



**Combined Scrutinizer's Report on Remote E-Voting & Voting by Physical Ballot**

**[Pursuant to 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 Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

To:

The Chairman of the 57<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
M/s Jayshree Chemicals Limited

**Sub:** Consolidated Scrutinizer's Report on remote E-voting process as well as voting through Physical Ballot conducted at the venue of Annual General Meeting (AGM) of the members of M/s Jayshree Chemicals Limited (the Company) held on 27<sup>th</sup> September, 2019 pursuant to 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 Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

I, Arun Kumar Jaiswal (ACS: 29827, CP No.: 12281) Company Secretaries in whole-time practice was appointed by the Board of Directors of M/s Jayshree Chemicals Limited ("the Company"), CIN: L24119WB1962PLC218608 to act as the Scrutinizer to scrutinize the remote e-voting process and voting through Physical Ballot conducted at Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700 020 on Friday, 27<sup>th</sup> day of September, 2019 at 03.00 P.M. carried out for the Resolutions [(Items No. 1-4) as set out in the notice of Annual General Meeting of the Equity Shareholders of the Company dated 30<sup>th</sup> May, 2019 proposed to be passed under the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I submit my report as under

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through electronic means i.e. Remote E-Voting and voting through Physical Ballot on the Resolution contained in the Notice of the AGM of the Company.
2. As Scrutinizer for Remote E-Voting process and for voting through Physical Ballot conducted at the AGM my responsibility is to provide the Scrutinizer's Report of the votes cast in "FAVOUR" of "AGAINST" the resolution stated in the Notice, based on the votes casted through Physical Ballot at the meeting and reports generated from the e-voting system provided by the Central Depository Services (India) Limited "CDSL".
3. The shareholders of the Company holding shares as on the "cut-off" date i.e. 20<sup>th</sup> September, 2019 were entitled to vote on the Resolution as contained in the notice of the AGM.
4. In accordance with the Notice of the Annual General Meeting sent to the shareholders and the Advertisement published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 as amended by the (Companies Management and Administration) Amendment Rules 2015, the remote e-voting opened at 9:00 a.m. on 24<sup>th</sup> September, 2019 and remained open up to 5:00 p.m. on 26<sup>th</sup> September, 2019 preceding the date of the AGM.
5. As on the cut-off date i.e., September 20, 2019, there were 5518 shareholders.
6. At the end of the voting period on 26<sup>th</sup> September, 2019 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.





7. At the venue of the AGM of the Company held on 27<sup>th</sup> September, 2019 the facility to vote through Physical Ballot was provided to facilitate those members present in the meeting but could not participate in the Remote E-voting to record their votes.
8. After declaration of voting by use of ballot by the Chairman at the AGM, one ballot box kept for ballot paper was locked and kept for voting duly marked by identification mark placed by me. The ballot papers were opened and votes were counted and reconciled with the records maintained by the Registrar and Transfer Agent of the Company in the presence of two witnesses being not employees of the Company present at the meeting. The voters were also scrutinized by me for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot. As per the information given by the Company the names of the shareholders who have voted on e-voting through CDSL facility had been blocked and ballots were issued only to those members who were present at the AGM and who had not voted on remote e-voting
9. Thereafter, the results of Remote E-voting was unblocked from the website of M/s. Central Depository Services (India) Limited "CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) in the presence of Mr. Pranaya Kumar Behuria and Mr. Kumar Rohit who are not in the employment of the Company.
10. Thereafter, I as a Scrutinizer duly compiled the details of the Remote E-voting carried out by the Members together and the voting done by Physical Ballot at the venue of the AGM, the details of which are as follows:

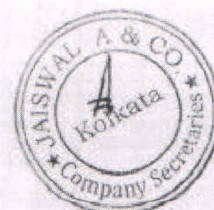
I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot papers at the AGM in respect of the said resolution.

**ORDINARY BUSINESS:**

**Item No. 1 – (Ordinary Resolution)**

**To receive and adopt the statement of Profit and Loss of the Company for the year ended 31st March, 2019 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon):**

	Remote e-voting		Voting through Physical Ballot at the AGM		Consolidated voting results		
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	2	11283	44	10541166	46	10552449	99.9989
Voted against the Resolution	0	0	3	124	3	124	0.0011
Invalid votes	2	2410	0	0	0	0	0





**Item No. 2 – (Ordinary Resolution)**

**To appoint a Director in place of Shri Virendraa Bangur holding DIN: 00237043 who retires by rotation and being eligible offers himself for re-appointment:**

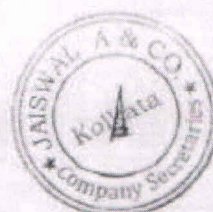
	Remote e-voting		Voting through Physical Ballot at the AGM		Consolidated voting results		
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	1	11170	44	10541166	45	10552336	99.9977
Voted against the Resolution	1	113	3	124	4	237	0.0023
Invalid votes	2	2410	0	0	0	0	0

**SPECIAL BUSINESS:**

**Item No. 3 – (Special Resolution)**

**To re-appoint Shri Virendraa Bangur holding DIN: 00237043 as the Managing Director for a further period of five years.**

	Remote e-voting		Voting through Physical Ballot at the AGM		Consolidated voting results		
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	1	11170	44	10541166	45	10552336	99.9977
Voted against the Resolution	1	113	3	124	4	237	0.0023
Invalid votes	2	2410	0	0	0	0	0





Item No. 4 – (Special Resolution)

Rectification of remuneration paid to Mr. Prabhu Nath Ojha DIN- 00592544, Executive Director of the Company:

	Remote e-voting		Voting through Physical Ballot at the AGM		Consolidated voting results		
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	1	11170	44	10541166	45	10552336	99.9977
Voted against the Resolution	1	113	3	124	4	237	0.0023
Invalid votes	2	2410	0	0	0	0	0


All the papers relating to voting by remote e-voting and voting through Physical Ballot shall remain in the safe custody of the Scrutinizer until the Chairman, considers, approves and signs the Minutes of the AGM and thereafter, the Scrutinizer shall hand over the related papers to the Company Secretary/Chairman, authorised by the Board for safe keeping.

Soft copy containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared "INVALID / ABSTAINED", for resolution is being delivered to the Company Secretary/Chairman, authorised by the Board for safe keeping separately.

Resolution mentioned hereinabove stand passed with the required majority through Remote e-voting and voting through Physical Ballot and deemed to have been passed as on the date of the AGM, accordingly I request the Chairman of the Company to announce the result of the meeting.

Thanking you,

Yours faithfully,  
For JAISWAL A & CO.  
Company Secretaries



ARUN KUMAR JAISWAL  
Proprietor  
ACS 29827, CP No.: 12281  
SCRUTINIZER



Place: Kolkata  
Date 28<sup>th</sup> September, 2019