



JD ORGOCHEM LTD.

(Formerly : Jaysynth Dyechem Ltd.)

CIN No. L24100MH1973PLC016908 • PAN No. AAACJ0902B

Regd. Office : 301, Sumer Kendra, Pandurang Budhkar Marg, Worli, Mumbai - 400 018. INDIA.

Tel. : 91-22-3042 3048, Fax : 91-22-3042 3434. email : jsec@jaysynth.com

JDL/RCT/114

October 01, 2015

To,

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai – 400 001

Kind Attn: **Mr. Jeevan**

Subject: Clause 35B of the Listing Agreement – Details of Voting Results of the 41st Annual General Meeting of the Company

Dear Sir,

Pursuant to Clause 35B of the Listing Agreement, we are enclosing herewith the Consolidated Report of the Scrutinizer on e-voting and Physical Polling Paper at the Annual General Meeting of the Shareholders of the Company held on Tuesday, September 29, 2015 at 10:00 a.m at the Registered office of the Company at 301, Sumer Kendra, P.B.Marg, Mumbai-400018.

The above are also uploaded on website of the Company's Website.

We request you to note the above.

Thanking you,

For: **JD ORGOCHEM LIMITED**

[MAHENDRA K. KOTHARI]

DIRECTOR

DIN: 00183613



Enclosed : as above



FORM NO. MGT-13

Consolidated Report of Scrutinizer

[Pursuant to Section 108 read with 109 of the Companies Act, 2013 and Rule 20 read with 21 of the Companies (Management & Administration) Rules, 2014, as amended]

To,
Mr. Mahendra K. Kothari
The Chairman of
Forty First Annual General Meeting of Equity Shareholders of
JD Orgochem Limited
Held on Tuesday, September 29, 2015 at 10.00 a.m. at
301, Sumer Kendra, Pandurang Budhkar Marg, Worli, Mumbai - 400 018.

Dear Sir,

I, Keyul M. Dedhia of M/s. Keyul M. Dedhia & Associates, Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of JD Orgochem Limited ('the Company') pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process and to scrutinize the voting process at the said Annual General Meeting held on Tuesday, September 29, 2015 at 10.00 a.m. at 301, Sumer Kendra, Padurang Budhkar Marg, Worli, Mumbai - 400 018, to submit consolidated report on result of the remote e-voting and voting through poll i.e. polling papers at the said Annual General Meeting.

We hereby submit our report as under:

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and through poll by using polling papers on the resolutions contained in the notice for the Forty First Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process through both electronics means and by use of polling papers at the said meeting are conducted in fair and transparent manner and submit consolidated Scrutinizer's report of the total votes cast "In Favour" or "Against", if any, to the Chairman on the resolutions, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL') and the report generated for voting by use of polling papers at the meeting.

The Notice dated August 14, 2015 convening the Forty First Annual General Meeting of the Company to be held on Tuesday, September 29, 2015 at 10.00 a.m. at 301, Sumer Kendra, Pandurang Budhkar Marg, Worli, Mumbai - 400 018 along with Statement setting out material facts under Section 102 of the Act were sent to the members of the Company.

The Company had availed the e-voting facility offered by National Securities Depositories Limited (NSDL), the authorized agency to provide e-voting facility, engaged by the Company for conducting remote e-voting by the shareholders of the Company. The Company had also provided voting through poll i.e. polling papers for members present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of September 22, 2015, were entitled to vote on resolutions proposed as set out in the Notice of the Forty First Annual General Meeting of the members of the Company.





KEYUL M. DEDHIA & ASSOCIATES

Company Secretaries

The voting period for remote e-voting commenced on Saturday, September 26, 2015 at 09.00 a.m. (IST) and ended on Monday, September 28, 2015 at 5.00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the time fixed for taking the poll by the Chairman, facility of casting vote through polling papers was provided by the Company. One (1) ballot box kept for polling was locked in my presence with due identification marks placed on the same.

On conclusion of the voting at the Annual General Meeting through polling papers, the votes cast under remote e-voting facility and through polling papers at the meeting were unblocked in the presence of two witness viz; Mr. Harshit Shah and Ms. Ashwini Shah, both are not in employment of the Company.

We have scrutinized and reviewed the votes tendered through remote e-voting based on the data downloaded from the NSDL e-voting system and voting done through the polling papers at the meeting respectively for the purpose of this report and the summary of voting were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agent of the Company and the authorizations/ Proxies lodged with the Company. The Signature of Members, No. of Shares held by respective members, members entitled to vote through remote e-voting and polling papers were scrutinized and confirmed by the Registrar and Transfer Agent of the Company.

The result of the voting is as per annexure attached herewith.

The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.

The relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.

Recommendation:

All then resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours faithfully,

For Keyul M. Dedhia & Associates
Company Secretaries

Keyul M. Dedhia

Proprietor

FCS: 7756

COP: 8618

September 30, 2015, Mumbai.



Annexure to the Scrutinizer's Report

Annual General Meeting: Tuesday, September 29, 2015 at 10.00 a.m. at 301, Sumer Kendra, Padurang Budhkar Marg, Worli, Mumbai - 400 018

Result of Voting (through remote e-voting and through polling papers)

Sr No	Reso No/ Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes				Invalid Votes	
					Voting in Favour (Assent)		Voting Against (Dissent)		Number of Members Voting	No. of Votes Casted
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting		
1	1	Adoption of Audited Annual financial statements of the Company for the financial year ended 31.03.2015	Ordinary	Remote E-Voting	8	6454477	99.998	2	105	0.002
				Voting at Annual General Meeting through poll	31	1500106	100.00	0	0	0.000
				Total	39	7954583	99.999	2	105	0.001
2	2	Re-appointment of Mr. Shrikant K. Kothari, as a Director of the Company, liable to retire by rotation	Ordinary	Remote E-Voting	8	6454477	99.998	2	105	0.002
				Voting at Annual General Meeting through poll	31	1500106	100.00	0	0	0.000
				Total	39	7954583	99.999	2	105	0.001
3	3	Appointment of M/s Meghna & Ajay Mehta, Chartered Accountants as Statutory Auditors of the Company and authorizing Board of Directors to fix their remuneration	Ordinary	Remote E-Voting	8	6454477	99.998	2	105	0.002
				Voting at Annual General Meeting through poll	31	1500106	100.00	0	0	0.000
				Total	39	7954583	99.999	2	105	0.001
4	4	Appointment of Ms. Bharati R. Chandani as an Independent Director	Ordinary	Remote E-Voting	8	6454477	99.998	2	105	0.002
				Voting at Annual General Meeting through poll	31	1500106	100.00	0	0	0.000
				Total	39	7954583	99.999	2	105	0.001
5	5	Approval of Members under Section 180(1)(c) of the Companies Act, 2013 for borrowing money upto ₹ 300 crores	Special	Remote E-Voting	8	6454477	99.998	2	105	0.002
				Voting at Annual General Meeting through poll	31	1500106	100.00	0	0	0.000
				Total	39	7954583	99.999	2	105	0.001
6	6	Approval of Members under Section 180(1)(a) of the Companies Act, 2013 for creating charge/ mortgage on properties of the Company	Special	Remote E-Voting	8	6454477	99.998	2	105	0.002
				Voting at Annual General Meeting through poll	31	1500106	100.00	0	0	0.000
				Total	39	7954583	99.999	2	105	0.001

