

JISL/SEC/2013/05

16<sup>th</sup> May, 2013.

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: cmlist@nse.co.in

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

Sub. : Scrutiny Report for passing of resolution by Postal Ballot

Dear Sir,

Please refer to our letter No.JISL/SEC/2013/04 dated 13<sup>th</sup> May, 2013.

Enclosed herewith please find Report of Scrutineer i.e. Mr. Aaron J Solomon,  
Partner of Solomon & Co, Mumbai dated 13.05.2013 for passing of resolution by  
Postal Ballot for mortgage of movable/immovable properties of the Company in  
favour of Trustees to Lenders u/s 293(1)(a) of the Companies Act, 1956 for your  
reference and records.

Please receive the above in order, take on record and acknowledge.

Thanking you,

Yours faithfully,  
For Jain Irrigation Systems Ltd.,

  
A. V. Ghodgaonkar  
Company Secretary

# SOLOMON & CO.

ADVOCATES & SOLICITORS  
(ESTD. 1909)

Ref. No.: 738.129/539/2013

13<sup>th</sup> May 2013

## SCRUTINIZER'S REPORT

To

The Chairman

**Jain Irrigation Systems Limited**

Jain Plastic Park, N.H. No. 6

Jalgaon, Maharashtra

Pin Code - 425 001

### Sub: Scrutiny Report for Passing of Resolution by Postal Ballot

Dear Sir,

1. I, Aaron Solomon, Practicing Advocate and Solicitor and Partner at Solomon & Co., Advocates & Solicitors, was appointed by the Board of Directors of Jain Irrigation Systems Limited ("Company") as the Scrutinizer for the Postal Ballot Poll held pursuant to the provisions of Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2001, for the purpose of passing resolutions as contained in Notice of Postal Ballot dated 4<sup>th</sup> April 2013.
2. I submit my report as under:
  - 2.1 The Company has completed on 8<sup>th</sup> April 2013, the dispatch of postal ballot forms along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members /list of beneficiaries as on 29<sup>th</sup> March 2013.
  - 2.2 Particulars of all the postal ballot forms received from the Members have been entered in a Register separately maintained for the purpose.
  - 2.3 The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.



- 2.4 The ballot boxes were opened on 11<sup>th</sup> May 2013 in my presence.
- 2.5 The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Register of Members of the company/ list of beneficiaries as on 11<sup>th</sup> May 2013.
- 2.6 All postal ballot forms received up to the close of working hours on 9<sup>th</sup> May 2013 being the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
- 2.7 No Envelope containing postal ballot forms has been received after close of working hours on 11<sup>th</sup> May 2011.
- 2.8 I have found 47 (Forty Seven) incomplete, improperly or incorrectly tick marked Postal Ballot Forms, which are included in the number of invalid postal ballots.
3. A summary of the postal ballot forms received for passing of Ordinary Resolution for the purpose stated in the Notice of the Company dated 4<sup>th</sup> April 2013 i.e. Authority for creation of charge by way of mortgage/hypothecation of undertaking(s) of the Company u/s 293 (1) (a) of the Companies Act, 1956 in favour of specified lenders /Trustee, which is given herein below:

i) Summary of Postal Ballot Form Issued & Received by the Company:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Ordinary Equity Shares (Rs. 2 each)	No. of DVR Shares (Rs. 2 each & 1/10 <sup>th</sup> Voting Rights as compared to Ordinary Equity Shares)	Paid-up value of the Equity Shares (In Rs.)	Total Voting Rights
a.	Total postal ballots issued	1,17,941	43,56,19,978	1,92,94,304	90,98,28,564	43,75,49,408.40



b.	Total postal ballots forms received	1383	29,58,72,977	94,66,747	61,06,79,448	29,68,19,651.70
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ii) Summary of Valid & Invalid Postal Ballot Form for Assent and Dissent of the shareholders:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Voting Rights [No. of Ordinary Equity Share + No. of DVR Shares(i.e. 1/10 <sup>th</sup> Voting Rights as compared to Ordinary Equity Shares)]
a.	Invalid Postal Ballot Forms (as per register)	47	2,96,35.90
b.	Net Valid Postal Ballot Forms (as per register)	1336	29,67,90,015.80
c.	Votes with assent for Resolution as a percentage of net valid votes polled	1261	295,988,916.70 (99.73%)
d.	Votes with dissent for Resolution as a percentage of net valid votes polled	75	801,099.10 (0.27%)

4. I have on reckoning the voting rights of the shareholders on the basis of the paid up value of the ordinary equity shares and differential voting rights of the DVR shares registered in their names, found that the total number of voting rights as per valid votes polled in favour



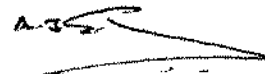
of the resolution is **29,59,88,916.70**(Twenty Nine Crore Fifty Nine Lakhs Eighty Eight Thousand Nine Hundred Sixteen and Seven Tenths Only) and the percentage of assent of total voting rights in respect of the resolutions is **99.73%** of the total valid votes;

5. I have handed over the postal ballot forms and other related papers/ registers and records for safe custody to the Company Secretary of the Company, authorized by the Board to supervise the postal ballot process and have briefed the Chairman of the Company about the process and advised the Company to obtain the decision of the Chairman of the Company on the conduct of Postal Ballot for the resolution as contained in the Notice dated 4<sup>th</sup> April 2013.
6. You may accordingly arrange to declare the results of the voting by Postal Ballot.

Place: Mumbai

Date: 13<sup>th</sup> May 2013

**For SOLOMON & CO.**  
Advocates & Solicitors



**Aaron J. Solomon**  
Partner

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Fort, Mumbai 400023  
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