



Jyoti Ltd.

Water • Power • Progress

Nanubhai Amin Marg,
Industrial Area,
P.O. Chemical Industries,
Vadodara-390 003. (India)

Phone : 3054444

Fax : ++91-265-2281871
2280671

E.Mail : jyotilt@jyoti.com

Website : <http://www.jyoti.com>

CIN : L36990GJ1943PLC000363

By Electronic mode

28th September, 2017

The General Manager
DCS – CRD
(Corporate Relationship Department)
The Stock Exchange – Mumbai
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

SCRIP CODE NO.: 504076

**Sub: Details regarding voting results pursuant to Regulation 44(3) of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,


Pursuant to the Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of voting results of 73rd Annual General Meeting of the Company, held on Thursday, 28th September, 2017 at 9.00 a.m.

We are also enclosing herewith the Scrutinizer's Report.

Please take the results of Remote e-voting and Ballot Paper on your records.

Thanking you.

Yours faithfully,
For Jyoti Limited

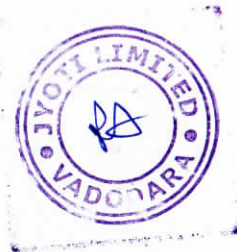

Rahul N Amin

Chairman & Managing Director
DIN: 00167987



Details of Voting Results

Date of AGM	28 th September, 2017	
Total number of shareholders on record date	19305	
No. of shareholders present in the meeting either in person or through proxy:	In Person	Through Proxy
Promoters and Promoter Group	4	1
Public	34	44
Total	38	45
No. of shareholders attended the meeting through Video Conferencing	Not applicable	
Promoters and Promoter Group		
Public		



Agenda-wise Disclosure

Resolution No. 1 - Adoption of Financial Statements

Adoption of Financial Statements of the Company for the financial year ended on 31st March, 2017, (including Audited Consolidated Financial Statements) for the Financial Year ended on 31st March, 2017, including the audited Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5593175	5590485	99.95	5590485	0	100	0
	Poll	5593175	2670	0.05	2670	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	5593175	5593155	100	5593155	0	100	0
Public Institutions	E-Voting	646155	93585	14.48	93585	0	100	0
	Poll	646155	550101	85.13	550101	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	646155	643686	99.61	643686	0	100	0
Public - Non Institutions	E-Voting	10889662	6710959	61.63	586643	6124316	8.74	91.26
	Poll	10889662	281681	2.59	281681	-	100	-
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	10889662	6992640	64.21	868324	6124316	12.42	87.58
Total		17128992	13229481	77.23	7105165	6124316	53.71	46.29

Note: The resolution carried with requisite majority.



Resolution No. 2 - Appointment of Smt. Tejal Amin (DIN: 00169860) as Director

Appointment of director in place of Smt. Tejal Amin (DIN: 00169860), who retires by rotation and, being eligible has offered herself for re-appointment.

Resolution required: (Ordinary/ Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5593175	5590485	99.95	5590485	0	100	0
	Poll	5593175	2670	0.05	2670	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	5593175	5593155	100	5593155	0	100	0
Public Institutions	E-Voting	646155	93585	14.48	93585	0	100	0
	Poll	646155	550101	85.13	550101	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	646155	643686	99.61	643686	0	100	0
Public – Non Institutions	E-Voting	10889662	6710959	61.63	586643	6124316	8.74	91.26
	Poll	10889662	281681	2.59	281681	-	100	-
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	10889662	6992640	64.21	868324	6124316	12.42	87.58
Total		17128992	13229481	77.23	7105165	6124316	53.71	46.29

Note: The resolution carried with requisite majority.



Resolution No. 3 - Appointment of Statutory Auditors

Appointment of Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 78th Annual General Meeting, subject to ratification of their appointment at every Annual General Meeting held after this Annual General Meeting, on such remuneration as may be decided by the Board of Directors of the Company.

Resolution required: (Ordinary/ Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5593175	5590485	99.95	5590485	0	100	0
	Poll	5593175	2670	0.05	2670	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	5593175	5593155	100	5593155	0	100	0
Public Institutions	E-Voting	646155	93585	14.48	93585	0	100	0
	Poll	646155	550101	85.13	550101	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	646155	643686	99.61	643686	0	100	0
Public – Non Institutions	E-Voting	10889662	6710959	61.63	586643	6124316	8.74	91.26
	Poll	10889662	281681	2.59	281681	-	100	-
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	10889662	6992640	64.21	868324	6124316	12.42	87.58
Total		17128992	13229481	77.23	7105165	6124316	53.71	46.29

Note: The resolution carried with requisite majority.



Resolution No. 4 - Remuneration of Cost AuditorsApproval of remuneration of the Cost Auditors for the financial year ending on 31st March, 2018

Resolution required: (Ordinary/ Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5593175	5590485	99.95	5590485	0	100	0
	Poll	5593175	2670	0.05	2670	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	5593175	5593155	100	5593155	0	100	0
Public Institutions	E-Voting	646155	93585	14.48	93585	0	100	0
	Poll	646155	550101	85.13	550101	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	646155	643686	99.61	643686	0	100	0
Public - Non Institutions	E-Voting	10889662	6710959	61.63	900943	5810016	13.42	86.58
	Poll	10889662	281681	2.59	281681	-	100	-
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	10889662	6992640	64.21	1182624	5810016	16.92	83.08
Total		17128992	13229481	77.23	7419465	5810016	56.08	43.92

Note: The resolution carried with requisite majority.



Resolution No. 5 - Creation of mortgage/ charge for Borrowings/ Financial Assistance availed

Creation of mortgage / charge for borrowings / financial assistance availed by the Company

Resolution required: (Ordinary/ Special)	SPECIAL
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5593175	5590485	99.95	5590485	0	100	0
	Poll	5593175	2670	0.05	2670	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	5593175	5593155	100	5593155	0	100	0
Public Institutions	E-Voting	646155	93585	14.48	93585	0	100	0
	Poll	646155	550101	85.13	550101	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	646155	643686	99.61	643686	0	100	0
Public – Non Institutions	E-Voting	10889662	6710959	61.63	409943	6301016	6.11	93.89
	Poll	10889662	281681	2.59	281681	-	100	-
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	10889662	6992640	64.21	691624	6301016	9.90	90.10
Total		17128992	13229481	77.23	6928465	6301016	52.37	47.63

Note: The resolution did not carry for want of requisite majority.



Resolution No. 6 - Adoption of new set of Articles of Association

Adoption of new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013

Resolution required: (Ordinary/ Special)	SPECIAL
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5593175	5590485	99.95	5590485	0	100	0
	Poll	5593175	2670	0.05	2670	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	5593175	5593155	100	5593155	0	100	0
Public Institutions	E-Voting	646155	93585	14.48	93585	0	100	0
	Poll	646155	550101	85.13	550101	0	100	0
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	646155	643686	99.61	643686	0	100	0
Public – Non Institutions	E-Voting	10889662	6710959	61.63	586643	6124316	8.74	91.26
	Poll	10889662	281681	2.59	281681	-	100	-
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	Total	10889662	6992640	64.21	868324	6124316	12.42	87.58
Total		17128992	13229481	77.23	7105165	6124316	53.71	46.29

Note: The resolution did not carry for want of requisite majority.



SCRUTINIZER'S REPORT

To,
The Chairman
Jyoti Limited
Nanubhai Amin Marg,
Industrial Area,
P.O. Chemical Industries,
Vadodara-390 003

Dear Sir,

Subject : Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 73rd Annual General Meeting of M/s. Jyoti Limited held on Thursday, the 28th day of September, 2017 at 9.00 a.m. at Nanubhai Amin Marg, Industrial Area, P.O. Chemical Industries, Vadodara - 390 003.

I, Ravi Kapoor, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Jyoti Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the 73rd Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 73rd Annual General Meeting (AGM) of the members of the Company, held on Thursday, the 28th day of September, 2017 at 9.00 a.m. at Nanubhai Amin Marg, Industrial Area, P.O. Chemical Industries, Vadodara - 390 003.

The Notice dated 28th June, 2017 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 73rd Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 73rd Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system



Ravi Kapoor

provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Company had also provided poll at the AGM venue facility to the Shareholders present at the 73rd Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

Further to the above, I submit my report as under:-

E-Voting:

- (i) The e-voting period remained open from Monday, 25th September, 2017 (10.00 a.m.) to Wednesday, 27th September, 2017 (05.00 p.m.).
- (ii) The members of the Company as on the "cut-off" date i.e. 21st September, 2017 were entitled to vote on the resolutions (items no. 1 to 6 as set out in the notice of the 73rd Annual General Meeting of the Company).
- (iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who are not in employment of the Company.
- (iv) The Corporate members, who had participated in the remote e-voting, had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e-voting.
- (v) Company vide its letter dated 20th September, 2017 has informed that voting rights in respect of 18,00,000 equity shares continues to be ceased and the issue of cessation of voting rights of these equity shares is pending before judicial authorities. The matter is therefore, sub judice. As scrutinizer I do not hold authority to determine the existence of cessation of voting rights and form any opinion on the same. Therefore, I am providing report both with and without considering voting rights exercised by the members who are presently holding 17,39,960 of the 18,00,000 shares leaving the decision to the Chairman of the Company:-
 - a. to decide and declare the results on the basis of the existence of voting rights or;
 - b. to decide and declare results on the basis of cessation of voting rights.



Ravi Kapoor

Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the AGM and members, who have not cast their vote by remote e-voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient places at the venue.
- (iii) The locked ballot box was subsequently opened before me, in presence of two witnesses, who were not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.

Report as per v(a) : Considering 17,39,960 votes as valid votes

**Item No. 1- Ordinary Resolution
Adoption of Financial Statement**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	14134989	76	6270713	44.36	51	7864276	55.64
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	14969441	128	7105165	47.46	51	7864276	52.53



Item No. 2- Ordinary Resolution**Appointment of Director**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	14134989	76	6270713	44.36	51	7864276	55.64
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	14969441	128	7105165	47.46	51	7864276	52.53

Item No. 3- Ordinary Resolution**Appointment of Statutory Auditors.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	14134989	76	6270713	44.36	51	7864276	55.64
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	14969441	128	7105165	47.46	51	7864276	52.53

*Ravi Kapoor*

**Item No. 4- Ordinary Resolution
Remuneration of Cost Auditor**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	14134989	81	6585013	46.59	46	7549976	53.41
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	14969441	133	7419465	49.56	46	7549976	50.44

Item No. 5- Special Resolution

To create mortgage / charge for borrowings / financial assistance availed by the Company.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	14134989	75	6094013	43.11	52	8040976	56.89
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	14969441	127	6928465	46.28	52	8040976	53.72



Item No. 6- Special Resolution**Adoption of new set of Articles of Association.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	14134989	76	6270713	44.36	51	7864276	55.64
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	14969441	128	7105165	47.46	51	7864276	52.54

Report as per v(b) : Considering 17,39,960 votes as invalid votes

Item No. 1- Ordinary Resolution**Adoption of Financial Statement**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	12395029	76	6270713	50.59	48	6124316	49.41
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	13229481	128	7105165	53.71	48	6124316	46.29



Item No. 2- Ordinary Resolution**Appointment of Director**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	12395029	76	6270713	50.59	48	6124316	49.41
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	13229481	128	7105165	53.71	48	6124316	46.29

Item No. 3- Ordinary Resolution**Appointment of Statutory Auditors.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	12395029	76	6270713	50.59	48	6124316	49.41
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	13229481	128	7105165	53.71	48	6124316	46.29

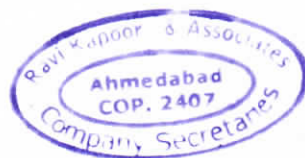


**Item No. 4- Ordinary Resolution
Remuneration of Cost Auditor.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	12395029	81	6585013	53.13	43	5810016	46.87
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	13229481	133	7419465	56.08	43	5810016	43.92

Item No. 5- Special Resolution**Creation of mortgage/ charge for Borrowings/ Financial Assistance availed.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	12395029	75	6094013	49.16	49	6301016	50.84
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	13229481	127	6928465	52.37	49	6301016	47.63

*Ravi Kapoor*

**Item No. 6- Special Resolution
Adoption of new set of Articles of Association.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	12395029	76	6270713	50.59	48	6124316	49.41
Poll at the AGM	834452	52	834452	100	Nil	Nil	Nil
Total	13229481	128	7105165	53.71	48	6124316	46.29

The data sheet relating to e-voting/Poll at the 73rd AGM venue and other related papers/registers, records are handed over to the Chairman/Secretary of the Company.

Thanking you,
Yours faithfully,

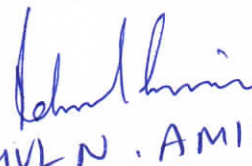


Name: Ravi Kapoor
Practicing Company Secretary- Scrutinizer
FCS: 2587; COP: 2407

Date: 28/09/2017
Place: Vadodara



ACCEPTED REPORT
AS PER (V) (b) ABOVE
AND COUNTER SIGNED.
FOR JYOTI LIMITED


RAHUL N. AMIN
CHAIRMAN AND MANAGING DIRECTOR
PLACE: VADODARA
DATE: 28/09/2017