



ZODIAC-JRD-MKJ LTD

DIAMOND . JEWELLERY . PRECIOUS & SEMI PRECIOUS STONES

910, Parekh Market,
39, J.S.S. Road, Opp. Kennedy Bridge,
Opera House, Mumbai - 400 004. (INDIA)

TEL. : 91-22-23869731 / 91-22-23866471
FAX. : 91-22-23800038
E-mail : account_zjml@yahoo.com
CIN : L65910MH1987PLC042107
E-mail : info@zodiacjrmdkjtd.com
Website : www.zodiacjrmdkjtd.com

Date : 18th September, 2018

Listing Department,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai.

The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th floor, Plot No. C/1, G Block,
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051.

Company Code No. 512587

Dear Sir,

As per Regulation 44(3) of SEBI (LODR) Regulation 2015, please find enclosed the voting results for the AGM held on Tuesday, 18th September, 2018.

Yours faithfully,
For ZODIAC-JRD-MKJ LIMITED.,

DIRECTOR.

Virendra G. Bhatt

Company Secretary

Office :

Office No. 03, A Wing, 9th Floor,

Pinnacle Corporate Park,

BKC CST Link Rd., MMRDA Area,

Bandra Kurla Complex,

Bandra East, Mumbai - 400 051.

Tel. : 022 - 2652 9367

Mobile : +91 - 98200 48670

e-mail : bhattivirendra1945@yahoo.co.in

To,

The Chairman

Zodiac - JRD - MKJ Limited

31st Annual General Meeting of the members of Zodiac-JRD-MKJ Limited (CIN: L65910MH1987PLC042107) held at Garware Club House, 2nd Floor, Banquet Hall No.4, "D" Road, Churchgate, Mumbai-400020 on September 18, 2018 at 10.00 a.m.

Sub: Passing of Resolution(s) through remote e-voting and poll pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended.

The Board of Directors of **Zodiac-JRD-MKJ Limited** (hereinafter referred to as the "Company") at its meeting held on August 06, 2018 has appointed me as the Scrutinizer for the Remote E-Voting as well as to scrutinize the voting through poll papers received from the members at the venue of the Annual General Meeting (AGM) pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

Report on Scrutiny:

- The Company has appointed Central Depository Services Limited ('CDSL') as the Service Provider for the purpose of extending the facility of remote e-voting to the Members of the Company.
- Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.
- The Service Provider had provided an Electronic Voting system for Remote E-Voting by members on all items of the business (both Ordinary and Special business) sought to be transacted in the 31st Annual General Meeting (AGM) of the company, which was held on Tuesday, September 18, 2018.



- The Service Provider had set up electronic voting facility on their website, <https://www.evotingindia.com/>. The Company has uploaded all the items of the business to be transacted at the Annual General Meeting (AGM) on the website of the Company and also it's Service Provider to facilitate their members to cast their vote through remote e- voting.
- The cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting was August 13, 2018 and as on that date, there were 3,809 members of the Company. The Company had sent the notice of the Annual General Meeting (AGM) by post to 3,809 members.
- The Company completed the dispatch of the notice of the Annual General Meeting (AGM) along with Annual Report in physical form and through E-mail to the members on August 13, 2018.
- The Notices sent contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was September 11, 2018.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for Three days from Saturday, September 15, 2018 at 09:00 a.m. (IST) to Monday, September 17, 2018 till 05:00 p.m. (IST).
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published more than 21 days before the date of the Annual General Meeting (AGM) in English in 'Business Standard' newspaper dated August 14, 2018 having country-wide circulation and in Maharashtra in Marathi in 'Mumbai Lakshadweep' newspaper dated August 14, 2018. The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20.
- At the venue of the 31st Annual General Meeting (AGM) of the Company held on September 18, 2018 the facility to vote through poll was made available to facilitate those members present in the meeting but could not participate in the Remote E- Voting to record their votes.
- On September 18, 2018 after counting of the votes conducted at the venue of the



AGM through poll paper, the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Rupali J. Nagarkar and Mr. Daniel C. D'souza acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.

- After the voting at the Annual General Meeting (AGM) was concluded, the locked Ballot box was subsequently opened in the presence of two persons as witnesses, as mentioned above and poll paper were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
- Thereafter, I as a Scrutinizer, duly compiled details of remote e-voting and the facility of voting through poll papers provided at the venue of the Annual General Meeting (AGM), the details of which are as follows:

The combined results of the Remote E-voting together with that of the voting conduct at venue of the Annual General Meeting (AGM) by way of poll papers are as under:

Details	Remote E-voting	Voting through poll paper	Total voting
Number of member who cast their votes	43	26	69
Total number of shares held by Them	34,52,940	258	34,53,198
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Invalid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		



ORDINARY BUSINESS

Item no. 1 of the Notice

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2018, and the Profit & Loss Account for the year ended on that date and reports of the Directors and Auditors thereon;

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	34,52,940	0	34,52,940
Ballots	258	0	258
Total	34,53,198	0	34,53,198

The Result of the E voting and Postal Ballot is as under:

Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	2371648	1905265	80.3351	1905265	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1905265	80.3351	1905265	0	100.0000	0.0000
Public Institutions	E-Voting	900	0	0.0000		0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2804634	1547675	55.1828	1503697	43978	97.1584	2.8416
	Postal Ballot		258	0.0092	258	0	100.0000	0.0000
	Total		1547933	55.1920	1503955	43978	97.1589	2.8411
Total		5177182	3453198	66.7003	3409220	43978	98.7265	1.2735



Item no. 2 of the Notice

To declare a dividend.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	34,52,940	0	34,52,940
Ballots	258	0	258
Total	34,53,198	0	34,53,198

The Result of the E voting and Postal Ballot is as under:

Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	2371648	1905265	80.3351	1905265	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total		1905265	80.3351	1905265	0	100.0000	0.0000
Public Institutions	E-Voting	900	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2804634	1547675	55.1828	1547674	1	99.9999	0.0001
	Postal Ballot		258	0.0092	258	0	100.0000	0
	Total		1547933	55.1920	1547932	1	99.9999	0.0001
Total		5177182	3453198	66.7003	3453197	1	100.0000	0.0000



Item no. 3 of the Notice

To appoint a director in place of Mr. Rajnikant A. Jhaveri (DIN: 00020351), who, retires by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Total Votes Nos.	Invalid/ Not Voted Nos.	Valid Votes Nos.
E-Voting	34,52,940	0	34,52,940
Ballots	258	0	258
Total	34,53,198	0	34,53,198

The Result of the E voting and Postal Ballot is as under:

Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	2371648	1905265	80.3351	1905265	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total		1905265	80.3351	1905265	0	100.0000	0.0000
Public Institutions	E-Voting	900	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2804634	1547675	55.1828	1503697	43978	97.1584	2.8416
	Postal Ballot		258	0.0092	258	0	100.00	0.0000
	Total		1547933	55.1920	1503955	43978	97.1589	2.8411
Total		5177182	3453198	66.7003	3409220	43978	98.7265	1.2735



SPECIAL BUSINESS

Item no. 4 of the Notice (As a Special Resolution)

To Continuing appointment of Mr. Jayantilal A. Jhaveri (DIN: 00020250) as a Director Chairman of the Company after attaining age of 70 years.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	34,52,940	0	34,52,940
Ballots	258	0	258
Total	34,53,198	0	34,53,198

The Result of the E voting and Postal Ballot is as under:

Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	2371648	1905265	80.3351	1905265	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total		1905265	80.3351	1905265	0	100.0000	0.0000
Public Institutions	E-Voting	900	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2804634	1547675	55.1828	1503697	43978	97.1584	2.8416
	Postal Ballot		258	0.0092	258	0	100.00	0.0000
	Total		1547933	55.1920	1503955	43978	97.1589	2.8411
Total		5177182	3453198	66.7003	3409220	43978	98.7265	1.2735



Item no. 5 of the Notice (As a Special Resolution)

To Continuing appointment of Mr. Rajnikant A. Jhaveri (DIN: 00020351) as a Director of the Company after attaining age of 70 years.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	34,52,940	0	34,52,940
Ballots	258	0	258
Total	34,53,198	0	34,53,198

The Result of the E voting and Postal Ballot is as under:

Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	2371648	1905265	80.3351	1905265	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total		1905265	80.3351	1905265	0	100.0000	0.0000
Public Institutions	E-Voting	900	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2804634	1547675	55.1828	1503697	43978	97.1584	2.8416
	Postal Ballot		258	0.0092	258	0	100.00	0.0000
	Total		1547933	55.1920	1503955	43978	97.1589	2.8411
Total		5177182	3453198	66.7003	3409220	43978	98.7265	1.2735



Item no. 6 of the Notice

To approve Addendum to the Annual Report 2016-17.

There was a small printing / omission mistake in Annual Report, regarding Declaration signed by the Chief Executive Officer / Managing Director stating that members of the Board of directors and senior management personnel have affirmed compliance with the code of conduct, which was required to be attached to the Annual Report, kindly read it as page no.35a after page no.35 of the said Annual Report.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	34,52,940	0	34,52,940
Ballots	258	0	258
Total	34,53,198	0	34,53,198

The Result of the E voting and Postal Ballot is as under:

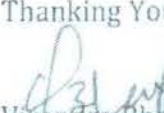
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	2371648	1905265	80.3351	1905265	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1905265	80.3351	1905265	0	100.0000	0.0000
Public Institutions	E-Voting	900	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2804634	1547675	55.1828	1547674	1	99.9999	0.0001
	Postal Ballot		258	0.0092	258	0	100.0000	0.0000
	Total		1547933	55.1920	1547932	1	99.9999	0.0001
Total		5177182	3453198	66.7003	3453197	1	100.0000	0.0000



All the Resolutions mentioned in Notice of Annual General Meeting dated August 06, 2018 as per the details given above stand passed under Remote E-Voting and voting conducted at Annual General Meeting by way of Poll Paper with the requisite majority and hence deemed to be passed on the date of the Annual General Meeting.

I hereby confirm that I am maintaining the registers received from the CDSL both electronically and manually, in respect of the votes cast through Remote E-Voting and voting conducted at Annual General Meeting by way of Poll Paper by the members of the Company. The Poll Papers and all other relevant records relating to Remote E-Voting and voting through Poll Paper are under my safe custody and will be handed over the same to the Company Secretary for safe keeping.

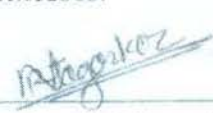
Thanking You, Yours Faithfully


Virendra Bhatt
ACS- 1157 COP-124



Date: September 18, 2018
Place: Mumbai

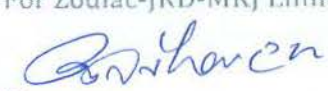
Witnesses:


Ms. Rupali J. Nagarkar


Mr. Daniel C. D'souza

Countersigned and received the Report

For Zodiac-JRD-MKJ Limited


Director

Date: September 18, 2018
Place: Mumbai