



ISO 9001 : 2008
Reg. No. RQ91/5487



JSL INDUSTRIES LTD.

Registered Office & Works

Village Mogar-388 340, Tal. & Dist. Anand, (Gujarat) (India)

Phones : 02692 - 280224, 280254, 326993, 326994, Fax : 02692 - 280227

E-Mail : jsl@jسلمogar.com • Website : www.jسلمogar.com

CIN NO. L31100GJ1966PLC001397

September 23, 2015

To,
The Manager (Listing),
The Bombay Stock Exchange Limited,
25th Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

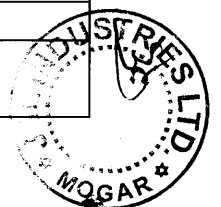
Dear Sir,

Sub: Details of Voting Results of Annual General Meeting of the Company held on September 22, 2015, pursuant to Clause 35A of the Listing Agreement

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the Shareholders of the Company were given opportunity to exercise their right to vote on the resolutions set out in the Notice of Annual General Meeting through electronic voting (e-voting) services provided by Central Depository Services (India) Limited (CDSL), during period commencing from September 19, 2015 (10.00 a.m) to September 21, 2015 (5.00 p.m) and voting by poll at venue of Annual General Meeting.

Details of Voting Results pursuant to Clause 35A of the Listing Agreement

Sr.	Description	Particulars
1	Date of Annual General Meeting	Tuesday, September 22, 2015
2	Total no. of Shareholders as on September 15, 2015 <i>i.e.</i> cut of date for e-voting purpose	2490
3	No. of Shareholders present in the meeting in person or through proxy	
	Shareholders	Present in person Present through proxy
	Promoter and Promotes Group	2 0
	Public	16 0
	Total	18 0
4	No. of Shareholders who attended the meeting through video conferencing	NIL



JSL INDUSTRIES LIMITED

DETAILS OF AGENDA AND VOTING RESULTS

THE MODE OF VOTING FOR ALL THE RESOLUTIONS WAS E-VOTING AND VOTING THROUGH POLL

RESOLUTION - 1 - Ordinary Resolution

Adoption of audited financial statements of the Company for the financial year ended on March 31, 2015, together with the reports of Board of Directors and Auditors thereon.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
MODE OF VOTING (E-VOTING & POLL)							
Promoter and promoter Group	422795	422795	100	422795	0	100	0
Public – institutional Holders	148870	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	544703	391981	72	391981	0	100	0
Total	1116368	814776	72.98	814776	0	100	0

Note: The aforesaid resolution was passed unanimously.

RESOLUTION - 2 - Ordinary Resolution

Re-appointment of Dr. K. K. Thakkar (DIN: 00208849), who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
MODE OF VOTING (E-VOTING & POLL)							
Promoter and promoter Group	422795	422795	100	422795	0	100	0
Public – institutional Holders	148870	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	544703	391981	72	391981	0	100	0
Total	1116368	814776	72.98	814776	0	100	0

Note: The aforesaid resolution was passed unanimously.



JSL INDUSTRIES LIMITED

DETAILS OF AGENDA AND VOTING RESULTS

THE MODE OF VOTING FOR ALL THE RESOLUTIONS WAS E-VOTING AND VOTING THROUGH POLL

RESOLUTION - 3 - Ordinary Resolution

To ratify appointment of M/s. Amin Parikh & Co., Chartered Accountants as Statutory Auditors of the Company till the conclusion of the third consecutive AGM and fix their remuneration.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
MODE OF VOTING (E-VOTING & POLL)							
Promoter and promoter Gorup	422795	422795	100	422795	0	100	0
Public - institutional Holders	148870	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	544703	391981	72	391981	0	100	0
Total	1116368	814776	72.98	814776	0	100	0

Note: The aforesaid resolution was passed unanimously.

RESOLUTION - 4 - Ordinary Resolution

Appointment of Mr. Sudhir Chemburkar (DIN:00638666) as an Independent Director

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
MODE OF VOTING (E-VOTING & POLL)							
Promoter and promoter Gorup	422795	422795	100	422795	0	100	0
Public - institutional Holders	148870	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	544703	391981	72	391981	0	100	0
Total	1116368	814776	72.98	814776	0	100	0

Note: The aforesaid resolution was passed unanimously.



JSL INDUSTRIES LIMITED

DETAILS OF AGENDA AND VOTING RESULTS

THE MODE OF VOTING FOR ALL THE RESOLUTIONS WAS E-VOTING AND VOTING THROUGH POLL

RESOLUTION - 5 - Ordinary Resolution

[Appointment of Mr. Jaydev Paneri (DIN:07016979) as an Independent Director

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding g shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
	1	2	3	4	5	6	7
MODE OF VOTING (E-VOTING & POLL)							
Promoter and promoter Gorup	422795	422795	100	422795	0	100	0
Public – institutional Holders	148870	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	544703	391981	72	391981	0	100	0
Total	1116368	814776	72.98	814776	0	100	0

Note: The aforesaid resolution was passed unanimously.

RESOLUTION - 6 - Ordinary Resolution

Adoption of Memorandum of Association

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding g shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
	1	2	3	4	5	6	7
MODE OF VOTING (E-VOTING & POLL)							
Promoter and promoter Gorup	422795	422795	100	422795	0	100	0
Public – institutional Holders	148870	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	544703	391981	72	391981	0	100	0
Total	1116368	814776	72.98	814776	0	100	0

Note: The aforesaid resolution was passed unanimously.



JSL INDUSTRIES LIMITED

DETAILS OF AGENDA AND VOTING RESULTS

THE MODE OF VOTING FOR ALL THE RESOLUTIONS WAS E-VOTING AND VOTING THROUGH POLL

RESOLUTION - 7 - Ordinary Resolution

Increase in authorised Capital of the Company

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding g shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
MODE OF VOTING (E-VOTING & POLL)							
Promoter and promoter Gorup	422795	422795	100	422795	0	100	0
Public - institutional Holders	148870	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	544703	391981	72	391981	0	100	0
Total	1116368	814776	72.98	814776	0	100	0

Note: The aforesaid resolution was passed unanimously.

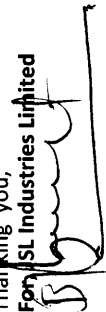
RESOLUTION - 8 - Special Resolution

Issue of 6% Non Convertible Non Cumulative Redeemable Preference shares on private placement basis

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding g shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
MODE OF VOTING (E-VOTING & POLL)							
Promoter and promoter Gorup	422795	422795	100	422795	0	100	0
Public - institutional Holders	148870	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	544703	391981	72	391981	0	100	0
Total	1116368	814776	72.98	814776	0	100	0

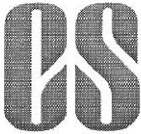
Note: The aforesaid resolution was passed unanimously.

Thanking you,
For JSL Industries Limited



Bharat Patel
Company Secretary





J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

231, Phoenix Complex

Besides Suraj Plaza

Sayajigunj, Baroda 390 005

Phone (o) 2225022 Cell : 9374620085

Email : jggandhics@gmail.com

Report of Scrutinizer

Consolidated Report on remote E-voting and Voting by Poll at AGM

(Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015)

To,
The Chairman
of 49th Annual General Meeting of Members of
JSL Industries Limited
Mogar, Dist. Anand.

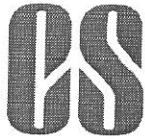
Dear Sir,

Re: Scrutinizers' Report on remote e-voting and voting by poll at the AGM of JSL Industries Limited held on 22nd September, 2015

1. I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, having office at 231, Phoenix Complex, Sayajigunj, Vadodara 390005 has been appointed as Scrutinizer by the Board of Directors pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 (herein after referred to as Rules) for scrutinizing the e-voting process and poll at the AGM on the resolutions contained in the Notice (herein after referred to as "Resolutions") of the **49th Annual General Meeting (AGM)** of the Members of the Company held **on 22nd Sept., 2015 at 10.30 A.M.** at the Registered office of the Company **at Mogar, Dist. Anand.**
2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and on poll on the Resolutions contained in the Notice of AGM of the Members of the Company. My responsibilities as a scrutinizer for e-voting process and for poll are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the resolutions and "Invalid" votes, based on the reports generated from e-voting system provided by the Central Depository Services (India) Ltd., the authorized agency engaged by the Company to provide e-voting facilities and on the poll conducted at the AGM.

3. I submit my report as under;





J. J. Gandhi & Co.

Practising Company Secretaries

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Besides Suraj Plaza

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Email : jgandhics@gmail.com

- A. As per requirement of Rule 20(v), the Public Advertisement with respect to dispatch of AGM Notice and intimating date and time of commencement and closing of E-voting have been published in English language in the newspaper **Indian Express** dated **31st Aug., 2015** and in Gujarati language in the news paper "**Financial Express** dated **31st Aug., 2015**.
- B. The e-voting period remained open from **19th Sept., 2015** (10.00 A.M.) to **21st Sept., 2015** (5.00 P.M.).
- C. The Members of the Company holding shares in physical form or demat form as on "**Cut-off**" date i.e. **15th Sept., 2015** were entitled to vote on the resolutions mentioned in the Notice of AGM.
- D. At the AGM Poll was conducted to facilitate the members/ proxies present at the AGM and who did not vote in the E-voting process.
- E. Ballot papers were given to the Members and proxies present at the meeting. The empty ballot box was shown, locked and sealed in my presence and in the presence of members and proxies.
- F. Subsequently, the ballot box was opened in my presence and in the presence of CS Sonal Shimpi and Ms Sakhishree who are not in the employment of the Company. They have signed at the end of report to confirm that polling box was opened in their presence.
- G. The poll papers were scrutinized and reconciled with the records maintained by the Company/ Registrar & Transfer Agent and the authorizations/ proxies lodged with the Company.
- H. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- I. After counting votes cast through poll at AGM, the E-votes cast were unblocked on **22nd Sept., 2015** in the presence of two witnesses CS Sonal Shimpi and Ms. Sakhishree who are not in employment of the Company. They have signed at the end of report to confirm that the e-votes have been unblocked in their presence.
- J. The details of Members who have voted "for" or "against" each of the resolutions that were put to vote were generated from the E-voting website of CDSL viz. www.evotingindia.co.in.

Based on the Reports generated from the CDSL website and the voting through Poll at the AGM, the consolidated report on the voting on each resolution is as under;





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Practising Company Secretaries

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Resolution No. 1 – Ordinary Resolution

Adoption of Audited financial statements of the Company for the financial year ended on 31st March, 2015, and the Reports of the Board of Directors and the Auditors thereon.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	30	814649	99.98
Poll	15	127	0.02
Total	45	814776	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





J. J. Gandhi & Co.

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Resolution No. 2 – Ordinary Resolution

Reappointment of Dr. K. K. Thakkar (DIN: 00208849) as Director.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	30	814649	99.98
Poll	15	127	0.02
Total	45	814776	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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Resolution No. 3 – Ordinary Resolution

Appointment of Statutory Auditors M/s Amin Parikh & Co.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	30	814649	99.98
Poll	15	127	0.02
Total	45	814776	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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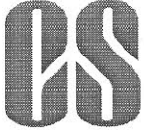
Email : jjgandhics@gmail.com

Resolution No. 4 – Ordinary Resolution

Appointment of Mr. Sudhir Chemburkar, (DIN:00638666), as an Independent Director for a period of five years.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	30	814649	99.98
Poll	15	127	0.02
Total	45	814776	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





J. J. Gandhi & Co.

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Resolution No. 5 – Ordinary Resolution

Appointment of Mr. Jaydev Paneri, (DIN:07016979), as an Independent Director for a period of five years.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	30	814649	99.98
Poll	15	127	0.02
Total	45	814776	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





J. J. Gandhi & Co.

Practising Company Secretaries
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Email : jjgandhics@gmail.com

Resolution No. 6 – Ordinary Resolution

Adoption of new set of Memorandum of Association

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	30	814649	99.98
Poll	15	127	0.02
Total	45	814776	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





J. J. Gandhi & Co.

Practising Company Secretaries
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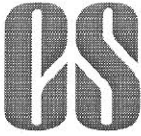
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Phone (o) 2225022 Cell : 9374620085
Email : jjgandhics@gmail.com

Resolution No. 7 – Special Resolution

Increase in Authorised Share Capital of the Company

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	30	814649	99.98
Poll	15	127	0.02
Total	45	814776	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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Resolution No. 8 – Special Resolution

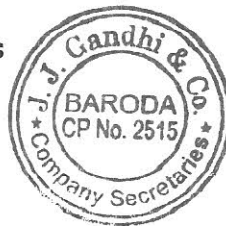
Issue and offer of 6% Non convertible Non cumulative Redeemable Preference Shares on a Private Placement basis.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	30	814649	99.98
Poll	15	127	0.02
Total	45	814776	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	

The relevant records relating to E-voting and Poll will be handed over to the Company Secretary after the Chairman approves and signs the minutes.

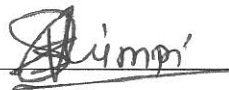
For J J Gandhi & Co.
Practising Company Secretaries


(J J Gandhi)
Proprietor (CP No – 2515)



Place : Vadodara
Date: 22nd Sept., 2015

Witness CS Sonal Shimpi



Sakhishree

