



# Jyoti Ltd.

Water • Power • Progress

Nanubhai Amin Marg,  
Industrial Area,  
P.O. Chemical Industries,  
Vadodara-390 003. (India)  
Phone : 3054444  
Fax : ++91-265-2281871  
2280671

E.Mail : jyotilttd@jyoti.com  
Website : <http://www.jyoti.com>

CIN : L36990GJ1943PLC000363

**By Electronic mode**

28<sup>th</sup> November, 2019

The General Manager  
DCS – CRD  
(Corporate Relationship Department)  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai – 400 001

**SCRIP CODE NO.: 504076**

**Sub: Details regarding voting results pursuant to Regulation 44(3) of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

Pursuant to the Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of voting results of 75<sup>th</sup> Annual General Meeting of the Company, held on Thursday, 28<sup>th</sup> November, 2019 at 9.00 a.m.

We are also enclosing herewith the Scrutinizer's Report.

Please take the results of Remote e-voting and Ballot Paper on your records.

Thanking you.

Yours faithfully,  
For Jyoti Limited

CS S. Singhal  
Vice President (Legal) &  
Company Secretary  
M. No. F8289

Encl: As above



**Details of Voting Results**

<b>Date of AGM</b>	28 <sup>th</sup> November, 2019	
<b>Total number of shareholders on record date</b>	12559	
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	In Person	Through Proxy
Promoters and Promoter Group	5	2
Public	33	8
<b>Total</b>	<b>38</b>	<b>10</b>
<b>No. of shareholders attended the meeting through Video Conferencing</b>	Not applicable	
Promoters and Promoter Group		
Public		



**Agenda-wise Disclosure**

**Resolution No. 1 - Adoption of Financial Statements**

Adoption of Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March, 2019, (including Audited Consolidated Financial Statements) for the Financial Year ended on 31<sup>st</sup> March, 2019, including the Audited Balance Sheet as at 31<sup>st</sup> March, 2019, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

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 Promoter Group	E-Voting	5593468	5590798	99.95	5590798	-	100	-
	Poll	5593468	2670	0.05	2670	-	100	-
	Postal Ballot (If applicable)							
	Total	5593468	5593468	100	5593468	-	100	-
Public Institutions	E-Voting	549664	-	-	-	-	-	-
	Poll	549664	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	Total	549664	-	-	-	-	-	-
Public – Non Institutions	E-Voting	16949496	6202409	36.59	6202409	-	100	-
	Poll	16949496	117543	0.69	117543	-	100	-
	Postal Ballot (If applicable)							
	Total	16949496	6319952	37.28	6319952	-	100	-
<b>Total</b>		<b>23092628</b>	<b>11913420</b>	<b>51.59</b>	<b>11913420</b>	<b>-</b>	<b>100</b>	<b>-</b>

Note: The resolution carried with requisite majority.



**Resolution No. 2 - Appointment of Smt. Tejal Rahul Amin (DIN: 00169860) as Director**

Appointment of director in place of Smt. Tejal Rahul Amin (DIN: 00169860) who retires by rotation and, being eligible has offered herself for re-appointment.

Resolution required: (Ordinary/ Special)	ORDINARY
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 and Promoter Group	E-Voting	5593468	5590798	99.95	5590798	-	100	-
	Poll	5593468	2670	0.05	2670	-	100	-
	Postal Ballot (If applicable)							
	<b>Total</b>	5593468	5593468	100	5593468	-	100	-
Public Institutions	E-Voting	549664	-	-	-	-	-	-
	Poll	549664	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	<b>Total</b>	549664	-	-	-	-	-	-
Public – Non Institutions	E-Voting	16949496	6202409	36.59	6202399	10	100	-
	Poll	16949496	117543	0.69	117543	-	100	-
	Postal Ballot (If applicable)							
	<b>Total</b>	16949496	6319952	37.28	6319942	10	100	-
<b>Total</b>		23092628	11913420	51.59	11913410	10	100	-

Note: The resolution carried with requisite majority.



**Resolution No. 3- Re-appointment of Shri Rahul Amin (DIN: 00167987) as Managing Director-**

In view of the Notice Published on 20<sup>th</sup> November, 2019 this resolution was not considered for voting by the shareholders of the Company.



**Resolution No. 4 - Remuneration of Cost Auditors**

Rectification of remuneration of the Cost Auditors for the financial year ending on 31<sup>st</sup> March, 2020

Resolution required: (Ordinary/ Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

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 Promoter Group	E-Voting	5593468	5590798	99.95	5590798	-	100	-
	Poll	5593468	2670	0.05	2670	-	100	-
	Postal Ballot (If applicable)							
	Total	5593468	5593468	100	5593468	-	100	-
Public Institutions	E-Voting	549664	-	-	-	-	-	-
	Poll	549664	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	Total	549664	-	-	-	-	-	-
Public – Non Institutions	E-Voting	16949496	6202409	36.59	6202399	10	100	-
	Poll	16949496	117543	0.69	117543	-	100	-
	Postal Ballot (If applicable)							
	Total	16949496	6319952	37.28	6319942	10	100	-
<b>Total</b>		<b>23092628</b>	<b>11913420</b>	<b>51.59</b>	<b>11913410</b>	<b>10</b>	<b>100</b>	<b>-</b>

Note: The resolution carried with requisite majority.



**Resolution No.5 - Re-appointment of Shri Tushar Charandas Dayal (DIN: 01055037) as an Independent Director**

Re-appointment of Shri Tushar Charandas Dayal (DIN: 01055037) as an Independent Director

Resolution required: (Ordinary/ Special)	SPECIAL
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

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 Promoter Group	E-Voting	5593468	5590798	99.95	5590798	-	100	-
	Poll	5593468	2670	0.05	2670	-	100	-
	Postal Ballot (If applicable)							
	Total	5593468	5593468	100	5593468	-	100	-
Public Institutions	E-Voting	549664	-	-	-	-	-	-
	Poll	549664	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	Total	549664	-	-	-	-	-	-
Public – Non Institutions	E-Voting	16949496	6202409	36.59	6202399	10	100	-
	Poll	16949496	117543	0.69	117543	-	100	-
	Postal Ballot (If applicable)							
	Total	16949496	6319952	37.28	6319942	10	100	-
<b>Total</b>		23092628	11913420	51.59	11913410	10	100	-

Note: The resolution carried with requisite majority.



**Resolution No. 6 - Re-appointment of Shri Vijaykumar Omprakash Gulati (DIN: 02127750) as an Independent Director**

Re-appointment of Shri Vijaykumar Omprakash Gulati (DIN: 02127750) as an Independent Director

Resolution required: (Ordinary/ Special)	SPECIAL
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

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 Promoter Group	E-Voting	5593468	5590798	99.95	5590798	-	100	-
	Poll	5593468	2670	0.05	2670	-	100	-
	Postal Ballot (If applicable)							
	Total	5593468	5593468	100	5593468	-	100	-
Public Institutions	E-Voting	549664	-	-	-	-	-	-
	Poll	549664	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	Total	549664	-	-	-	-	-	-
Public – Non Institutions	E-Voting	16949496	6202409	36.59	6202399	10	100	-
	Poll	16949496	117543	0.69	117543	-	100	-
	Postal Ballot (If applicable)							
	Total	16949496	6319952	37.28	6319942	10	100	-
<b>Total</b>		<b>23092628</b>	<b>11913420</b>	<b>51.59</b>	<b>11913410</b>	<b>10</b>	<b>100</b>	<b>-</b>

Note: The resolution carried with requisite majority.



**Resolution No. 7 - Re-appointment of Shri Shrikar Shriram Bhattbhatt (DIN: 00144208) as an Independent Director**

Re-appointment of Shri Shrikar Shriram Bhattbhatt (DIN: 00144208) as an Independent Director

Resolution required: (Ordinary/ Special)	SPECIAL
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

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 Promoter Group	E-Voting	5593468	5590798	99.95	5590798	-	100	-
	Poll	5593468	2670	0.05	2670	-	100	-
	Postal Ballot (If applicable)							
	<b>Total</b>	5593468	5593468	100	5593468	-	100	-
Public Institutions	E-Voting	549664	-	-	-	-	-	-
	Poll	549664	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	<b>Total</b>	549664	-	-	-	-	-	-
Public – Non Institutions	E-Voting	16949496	6202409	36.59	6202399	10	100	-
	Poll	16949496	117543	0.69	117543	-	100	-
	Postal Ballot (If applicable)							
	<b>Total</b>	16949496	6319952	37.28	6319942	10	100	-
<b>Total</b>		23092628	11913420	51.59	11913410	10	100	-

Note: The resolution carried with requisite majority.



## SCRUTINIZER'S REPORT

To,  
The Chairman,  
Jyoti Limited  
Nanubhai Amin Marg,  
Industrial Area,  
P.O. Chemical Industries,  
Vadodara - 390 003

Dear Sir,

**Subject : Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 75<sup>th</sup> Annual General Meeting of the members of Jyoti Limited (the Company) held on Thursday, the 28<sup>th</sup> day of November, 2019 at 9.00 a.m. at Registered Office at Nanubhai Amin Marg, Industrial Area, P.O. Chemical Industries, Vadodara - 390 003.**

I, Ravi Kapoor, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Jyoti Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the 75<sup>th</sup> Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 75<sup>th</sup> Annual General Meeting of the members of Jyoti Limited (the Company) held on Thursday the 28<sup>th</sup> November, 2019 at 9.00 a.m. at Registered Office at Nanubhai Amin Marg, Industrial Area, P.O. Chemical Industries, Vadodara - 390 003.

The Notice dated 26<sup>th</sup> September, 2019 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 75<sup>th</sup> Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 75<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.



**Ravi Kapoor  
&  
Associates**

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**Company Secretaries**

**Trade Mark Agent**

**Insolvency Resolution Professional**

The Company has also provided poll at the AGM venue facility to the Shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility. Resolution No. 3 was pertaining to Re-appointment of Mr. Rahul Amin, as a Managing Director of the Company. As informed to me Company could not get pre-requisite approval of all the Secured Creditors for the appointment of Managing Director. Therefore, Resolution no. 3 appearing in the Notice of 75<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> November, 2019 was withdrawn and not considered for voting by Shareholders of the Company. Necessary notice for withdrawal of Resolution No.3 was also published in the Indian Express and Financial Express (Gujarati) on 20<sup>th</sup> November, 2019.

Further to the above, I submit my report as under:-

**E-Voting:**

- (i) The e-voting period remained open from 25<sup>th</sup> November, 2019 at 10.00 a.m. and ended on 27<sup>th</sup> November, 2019 at 5.00 p.m.
- (ii) The members of the Company as on the "cut-off" date i.e. 21<sup>st</sup> November, 2019 were entitled to vote on the resolutions (items no. 1 to 7 except resolution no. 3 as set out in the notice of the 75<sup>th</sup> Annual General Meeting of the Company).
- (iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were not in employment of the Company.
- (iv) The Corporate members, who had participated in the remote e-voting, had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e-voting.

**Poll:**

- (i) The Company had provided the facility for voting through ballot or polling paper at the 75<sup>th</sup> AGM and members, who have not cast their vote by remote e-voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient place at the venue.
- (iii) The locked ballot box was subsequently opened before me, in presence of two witnesses, who were not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.

*Ravi Kapoor*

**Item No. 1-Ordinary Resolution**

**Adoption of Financial Statements for the year ended on 31st March, 2019**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11793207	44	11793207	100	NIL	N.A.	N.A.	NIL	NIL
Poll at the AGM	120213	13	120213	100	NIL	N.A.	N.A.	NIL	NIL
<b>Total</b>	<b>11913420</b>	<b>57</b>	<b>11913420</b>	<b>100</b>	<b>NIL</b>	<b>N.A.</b>	<b>N.A.</b>	<b>NIL</b>	<b>NIL</b>

**Item No. 2- Ordinary Resolution**

**Appointment of Director, who retires by rotation**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11793207	43	11793197	100	1	10	Negligible	NIL	NIL
Poll at the AGM	120213	13	120213	100	NIL	N.A.	N.A.	NIL	NIL
<b>Total</b>	<b>11913420</b>	<b>56</b>	<b>11913410</b>	<b>100</b>	<b>1</b>	<b>10</b>	<b>Negligible</b>	<b>NIL</b>	<b>NIL</b>

*Ravi Kapoor*

**Item No. 3- Ordinary Resolution**

**Re-appointment of Shri Rahul Amin (DIN: 00167987) as Managing Director**

Since Company has not received pre-requisite approval from all the secured creditors and therefore this resolution for re-appointment of Shri Rahul Amin (DIN: 00167987) as Managing Director was withdrawn.

**Item No. 4 - Ordinary Resolution**

**Remuneration of Cost Auditor.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11793207	43	11793197	100	1	10	Negligible	NIL	NIL
Poll at the AGM	120213	13	120213	100	NIL	N.A.	N.A.	NIL	NIL
<b>Total</b>	<b>11913420</b>	<b>56</b>	<b>11913410</b>	<b>100</b>	<b>1</b>	<b>10</b>	<b>Negligible</b>	<b>NIL</b>	<b>NIL</b>

**Item No. 5 - Special Resolution**

**Re-appointment of Shri Tushar Charandas Dayal (DIN: 01055037) as an Independent Director.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11793207	43	11793197	100	1	10	Negligible	NIL	NIL
Poll at the AGM	120213	13	120213	100	NIL	N.A.	N.A.	NIL	NIL
<b>Total</b>	<b>11913420</b>	<b>56</b>	<b>11913410</b>	<b>100</b>	<b>1</b>	<b>10</b>	<b>Negligible</b>	<b>NIL</b>	<b>NIL</b>

*Ravi Kapoor*

**Item No. 6 - Special Resolution****Re-appointment of Shri Vijaykumar Omprakash Gulati (DIN: 02127750) as an Independent Director.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11793207	43	11793197	100	1	10	Negligible	NIL	NIL
Poll at the AGM	120213	13	120213	100	NIL	N.A.	N.A.	NIL	NIL
<b>Total</b>	<b>11913420</b>	<b>56</b>	<b>11913410</b>	<b>100</b>	<b>1</b>	<b>10</b>	<b>Negligible</b>	<b>NIL</b>	<b>NIL</b>

**Item No. 7 - Special Resolution****Re-appointment of Shri Shrikar Shriram Bhattbhatt (DIN: 00144208) as an Independent Director.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11793207	43	11793197	100	1	10	Negligible	NIL	NIL
Poll at the AGM	120213	13	120213	100	NIL	N.A.	N.A.	NIL	NIL
<b>Total</b>	<b>11913420</b>	<b>56</b>	<b>11913410</b>	<b>100</b>	<b>1</b>	<b>10</b>	<b>Negligible</b>	<b>NIL</b>	<b>NIL</b>



**Ravi Kapoor  
&  
Associates**

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**Company Secretaries**  
**Trade Mark Agent**  
**Insolvency Resolution Professional**

The data sheet relating to e-voting/Poll at the 75th AGM venue and other related papers/registers, records are handed over to the Chairman/Secretary of the Company.

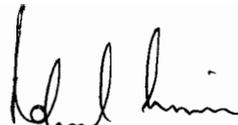
Thanking you  
Yours faithfully,



**Name: Ravi Kapoor**  
**Practicing Company Secretary- Scrutinizer**

**FCS: 2587; COP: 2407**

**Date: 28/11/2019**  
**Place: Ahmedabad**



**Mr. Rahul Amin**  
**Chairman of the Meeting**