



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

CIN : L36990GJ1943PLC000363

By Electronic mode

28th September, 2018

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 74th Annual General Meeting of the Company, held on Thursday, 27th September, 2018 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	27 th September, 2018	
Total number of shareholders on record date	13450	
No. of shareholders present in the meeting either in person or through proxy:	In Person	Through Proxy
Promoters and Promoter Group	4	1
Public	38	21
Total	42	22
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, 2018, (including Audited Consolidated Financial Statements) for the Financial Year ended on 31st March, 2018, including the Audited Balance Sheet as at 31st March, 2018, 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	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	5593165	5590485	99.95	5590485	-	100	-
	Poll	5593165	2080	0.04	2080	-	100	-
	Postal Ballot (If applicable)							
	Total	5593165	5592565	99.99	5592565	-	100	-
Public Institutions	E-Voting	357462	-	-	-	-	-	-
	Poll	357462	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	Total	357462	-	-	-	-	-	-
Public – Non Institutions	E-Voting	17142001	6497484	37.90	6227173	270311	95.84	4.16
	Poll	17142001	156497	0.91	156497	-	100	-
	Postal Ballot (If applicable)							
	Total	17142001	6653981	38.81	6383670	270311	95.34	4.06
Total		23092628	12246546	53.03	11976235	270311	97.79	2.21

Note: The resolution carried with requisite majority.



Resolution No. 2 - Appointment of Shri U. V. Desai (DIN: 00236530) as Director

Appointment of director in place of Shri U. V. Desai (DIN: 00236530) who retires by rotation and, being eligible has offered himself 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	5593165	5590485	99.95	5590485	-	100	-
	Poll	5593165	2080	0.04	2080	-	100	-
	Postal Ballot (If applicable)							
	Total	5593165	5592565	99.99	5592565	-	100	-
Public Institutions	E-Voting	357462	-	-	-	-	-	-
	Poll	357462	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	Total	357462	-	-	-	-	-	-
Public – Non Institutions	E-Voting	17142001	6497484	37.90	6227173	270311	95.84	4.16
	Poll	17142001	156497	0.91	156497	-	100	-
	Postal Ballot (If applicable)							
	Total	17142001	6653981	38.81	6383670	270311	95.34	4.06
Total		23092628	12246546	53.03	11976235	270311	97.79	2.21

Note: The resolution carried with requisite majority.



Resolution No. 3 - Remuneration of Cost AuditorsApproval of remuneration of the Cost Auditors for the financial year ending on 31st March, 2019

Resolution required: (Ordinary/ Special)	ORDINARY
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	5593165	5590485	99.95	5590485	-	100	-
	Poll	5593165	2080	0.04	2080	-	100	-
	Postal Ballot (If applicable)							
	Total	5593165	5592565	99.99	5592565	-	100	-
Public Institutions	E-Voting	357462	-	-	-	-	-	-
	Poll	357462	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	Total	357462	-	-	-	-	-	-
Public – Non Institutions	E-Voting	17142001	6497484	37.90	6227173	270311	95.84	4.16
	Poll	17142001	156497	0.91	156497	-	100	-
	Postal Ballot (If applicable)							
	Total	17142001	6653981	38.81	6383670	270311	95.34	4.06
Total		23092628	12246546	53.03	11976235	270311	97.79	2.21

Note: The resolution carried with requisite majority.



Resolution No. 4 - 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	5593165	5590485	99.95	5590485	-	100	-
	Poll	5593165	2080	0.04	2080	-	100	-
	Postal Ballot (If applicable)							
	Total	5593165	5592565	99.99	5592565	-	100	-
Public Institutions	E-Voting	357462	-	-	-	-	-	-
	Poll	357462	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	Total	357462	-	-	-	-	-	-
Public - Non Institutions	E-Voting	17142001	6497484	37.90	6227117	270367	95.84	4.16
	Poll	17142001	156497	0.91	156497	-	100	-
	Postal Ballot (If applicable)							
	Total	17142001	6653981	38.81	6383614	270367	95.34	4.06
Total		23092628	12246546	53.03	11976179	270367	97.79	2.21

Note: The resolution carried with requisite majority.



Resolution No. 5 - 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	5593165	5590485	99.95	5590485	-	100	-
	Poll	5593165	2080	0.04	2080	-	100	-
	Postal Ballot (If applicable)							
	Total	5593165	5592565	99.99	5592565	-	100	-
Public Institutions	E-Voting	357462	-	-	-	-	-	-
	Poll	357462	-	-	-	-	-	-
	Postal Ballot (If applicable)							
	Total	357462	-	-	-	-	-	-
Public – Non Institutions	E-Voting	17142001	6497484	37.90	6227173	270311	95.84	4.16
	Poll	17142001	156497	0.91	156497	-	100	-
	Postal Ballot (If applicable)							
	Total	17142001	6653981	38.81	6383670	270311	95.34	4.06
Total		23092628	12246546	53.03	11976235	270311	97.79	2.21

Note: The resolution carried with 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 as amended by Companies (Management and Administration) Amendment Rules, 2015 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 74th Annual General Meeting of the members of Jyoti Limited (the Company) held on Thursday the 27th day of September, 2018 at 9.00 a.m. at Registered Office 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 74th Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 74th Annual General Meeting of the members of Jyoti Limited (the Company) held on Thursday the 27th September, 2018 at 9.00 a.m. at Registered Office at Nanubhai Amin Marg, Industrial Area, P.O. Chemical Industries, Vadodara - 390 003.

The Notice dated 26th May, 2018 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 74th 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 74th 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 provided by Central Depository System Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

Ravi Kapoor



The Company has also provided poll at the AGM venue facility to the Shareholders present at the 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 24th September, 2018 at 10.00 a.m. and ended on 26th September, 2018 at 5.00 p.m.
- (ii) The members of the Company as on the "cut-off" date i.e. 20th September, 2018 were entitled to vote on the resolutions (items no. 1 to 5 as set out in the notice of the 74th Annual General Meeting of the Company).
- (iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were 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, 2018 has informed that while 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. However the shareholders holding these shares have sold their entire shareholding during April, 2018. Owing to dematerialised form present shareholders holding these 18,00,000 / 17,39,960 shares are not identifiable and because of this fact no alternate report has been presently provided for cessation of voting right.

Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the 74th 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 place 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.

Ravi Kapoor



Item No. 1-Ordinary Resolution

Adoption of Financial Statement

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		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	No. of Folios	No. of Shares
Remote E-Voting	12087969	57	11817658	97.76	6	270311	2.24	Nil	Nil
Poll at the AGM	158577	28	158577	100	Nil	Nil	Nil	Nil	Nil
Total	12246546	85	11976235	97.79	6	270311	2.21	Nil	Nil

Item No. 2- Ordinary Resolution

Appointment of Director

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		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	No. of Folios	No. of Shares
Remote E-Voting	12087969	57	11817658	97.76	6	270311	2.24	Nil	Nil
Poll at the AGM	158577	28	158577	100	Nil	Nil	Nil	Nil	Nil
Total	12246546	85	11976235	97.79	6	270311	2.21	Nil	Nil

Ravi Kapoor



Item No. 3- Ordinary Resolution

Remuneration of Cost Auditor

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		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	No. of Folios	No. of Shares
Remote E-Voting	12087969	57	11817658	97.76	6	270311	2.24	Nil	Nil
Poll at the AGM	158577	28	158577	100	Nil	Nil	Nil	Nil	Nil
Total	12246546	85	11976235	97.79	6	270311	2.21	Nil	Nil

Item No. 4-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			Invalid Votes	
		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	No. of Folios	No. of Shares
Remote E-Voting	12087969	56	11817602	97.76	7	270367	2.24	Nil	Nil
Poll at the AGM	158577	28	158577	100	Nil	Nil	Nil	Nil	Nil
Total	12246546	84	11976179	97.79	7	270367	2.21	Nil	Nil

Ravi Kapoor



Item No. 5 – 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			Invalid Votes	
		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	No. of Folios	No. of Shares
Remote E-Voting	12087969	57	11817658	97.76	6	270311	2.24	Nil	Nil
Poll at the AGM	158577	28	158577	100	Nil	Nil	Nil	Nil	Nil
Total	12246546	85	11976235	97.79	6	270311	2.21	Nil	Nil

The data sheet relating to e-voting/Poll at the 74th 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: 28/09/2018
Place: Ahmedabad



Mr. Rahul Amin
Chairman of the Meeting

