

MEENU MAHESHWARI & ASSOCIATES
COMPANY SECRETARY

K-004, Shilalekh Soc. Narayan Ghat
Shahi Baug, Ahmedabad – 380 004
Ph: (R): 079-25625892
(M) +91 9427333612
Email: maleshwarics@yahoo.com

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SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with
Rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,

Chairman,

Annual General Meeting of the Shareholders of

JYOTI RESINS AND ADHESIVES LIMITED

held on **Wednesday, 30th September, 2015**

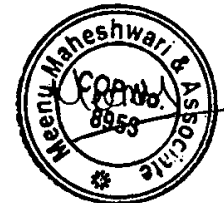
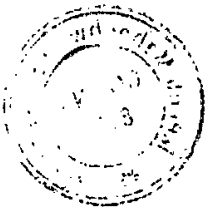
405 RAJKAMAL PLAZZA-BOPP HIGHCOURT, NR SAMRIDHHI BLDG
Ahmedabad – 380014

RE: E-VOTING SCRUTINIZER'S REPORT

Dear Sir,

I, CS Meenu Maheshwari Practicing Company Secretary having office at K-004 Shilalekh Soc , ShahiBaug Ahmedabad 380 004 have been appointed as scrutinizer of **JYOTI RESINS AND ADHESIVES LIMITED** (for the brevity purpose, hereinafter referred as "the Company") for the purpose of scrutinizing the e-voting process in fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the below mentioned resolutions, at the 22nd Annual General Meeting of the Shareholders of the Company, to be held on **Wednesday , 30th September, 2015** at Rajkamal Plaza - B, Nr. Samruddhi Bldg., Opp. Old High Court, Ahmedabad 380 014 to transact the following business. I Submit my report as under:-

1. The e-voting period remained open from Sunday, September 27, 2015 (10.00 a.m. IST) and ends on Tuesday September 29, 2015(5.00 p.m. IST);
2. The shareholders holding shares as on the cut-off date i.e. Wednesday, 23rd September, 2015 were entitled to vote on the proposed resolutions set out at item no. 1 (one) to 5 (Five) in notice convening of the Annual General Meeting of the Company;



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3. The votes were unblocked on Wednesday, 29th September, 2015 around 5:00 p.m. (IST) in presence of two witnesses i.e. Mr Anand Modi and Mr Shalin Sheth who are not in the employment of the Company.
 4. Thereafter, the details containing, inter alia, list of equity shareholders, who voted 'For' and 'Against', were downloaded from the e-voting portal of NSDLd i.e. evoting@nsdl.co.in attached and named as "Exhibit - I";
 5. The results of the e-voting are as under:-

The details regarding the voting result in stipulated tenant as per Clause 35A of the Listing Agreement is submitted herewith.

Item No .1 to receive, consider and adopt the audited Balance Sheet as at 31st March 2015, Statement of Profit & loss for the year ended on that date together with the Reports of Directors' and Auditors' thereon.

Type of Business: Ordinary Business

Type of Resolution: Ordinary Resolution

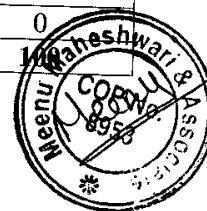
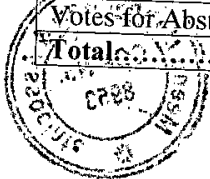
Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	27	1645634	100
In against	0	0	0
Votes for Abstain/Invalid	0	0	0
Total.....	27	1645634	100

Item No .2 - To appoint a director in place of Mr. Harshad G. Patel who retires by rotation and being eligible offers himself for reappointment.

Type of Business: Ordinary Business

Type of Resolution: Ordinary Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	26	1644634	99.94
In-against	1	1000	0.06
Votes for Abstain/Invalid	0	0	0
Total.....	27	1645634	



Item No .3 To appoint the Auditors of the Company for the financial year 2015-16 pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time and to fix their remuneration

Type of Business: Ordinary Business

Type of Resolution: Ordinary Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	26	1644634	100
In against	0	0	0
Votes for Abstain/Invalid	0	0	0
Total.....	26	1644634	100

Item No .4 Re- To regularize appointment of Jyotika Ben Patel as Director.

Type of Business: Special Business

Type of Resolution: Ordinary Resolution

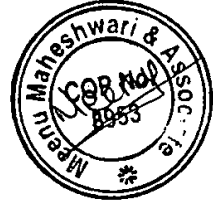
Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	26	1644634	99.94
In against	1	1000	0.06
Votes for Abstain/Invalid	0	0	0
Total.....	27	1645634	100

Item No .5 Re- Increase Remuneration to Managing Director

Type of Business: Special Business

Type of Resolution: Special Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	26	1644634	99.97
In against	1	1000	0.03
Votes for Abstain/Invalid	0	0	0
Total.....	27	1645634	100



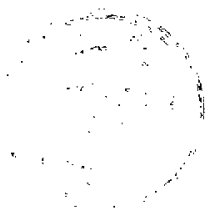
1. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are hand over to the Company Secretary of the Company.

Yours Truly,

.....
Meenu Maheshwari & Associates
FRN: S2015GJ305400
Meenu Maheshwari
COMPANY SECRETARY IN PRACTICE
COP : 8953
PCS : 7087



Date :Thursday, October 01, 2015
PLACE: AHMEDABAD



MEENU MAHESHWARI & ASSOCIATES
COMPANY SECRETARY

K-004, Shilalekh Soc. Narayan Ghat
ShahiBaug, Ahmedabad - 380 004
Ph. (R): 079-25625892
(M) +91 9427333612
Email: maheshwarics@yahoo.com

FORM No. MGT-13
REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 read with
Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

Chairman,

Annual General Meeting of the Shareholders of

JYOTI RESINS AND ADHESIVES LTD
held on **Wednesday, 30th September, 2015**
405 RAJKAMAL PLAZZA-BOPP HIGHCOURT,
NR SAMRIDHHI BLDG, AHMEDABAD-380014

Dear Sir,

I, Meenu Maheshwari Proprietor of Meenu Maheshwari & Associates, Practicing Company Secretary (COP 8953) appointed as Scrutinizer for the purpose of the poll taken on the below mentioned Resolutions, at the Annual General Meeting of the Shareholders of **JYOTI RESINS AND ADHESIVES LTD** held on **Wednesday, 30th September, 2015** at 405 RAJKAMAL PLAZZA-OPP HIGHCOURT, NR SAMRIDHHI BLDG, Ahmedabad - 380014. Submit my report as under:-

1. After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot was successfully opened in my presence and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company viz. **SHAREX DYNAMIC (INDIA) PVT LTD**, proxy lodged with the company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under :



Resolution No .1 (Ordinary resolution) To receive and adopt the audited accounts of the Company for the year ended 31st March 2015 along with report of auditors and directors thereon.

(i) Details of valid votes:

Particulars	No of Members present and voting (in person or by Proxy)	Number of Votes cast by them	% of total number of valid votes cast
In Favour	27	1645634	100
In against	0	0	0

(ii) Invalid Votes:

Numbers of members (in person or by Proxy) whose votes were declared invalid	Number of votes cast by them
0	0

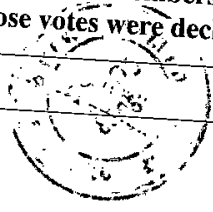
Resolution No .2 – (Ordinary Resolution) To appoint Director in the place of Mr Harshad G. Patel who retires by rotation and he is eligible for reappointment..

(i) Details of Valid Votes:

Particulars	No of Members present and voting (in person or by Proxy)	Number of Votes cast by them	% of total number of valid votes cast
In Favour	26	1644634	99.94
In against	1	1000	0.06

(ii) Invalid Votes:

Numbers of members (in person or by Proxy) whose votes were declared invalid	Number of votes cast by them
0	0



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Resolution No .3 (Ordinary Resolution) To appoint Auditor and to fix their remuneration.

(i) Details of Valid Votes:

Particulars	No of Members present and voting (in person or by Proxy)	Number of Votes cast by them	% of total number of valid votes cast
In Favour	26	1644634	100
In against	0	0	0

(ii) Invalid Votes:

Numbers of members (in person or by Proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No .4 (Ordinary Resolution) To Reregularise Mrs Jyotila Patel as a women director.

(i) Detail of Valid Votes:

Particulars	No of Members present and voting (in person or by Proxy)	Number of Votes cast by them	% of total number of valid votes cast
In Favour	26	1644634	99.94
In against		100	0.06

(ii) Invalid Votes:

Numbers of members (in person or by Proxy) whose votes were declared invalid	Number of votes cast by them
0	0



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Resolution No .5 (Special Resolution) To Increase remuneration to Managing Director

(i) Detail of Valid Votes:

Particulars	No of Members present and voting (in person or by Proxy)	Number of Votes cast by them	% of total number of valid votes cast
In Favour	26	1644634	99.94
In against	1	100	0.06

(ii) Invalid Votes:

Numbers of members (in person or by Proxy) whose votes were declared invalid	Number of votes cast by them
0	0

5. The list of equity shareholders who voted "FOR", "AGAINST" and whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the board for safe keeping.

THANKING YOU.

Yours Faithfully,

Meenu Maheshwari & Associates
FRN: S2015GJ305400
Meenu Maheshwari
COMPANY SECRETARY IN PRACTICE
COP : 8953
PCS : 7087



Date : Thursday, 1st October, 2015
PLACE: AHMEDABAD

