



JAYSHREE CHEMICALS LIMITED

Corporate Office : 31, Chowringhee Road, Kolkata - 700 016
Phone : 2265 6271 (8 Lines) Fax : 2226 3257, E-mail : jcl@jayshreechemicals.com

CIN No. : L24119OR1962PLC007123 Website : www.jayshreechemicals.com



4th March, 2016

The Secretary
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

Dear Sir,

Pursuant to the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, we enclose herewith the result of Postal Ballot / e-voting alongwith a copy of the Scrutinizer's Report containing the result of the Special Resolutions passed by way of Postal Ballot / e-voting and declared today at the Corporate Office of the Company at 31, Chowringhee Road, Kolkata-700016.

Thanking you,

Encl: As stated.

Yours faithfully,

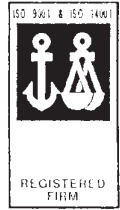
For JAYSHREE CHEMICALS LIMITED

Company Secretary



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RESULT OF POSTAL BALLOT

Pursuant to the provisions of Section 110 of the Companies Act, 2013("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the approval of the shareholders was sought by way of Postal Ballot for the special resolutions given below:

"RESOLVED THAT pursuant to the provisions of Sections 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof for the time being in force), read with applicable provisions of the Companies(Incorporation) Rules, 2014 and the Companies (Management and Administration) Rules,2014 and subject to the approval of the Central Government and other necessary approval(s),if any, in this regard from appropriate authority(ies), and/ or sanction(s) as may be required, specified, imposed or suggested by the appropriate authorities, while granting any such approval(s), consent(s), permission(s), modification(s) and/or sanction(s) which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall, include any Committee(s) of the Board already constituted/ to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), consent of the Members of the Company be and is hereby accorded to shift the Registered Office of the Company from P.O. Jayshree-761025, Dist: Ganjam (Odisha) to the State of West Bengal i.e. within the jurisdiction of the Registrar of Companies, West Bengal."

"RESOLVED FURTHER THAT pursuant to Section 13 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) and subject to such approvals/ sanctions as may be required, 'existing Clause II of the Memorandum of Association of the Company be substituted by the following:

"II. The Registered Office of the Company will be situated in the State of West Bengal".

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board of Directors of the Company be and is hereby authorized on behalf of the Company to do and perform all such acts, matters, deeds and things, as it may at its discretion deem necessary, desirable, proper, expedient or incidental for implementation of the above Resolutions including but not limited to, delegation of all or any of the powers herein conferred to any Committee of Directors or any Director or any other officer(s) of the Company to implement the above Resolutions, to sign, seal and execute all deed(s), application(s), document(s) etc. that may be required on behalf of the Company or to settle any questions, difficulties or doubts that may arise in regard to the above resolutions, without being required to seek any further clarification, consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

For JAYSHREE CHEMICALS LIMITED

Company Secretary



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“RESOLVED THAT subject to the approval of the Central Government, the Company hereby approves the reappointment of and the remuneration payable to Shri Prabhu Nath Ojha as the Whole-Time Director designated as Executive Director of the Company for a further period with effect from 17th August, 2015 to 31st March, 2016 upon the terms and conditions set out in the Agreement to be entered into by the Company with Shri Prabhu Nath Ojha in this behalf, a copy whereof initialled by the Chairman for the purpose of identification is placed before the Meeting.”

“RESOLVED THAT pursuant to Section 186 and other applicable provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and subject to such approvals as may be necessary, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (including any Committee which the Board may have constituted or hereinafter constitute to exercise the power conferred by this Resolution) to:

- a) Make investment and acquire by way of subscription, purchase or otherwise, securities of any other body corporate, provided that the total amount of such investments outstanding at any one time shall not exceed rupees 10,00,00,000/- (Rs. Ten crores) only;
- b) give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate, provided that the aggregate amount of such loan, guarantee and security outstanding at any one time shall not exceed rupees 15,00,00,000/- (Rs. Fifteen crores) only;

“RESOLVED FURTHER THAT the Board or a duly constituted Committee thereof be and is hereby authorized to decide and finalize the terms and conditions while making investment, giving loan or guarantee or providing securities within the aforesaid limits including the power to transfer and dispose of the investments so made, from time to time, and to execute all deeds, documents and other writings and to do all such acts, deeds, matters and things, as may be necessary and expedient for implementing and giving effect to this Resolution.

The Company had availed the e-voting facility offered by Central Depository Services India Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical Postal Ballot Forms along with a self-addressed business reply envelope to the Shareholders of the Company whose E-mail IDs are not registered in the records of Depositories/Company. Further, the shareholders holding shares as on the “cut-off” date of 08th January, 2016 were entitled to vote on the proposed resolution as set out in the Postal Ballot Notice dated 08th January, 2016.

Accordingly, the e-voting period remained open from 2nd February, 2016 at 10.00 A.M. and ended on 2nd March, 2016 at 5.00 P.M. and the E-voting module was disabled by the Central Depository Services India Limited (CDSL) thereafter. Votes cast through physical Postal Ballot forms received upto 2nd March, 2016 were considered.

The Company had appointed Mr. Arun Kumar Jaiswal, Company Secretary in practice holding (ACS 29827, CP No.: 12281), as Scrutinizer for conducting the Postal Ballot voting process in a fair and transparent manner and ascertaining the requisite majority for the said voting.

For JAYSHREE CHEMICALS LIMITED

Company Secretary



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Agenda wise disclosure of result of the voting conducted through Postal Ballot / e-voting are as under:



Resolution required: Special

Mode of voting: Postal Ballot/E-voting

1. For shifting of Registered Office from the State of Odisha to the State of West Bengal:

Details of result of Postal Ballot / E-Voting							
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 Promoter and Promoter Group	14123159	14123159	100	14123159	0	100	0
2 Public – Institutional Holders	990956	0	0	0	0	0	0
3 Public- Others	14212342	306924	2.16	306714	210	99.93	0.07
4 Total	29326457	14430083	49.20	14429873	210	99.99	0.01

Note : The above resolution was passed by requisite majority.

Resolution required: Special

Mode of voting: Postal Ballot/E-voting

2. For Re-appointment of Shri Prabhu Nath Ojha as Whole Time Director:

Details of result of Postal Ballot / E-Voting							
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 Promoter and Promoter Group	14123159	14123159	100	14123159	0	100	0
2 Public – Institutional Holders	990956	0	0	0	0		
3 Public- Others	14212342	306924	2.16	263514	43410	85.85	14.15
4 Total	29326457	14430083	49.20	14386673	43410	99.70	0.30

Note : The above resolution was passed by requisite majority.

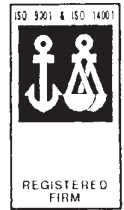
Registered Office & Works : P.O. Jayshree - 761 025. Dist : Ganjam (Odisha)

Phone : (06811) 254319, 254329, 254336, Fax : (06811) 254384, E-mail : jclgm@jayshreechemicals.com



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Resolution required: Special

Mode of voting: Postal Ballot/E-voting

3. (a) Delegation of power to the Board of Directors to make investment.
(b) Delegation of power to the Board of Directors to give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate.

Details of result of Postal Ballot / E-Voting								
	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	Promoter and Promoter Group	14123159	14123159	100	14123159	0	100	0
2	Public – Institutional Holders	990956	0	0	0	0		
3	Public-Others	14212342	306924	2.16	259368	47556	84.50	15.50
4	Total	29326457	14430083	49.20	14382527	47556	99.67	0.33

Note : The above resolution was passed by requisite majority.

For JAYSHREE CHEMICALS L.A.

Company Secretary



Ref. No.

Date

FORM NO. MGT-13
Report of Scrutinizer

[Pursuant to rule section 110 of the Companies Act, 2013 and rule 22(9) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman
Jayshree Chemicals Limited
P.O. Jayshree, Dist-Ganjam-(Odisha)
Pin- 761025

Sub: Scrutinizer's Report on Resolution passed through Postal Ballot

Dear Sir,

I, Arun Kumar Jaiswal (ACS: 29827, CP No.: 12281) was appointed by M/s. Jayshree Chemicals Limited to act as the Scrutinizer in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014, for the purpose of scrutinizing the e-voting process, in respect of the Resolution mentioned in the Notice dated 08th January, 2016 through Postal Ballot.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made thereunder and the Listing Agreement with BSE Limited, relating to postal ballot including voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members for the resolutions contained in the notice dated 08th January, 2016, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited, to provide e-voting facilities for e-voting and scrutiny of the physical ballots received till the time fixed for closing of the voting process i.e. till 5.00 p.m. on 02nd March, 2016.

Report on Scrutiny

The e-voting commenced from 02nd February, 2016 at (10.00 A.M.) and ended on 02nd March, 2016 at 5.00 P.M.

The voting services were provided by Central Depository Services (India) Limited.

Particulars of all Postal Ballot Forms received from the members have been entered in a register separately maintained for the purpose.

I have downloaded the data of e-voting from CDSL's e-voting website www.evotingindia.com after the E-voting module was disabled by the Central Depository Services (India) Limited on 02nd March, 2016

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.

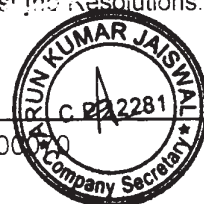
The votes cast were unblocked on 02nd March, 2016 at 05.39 p.m. in the presence of two witnesses, Mr. Narendar Kumar Singh and Mr. Santosh Kumar Pandey both of whom are not in the employment of the Company.

The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolutions.

Address: 29/2, Purvasa Park, Rania North, Near Millenium Club, Kolkata- 700070

Mob no:- +91 9883124541/ +91 8981216072,

Mail id : jaiswalrun82@gmail.com / arun_jaiswal82@yahoo.co.in



All Postal Ballot Forms received upto 02nd March, 2016 up to 5.00 PM, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

On scrutiny, I report that out of 4545 shareholders, 14 of them have exercised their votes through e-voting and 66 shareholders have exercised their votes through Postal Ballot Forms, as received. The result of e-voting as well as physical Ballot Form is as under:

SPECIAL BUSINESS

Item No. 1 – (Special Resolution)

For shifting of Registered Office from the State of Odisha to the State of West Bengal:

	E-Voting		Ballot Forms		Total		Percentage of votes to total number of valid votes cast
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	
Voted in favour of the Resolution	14	1462333	62	12976724	76	14439057	100%
Voted against the Resolution	0	0	4	210	4	210	100%
Invalid votes	0	0	0	0	0	0	0

Item No. 2 – (Special Resolution)

For Re-appointment of Shri Prabhu Nath Ojha as Whole Time Director:

	E-Voting		Ballot Forms		Total		Percentage of votes to total number of valid votes cast
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	
Voted in favour of the Resolution	14	1462333	58	12933414	72	124395747	100%
Voted against the Resolution	0	0	8	43410	8	43410	100%
Invalid votes	0	0	0	0	0	0	0



Item No. 3 – (Special Resolution)

- a) Make investment and acquire by way of subscription, purchase or otherwise, securities of any other body corporate, provided that the total amount of such investments outstanding at any one time shall not exceed rupees 10,00,00,000/- (Rs. Ten crores) only;
- b) give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate, provided that the aggregate amount of such loan, guarantee and security outstanding at any one time shall not exceed rupees 15,00,00,000/- (Rs. Fifteen crores) only;

	E-Voting		Ballot Forms		Total		Percentage of votes to total number of valid votes cast
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	
Voted in favour of the Resolution	14	1462333	54	12929268	68	14391601	100%
Voted against the Resolution	0	0	12	47556	12	47556	0
Invalid votes	0	0	0	0	0	0	0

A sheet containing a list of equity shareholders who voted "FOR" AND "AGAINST" is enclosed.

The electronic data along with the Postal Ballot Forms and all other relevant records relating to the e-voting and the Postal Ballot is under my safe custody and will be handed over to the Chairman of the Company, authorized by the Board for safe keeping.

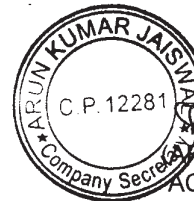
I report that the Resolutions have been passed by requisite majority by the Shareholders.

Thanking you,

Yours faithfully,

Place: Kolkata

Dated: 3rd March, 2016



Arun Kumar Jaishwal
ARUN KUMAR JAISWAL
ACS 29827, CP No.: 12281
SCRUTINIZER

We the undersigned have witnessed that the votes in respect of e-voting of shareholders of M/s Jayshree Chemicals Limited were unblocked from CDSL's e-voting website www.evotingindia.com in our presence on 2nd March, 2016

N K Singh

Narendar Kumar Singh
Address: 706, R.N. Tagore Road
Bediapara, Kolkata- 700077
West Bengal

Santosh Kr. Pandey

Santosh Kumar Pandey
Address: 31, Bon Bihari Bose Road
Howrah -711101
West Bengal