastogi, Managing Director (DIN: 07585209) who retires by rotation and being eligible, offers himself for re-appointment.

I. Voted in the favour of the Resolution:

	Number of Members who voted	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast
E-Voting	6	7088772	100.00

II. Voted against the Resolution:

	Number of Members who voted	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast
E-Voting	-	-	-

III. Invalid Votes:

	Number of Members who voted	Number of votes cast (in proportion to shareholding)
E-Voting	-	-



The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking You,
Yours Faithfully,

for Grover Ahuja & Associates
Company Secretaries

Akarshika Goel
(Scrutinizer)
C.P No. 12770



Date: 27.09.2019
Place: New Delhi

We the undersigned witnessed that the votes were unblocked from the e-voting website of Link Intime India Private Limited, (LIIPL) instavote.linkintime.co.in in our presence at 02:50 P.M. on 27th September, 2019 at the office of the Scrutinizer.

Monika Joshi

Mukesh Kumar Nagar



FORM NO. MGT-13

REPORT OF SCRUTINIZER

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

To,
The Chairman,
Jindal Photo Limited
19th K.M. Hapur Bulandshahr Road P.O.
Gulaothi Bulandshahr Uttar Pradesh- 203408

Ref: For 16th Annual General Meeting of the Shareholders of Jindal Photo Limited held on Friday, 27th September, 2019 at 1:30 p.m. at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001

Dear Sir,

I, Akarshika Goel, Partner of M/s. Grover Ahuja & Associates, Company Secretaries through its Authorized Representative i.e. Mr. Alok Jain, Practicing Company Secretary having its office at 302, Third Floor, Gagandeep Building, Rajendra Place, New Delhi - 110 008, was appointed as a Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Shareholders of **Jindal Photo Limited** ("the Company") held on 27th September, 2019 at 1:30 P.M. at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001 and submit my report as under:

1. After declaration of the poll by the Chairman, **One (1)** empty ballot box kept for polling was locked in the presence of Mr. Alok Jain, Practicing Company Secretary (Authorized Representative of M/s. Grover Ahuja & Associates), with due identification marks placed by him.
2. The locked ballot box was subsequently opened in his presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company.
3. *The result of the Poll is as under:*



302, 3rd Floor, Gagandeep Building, Rajendra Place, New Delhi – 110008

Tel: +91 11 49091217/ 49125317

Email: groverahuja@hotmail.com

(a) As an Ordinary Resolution- Item No. 1.

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 including the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit & Loss for the year ended on that date together with relevant schedules and notes thereon together with the Reports of the Board of Directors and Auditors thereon.

(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
31	278210	100.00

(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
-	-	-

(iii) Invalid votes:

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



(b) As an Ordinary Resolution- Item No.2.

To appoint a Director in place of Mr. Manoj Kumar Rastogi, Managing Director (DIN 07585209) who retires by rotation and being eligible, offers himself for re-appointment.

(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
31	278210	100.00

(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
-	-	-

(iii) Invalid votes:

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



4. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully

for Grover Ahuja & Associates
Company Secretaries

Akarshika Goel
(Scrutinizer)
C.P No. 12770



Alok Jain
(Authorized Representative)
C.P. No. 14828

Date: 27.09.2019
Place: New Delhi