

JISL/CS/2015/10

October 01, 2015

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

Scrip Code: 500219, 570004

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

Symbol: JISLJALEQS & JISLDVREQS

Sub: Disclosure of Voting Results at the 28th AGM held on Wednesday 30.09.2015 at Registered Office, Jalgaon

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

Dear Sir(s)

In continuation to our letter No JISL/CS/2015/09 dated 30.09.2015.

As per the requirement of Clause 35A of the Listing Agreement, given below are the voting results at the 28th Annual General Meeting of the Company as per the format prescribed under the said clause. A poll was offered to be conducted at the AGM, however none of the Shareholders opted for poll hence it was not held.

Details of Voting Results

Date of the AGM	September 30, 2015
Total number of shareholders on record date Cut-off date for:	COPICITIBE! 00, 2015
i) Ballot in lieu of e voting: 28 th August, 2015	Equity Shares 140,169 Holders DVR Shares 54,424 Holders
ii) E-voting: 22 nd September, 2015	Equity Shares 141,163 Holders DVR Shares 54,582 Holders
No of Shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	18
- Public	161
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	None
Public:	None

Agenda item seguence

Item No.	Details of the Agenda	required (Ordinary/S	Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	Remarks		
1	Adoption of the Audited Accounts (Standalone and consolidated) for the year ended 31 st March, 2015 together	Ordinary	E-voting and Ballot	The resolution was passed with requisite majority		

Regd: Off.: Jain Plastic Park, P.O.Box: 72, N.H. No. 6, Jalgaon - 425 001. India. Tel: +91-257-2258011; Fax: +91-257-2258111; E-mail: jisl@jains.com; Visit us at: www.jains.com

CIN: L29120MH1986PLC042028

	with Schedules, Notes thereon and the reports of Board of Directors and Auditor's thereon			
2	Declaration of Dividend on Ordinary and DVR Equity Shares for the financial year 2014-15	Ordinary	E-voting and Ballot	The resolution was passed with requisite majority
3	Re-appointment of Shri Ashok B. Jain (DIN 00053157) as Director	Ordinary	E-voting and Ballot	The resolution was passed with requisite majority
4	Re-appointment of Shri R Swaminathan (DIN 00060983) as Director	Ordinary	E-voting and Ballot	The resolution was passed with requisite majority
5	Re-appointment of Statutory Auditors of the Company	Ordinary	E-voting and Ballot	The resolution was passed with requisite majority
6	Borrowing powers of the Company u/s 180 (1)(c) of the Companies Act, 2013	Special	E-voting and Ballot	The resolution was passed with requisite majority
7	Re-appointment of and Remuneration to Shri Ashok B Jain (DIN 00053157) as Executive Vice Chairman.	Special	E-voting and Ballot	The resolution was passed with requisite majority
8	Re-appointment of and Remuneration to Shri Anil B Jain (DIN 00053035) as Chief Executive Office/Managing Director	Special	E-voting and Ballot	The resolution was passed with requisite majority
9	Re-appointment of and Remuneration to Shri Ajit B Jain (DIN 00053299) as Chief Operating Officer/Joint Managing Director	Special	E-voting and Ballot	The resolution was passed with requisite majority
10	Re-appointment of and Remuneration to Shri Atul B Jain (DIN 00053407) as Joint Managing Director	Special	E-voting and Ballot	The resolution was passed with requisite majority
11	Re-appointment of and Remuneration to Shri R Swaminathan (DIN 00060983) as Executive Director	Special	E-voting and Ballot	The resolution was passed with requisite majority

Attached herewith please find Scrutinizer's Report dated 30.09.2015 (5 pages) along with voting details at only Annexure.

This may also be considered as compliance of Clause 31(d) of the Listing Agreement.

Yours Faithfully

For Jain Irrigation Systems Limited

A. V. Ghodgaonkar Company Secretary

Encl: As above

SOLOMON & Co.

ADVOCATES & SOLICITORS (ESTB. 1909)

To.

30th September, 2015

The Chairman,

Jain Irrigation Systems Limited.,

Jain Plastic Park, N.H. No. 6,

Jalgaon, Maharashtra,

Pin Code – 425 001.

Dear Sir.

Sub: Passing of Resolutions through Electronic and Postal Ballot in lieu of e-voting conducted for the purpose of 28^{th} Annual General Meeting (AGM) held on 30^{th} September, 2015 of the Jain Irrigation Systems Limited (JISL).

The Board of the Company at its meeting held on 2^{nd} September, 2015 had appointed me as Scrutinizer for the e-voting between 24^{th} September, 2015 at 9.00 a.m. and 29^{th} September, 2015 at 5.00 p.m. and for the Postal Ballot in lieu of e-voting for the purpose of AGM.

JISL accordingly has made arrangements with the CDSL (System Provider) for providing a system of recording votes of the shareholders electronically through e-voting. The company has also accordingly made arrangements through its Link Intime India Private Limited (RTA) to set up the e-voting facility on the System Provider's e-voting website http://www.evotingindia.com.

The Company has appointed RTA as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company between 24th September, 2015 at 9.00 a.m. and 29th September, 2015 at 5.00 p.m. The e- voting results were unblocked by me on 30th September, 2015 in the presence of two witnesses.

JISL through RTA has also uploaded the resolution together with the explanatory statement on which e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the System Provider. All necessary formalities in compliance with the requirements specified by System Provider has been done by the Company through its RTA. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the AGM Postal ballot notice dated 2nd September, 2015 sent to the shareholders by email and registered post. The Register of Members was made up, for the purpose of dispatch of AGM Notice to the shareholders as on 28th August, 2015.

As stated in sub rule 3 of Rule 20 under the Chapter on "Management and Administration" Rules as notified by MCA on 27th March, 2014 an advertisement was published by the Company in "**Lokmat Times, Aurangabad**" English newspaper and "**Lokmat, Jalgaon**" Marathi edition newspaper on 7th September, 2015 informing about the completion of dispatch of the Postal Ballot Notices, both by registered post and email, wherever applicable, to the shareholders along with other related matters mentioned therein.

I report that I have received the Postal Ballot forms in lieu of e-voting from the shareholders during the period starting from 2nd September, 2015 till 26th September, 2015. All the Postal Ballot forms received up to 6.00 PM Saturday, 26th September, 2015, being the last date fixed by the Company for receipt of the ballot forms and for the purpose of e-voting done up to 29th September, 2015 at 5.00 PM were considered for my scrutiny.

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The Postal Ballots forms received at the Company's address in the name of the Scrutinizer were opened and then taken up for scrutiny by me. During the course of scrutiny of Postal Ballot Forms, I have come across 2 (Two) invalid Postal Ballot Forms.

Since e-voting facility was provided by System Provider, the details of the e-voting exercised by the shareholders as also the votes exercised through Postal ballots, which were duly scrutinized and processed, were duly complied by the RTA.

On scrutiny, I report that out of 1,57,318 (One Lakh Fifty Seven Thousand Three Hundred and Eighteen) shareholders, 896 (Eight Hundred and Ninety Six) shareholders have exercised their vote through e-voting and 866 (Eight Hundred and Sixty Six) shareholders have exercised their votes through Postal Ballot Forms, as received. The details of polling results for the item placed for consideration by the members which is hereby enclosed as **Annexure 'A'**:

RESULTS:-

Item No. 1

Adoption of the Audited annual accounts for the year ended 31st march, 2015.

As the number of votes casted in favour of the Resolution i.e.99.98 % is more than number of votes cast against i.e. 0.02 %, I report that the Ordinary Resolution as set out in the Notice of AGM dated 2^{nd} September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 2

Declaration of dividend on ordinary and DVR Equity shares of Rs. 2/- each.

As the number of votes casted in favour of the Resolution i.e. 100% is more than number of votes cast against i.e. 0.00%, I report that the Ordinary Resolution, as set out in the Notice of AGM dated 2^{nd} September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 3

Appointment of Director in place of Shri Ashok B. Jain (DIN No. 00053157), who retires by rotation.

As the number of votes casted in favour of the Resolution i.e. $63.47\,\%$ is more than number of votes cast against i.e. $36.53\,\%$, I report that the Ordinary Resolution, as set out in the Notice of AGM dated 2^{nd} September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 4

Appointment of Director in place of Shri R. Swaminathan (DIN No. 00060983), who retires by rotation.

As the number of votes casted in favour of the Resolution i.e. $65.73\,\%$ is more than number of votes cast against i.e. 34.27%, I report that the Ordinary Resolution, as set out in the Notice of AGM dated 2^{nd} September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 5

Re-appointment of Statutory Auditors of the Company.

As the number of votes casted in favour of the Resolution i.e.99.95 % is more than number of votes cast against i.e. 0.05 %, I report that the Ordinary Resolution, as set out in the Notice of AGM dated 2^{nd} September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 6

Borrowing powers of Board of Directors u/s 180 (1) (c) of the Companies Act, 2013.

As the number of votes casted in favour of the Resolution i.e.99. 65% is more than three times the number of votes cast against i.e. 0.35 %, I report that the Special Resolution, as set out in the Notice of AGM dated 2^{nd} September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 7

Re-appointment of and Remuneration to Shri. Ashok B. Jain as Executive Vice Chairman.

As the number of votes casted in favour of the Resolution i.e.97. 48% is more than three times the number of votes cast against i.e. 2.52 %, I report that the Special Resolution, as set out in the Notice of AGM dated $2^{\rm nd}$ September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 8

Re-appointment of and Remuneration to Shri. Anil B. Jain as Chief Executive Officer and Managing Director.

As the number of votes casted in favour of the Resolution i.e.100.00% is more than three times the number of votes cast against i.e. 0.00 %, I report that the Special Resolution, as set out in the Notice of AGM dated 2^{nd} September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 9

Re-appointment of and Remuneration to Shri. Ajit B. Jain as Chief Operative Officer and Joint Managing Director.

As the number of votes casted in favour of the Resolution i.e.97. 48% is more than three times the number of votes cast against i.e. 2.52 %, I report that the Special Resolution, as set out in the Notice

of AGM dated 2^{nd} September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 10

Re-appointment of and Remuneration to Shri. Atul B. Jain as CMO and Joint Managing Director.

As the number of votes casted in favour of the Resolution i.e.100.00% is more than three times the number of votes cast against i.e. 0.00 %, I report that the Special Resolution, as set out in the Notice of AGM dated 2nd September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

Item No. 11

Re-appointment of and Remuneration to Shri. R. Swaminathan as Executive Director.

As the number of votes casted in favour of the Resolution i.e.100. 00% is more than three times the number of votes cast against i.e. 0.00 %, I report that the Special Resolution, as set out in the Notice of AGM dated 2^{nd} September, 2015 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.

I further report that as per the AGM notice dated 2nd September, 2015 and the Board Resolution dated 2nd September, 2015 the Chairman or any other person as authorized in this regard may declare and confirm the above results in respect of the aforesaid resolutions to the Stock Exchanges where the shares of the JISL are listed. The results would be displayed on Company's website www.jains.com and on the website of System Provider and Stock Exchanges.

I further report that as per Rule 22 of the Companies (management and Administration) Rules, 2014, the Company has been duly compiled with. I further report that as per the said Rules, the records maintained by me including the data as obtained from System Provider, for the e-Voting facility extended by them as also a Register recording the consent or otherwise received from the shareholders such as the name folio number/ DP ID/Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the Company Secretary of the Company after the Chairman approves and sign the minutes of the meeting.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking you, Yours Faithfully,

For **Solomon & Co**. Advocates & Solicitors

Aaron Solomon

Partner

Details of Reporting as per Clause 35B of Listing agreement based on results of Postal Ballot in lieu of AGM and evoting for AGM as per AGM Notice dated 2nd September, 2015.

Report dated:30 .09,2015

Total Number of Ballot papers received/ Evoting completed	
	1,760
Total No. of Invalid Ballot Papers received.	2
Total No. of Valid Ballot Papers received/evoting.	1,762

Item no.	Particulars of business/Resolution	Particulars of Voting methods		Total Voted DVR Shares	Total Voted DVR Shares Shares (4+10% of 5)	Valid Voting Right in favour		Valld Voting Right Against		Invalld	
						No. of Shares	% of Total VR	No. of Shares	% of Total V R	No. of Shares	% of Total VI
1	2	3	4	5	6	7	8	9	10	11	12
Item	Adoption of the Audited		,								
no. 1	annual accounts for the year ended 31st march,	E-Voting	191,346,931	1,530,399	101 400 074	404 424 627	00.07	05 224	ا م ما		
	2015.	Postal Ballot	98,666,136	4,881,777	191,499,971 99,154,314	191,434,637	99.97	65,334	0.03		0.0
		Total	290,013,067	6,412,176	290,654,285	99,154,063 290,588,700	100,00		0.00	251	0.0
ítem	Declaration of dividend	E-Voting	191,398,931	1,530,449	191,551,976	191,550,388	99.98 100,00	65,334	0.02	251	0.0
	on Ordinary and DVR	Postal Ballot	98,666,136	4,881,777	99,154,314	99,154,063	100,00	1,588	0.O0 0.O0		0.0
	Equity shares of Rs. 2/-	- Carar Banot	30,000,100	4,001,777	35,134,314	99,194,003	100,00	-	0.00	251	0.00
	each.	Total	290,065,067	6,412,226	290,706,290	290,704,451	100.00	1,588	0.00	251	0.00
Item	Appointment of Director in	E-Voting	191,398,931	1,530,449	191,551,976	85,368,665	44.57	106,183,311	55.43	-	0.00
no. 3	place of Shri Ashok B. Jain (DIN No. 00053157),	Postal Ballot	98,666,136	4,881,777	99,154,314	99,154,063	100.00	-	0.00	251	0.00
	who retires by rotation.							-			
		Total	290,065,067	6,412,226	290,706,290	184,522,728	63.47	106,183,311	36.53	261	0.00
Item no. 4	Appointment of Director in place of Shri R.	E-Voting	191,398,931	1,530,414	191,551,972	91,920,041	47.99	99,631,931	52.O1	-	0.00
110. 4	Swaminathan (DIN No.	Postal Ballot	98,666,136	4,881,777	99,154,314	99,154,063	100,00	-	0.00	251	0.00
	00060983), who retires by										
	rotation.	Total	290,065,067	6,412,191	290,706,286	191,074,104	65.73	99,631,931	34.27	251	0.00
Item	Re-appointment of	E-Voting	184,234,078	1,485,577	184,382,636	184,247,300	99,93	135,336	0.07	-	0.00
no. 5	Statutory Auditors of the Company.	Postal Ballot	98,666,136	4,881,777	99,154,314	99,154,063	100.00	-	0.00	251	0.00
	,-	Total	282,900,214	6,367,354	283,536,949	283,401,363	99.95	135,336	0.05	251	0.00
Item	Borrowing powers of	E-Voting	191,398,931	1,530,449	191,551,976	190,524,534	99.46	1,027,442	0.54		0.00
по. 6	Board of Directors u/s 180 (1) (c) of the Companies	Postal Ballot	98,666,136	4,881,777	99,154,314	99,154,063	100.00	-	0.00	251	0.00
	Act, 2013.										
		Total	290,065,067	6,412,226	290,706,290	289,678,597	99.65	1,027,442	0.35	261	0.00
Item no. 7	Re-appointment of and Remuneration to Shri.	E-Voting	186,562,911	1,530,449	186,715,956	179,514,889	96.14	7,201,067	3.86	-	0.00
110. 7	Ashok B. Jain as	Postal Ballot	98,666,136	4,881,777	99,154,314	99,154,063	100.00	<u> </u>	0,00	251	0.00
	Executive Vice Chairman.										
		Total	285,229,047	6,412,226	205,070,270	278,668,952	97.48	7,201,067	2.52	261	0.00
	Re-appointment of and Remuneration to Shri.	E-Voting	186,562,931	1,530,449	186,715,976	186,708,211	100,00	7,765	0.00	-	0.00
	Anil B. Jain as Chief Executive Officer and Managing Director	Postal Ballot	98,666,136	4,881,777	99,154,314	99,154,063	100.00		0,00	251	0.00
		Tatal	005 000 007	C 440 00C			4-4				
Item	Re-appointment of and	Total E-Voting	285,229,067 186,562,931	6,412,226	285,870,290	285,862,274	100.00	7,765	0.00	261	0.00
	Remuneration to Shri, Ajit B. Jain as Chief Operative Officer and Joint Managing Director,	Postal Ballot		1,530,449	186,715,976	179,514,803	96.14	7,201,173	3.86	-	0.00
		Postal Ballol	98,666,136	4,881,777	99,154,314	99,154,063	100.00	~	0.00	251	0,00
		Totai	205 220 007	6,412,226	225 070 200	270 660 006	07.40	7 004 470			
Item	Re-appointment of and Remuneration to Shri. Atul B. Jain as CMO and Joint Managing Director.	E-Voting	285,229,067 186,562,931	1,530,449	285,870,290 186,715,976	278,668,866	97.48	7,201,173	2.52	251	0.00
		Postal Ballot	98,666,136			186,708,225	100.00	7,751	0.00		0.00
		r vatai pallut	90,000,136	4,881,777	99,154,314	99,154,063	100.00	-	0.00	251	0.00
		Total	205 200 557	C 440 000	90F 07A 00A	005 000 000	4				
Item		Total	286,229,067	6,412,226	285,870,290	285,862,288	100,00	7,761	0.00	251	0.00
	Re-appointment or and Remuneration to Shri. R. Swaminathan as Executive Director.	E-Voting	186,562,931	1,530,449	186,715,976	186,712,083	100.00	3,893	0.00	-	0.00
		Postal Ballot	98,666,136	4,881,777	99,154,314	99,154,063	100.00	•	0.00	251	0.00
		Total	285,229,067	6,412,226	285,870,290	285,866,146	100.00	3,893	0.00	251	0.00

