

**Courier/E-mail****JPL/SECTT/PKC/ST-EX****September 18, 2014**

The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor, Plot No. C-1  
Block - G, Bandra-Kurla Complex  
Bandra (East),  
Mumbai - 400 051

The Deptt of Corporate Services  
The Bombay Stock Exchange Ltd  
25, PJ Towers, Dalal Street  
Mumbai - 400001

Code : JINDALPHOT / 532624 Series : Eg  
Re : Outcome of AGM held on - 18/09/2014

Dear Sirs,


We would like to inform you that the Annual General Meeting of the members of the Company held today at the registered office at 260/23, Sheetal Industrial Estate, Demani Road, Dadra - 396193.

In view of above, we are pleased to submit the following documents:

1. Copy of the proceedings of the Annual General Meeting of the members of the Company held today.
2. Details of voting results as per clause 35A of the Listing Agreement.

You are requested to find the above in order and acknowledge it.

Yours truly,  
For Jindal Photo Limited

  
(Ashok Yadav)  
Authorised Signatory

  
(Krishnasamy Ramaswamy)  
Technical Director

**Jindal Photo Limited**

Head Off. : 11/5-B, Basement, Opp. Telephone Exchange, Pusa Road, New Delhi - 110005 Phone : 91-11-25767000, Fax: 91-11-25767015  
Regd. Office & Works : 260/23, Sheetal Industrial Estate, Demani Road, Dadra - 396193 (U.T. of D & N.H.) Ph : 0260-2668371, 72, 79, Fax: 0260-2668354  
Works : J & K SIDCO, Phase - I, Industrial Growth Centre, Samba - 184 121 Jammu (J & K) Ph.: 09908094988, Telefax : 01923-243028  
CIN : L33209 DN 2004 PLC 000198, E-mail : jindalphoto@jindalgroup.com, Website : www.jindalphoto.com

**PROCEEDINGS OF ANNUAL GENERAL MEETING OF THE MEMBERS OF JINDAL PHOTO LIMITED HELD ON 18<sup>th</sup> SEPTEMBER, 2014 AT 260/23 SHEETAL INDUSTRIAL ESTATE, DEMANI ROAD, DADRA (UT OF D&NH) AT 11.30 A.M.**

The meeting began with the welcome speech. The Chairman identified that requisite quorum was present in the meeting. Notice of Annual General Meeting taken as read. Auditors' report were duly read in the meeting.

Chairman Informed to the meeting that the Company had provided E-voting facility and Ballot form to the members to exercise their right to vote on the business items as stated in the Notice by electronic means as well as by physical ballot as per the procedure laid down in the Notice of the Meeting for the due compliance of statutory provisions as applicable to the Company. Chairman also further informed that the members who have not exercised their vote through e-voting or through physical ballot and who are present in the meeting, can also cast their vote through poll at the AGM now. Members present in the meeting exercised their right by casting their vote through ballot form. After completion of polling, meeting was adjourned for 30 minutes for the purpose of counting of votes cast by members present in the meeting through Ballot Form and declaration of results.

The meeting was re-assembled after 30 minutes for the purpose of declaration of results. On receipt of Consolidated Scrutinizer Report from Mr. Ravi Grover, Scrutinizer, Chairman declared the results. Following resolutions which were set forth in the notice calling the Annual General Meeting were passed with requisite majority:-

1. Adopted the audited Balance Sheet as at March, 31, 2014 and the Statement of Profit and Loss account for the year ended March, 31, 2014, the reports of the Board of Directors and Auditors thereon, statement in respect of the subsidiary companies under Section 212 of the Companies Act, 1956.
2. Appointed Statutory Auditors M/s B.K. Shroff & Company, Chartered Accountants (firm registration no. 302166E) from the conclusion of 11<sup>th</sup> Annual General Meeting until the conclusion of the 14<sup>th</sup> Annual General Meeting of the Company and fixed their remuneration.
3. Appointed Mr. Shriv Kumar Mittal as an Independent Director.
4. Appointed Mr. Kamal Kumar Jain as an Independent Director.
5. Appointed Mr. Uttam Garodia as a Director and as an Independent Director.
6. Appointed Ms. Gunjan Gupta as Non-Executive Director.
7. Approved remuneration of Rs. 3233460/- paid to Mr. Shammi Gupta, Managing Director of the Company during the Financial Year 2013-14.
8. Approved remuneration of Rs. 1358470/- paid to Mr. Krishnasamy Ramaswamy, Whole Time Director of the Company during the Financial Year 2013-14.
9. Re-appointed Mr. Shammi Gupta as Managing Director of the Company for a period of three years w.e.f 1.4.2014.
10. Re-appointed Mr. Krishnasamy Ramaswamy as Whole Time Director of the Company for a period of three years w.e.f 1.4.2014.
11. Authorised Board to make Investment in Jindal India Powertech Limited up to Rs. 500 crore.
12. Authorised Board to make Investment in Jindal India Thermal Power Limited up to Rs. 300 crore.
13. Authorised Board to make Investment in the Units of various schemes of Mutual Funds up to Rs. 200 crore.
14. Authorised Board to borrow money in excess of paid up share capital and free reserves of the Company.
15. Authorised Board to mortgage/charge/hypothecate assets present and future both of the company in respect of amount borrowed/to be borrowed by the Company.
16. Authorised Board to contribute to bona fide and charitable funds and other funds any amount the aggregate of which will in any financial year exceed 5% of the company's average net profits for the three immediately preceding financial years subject to the maximum of Rs. 10 crore in one financial year.

Thereafter the meeting ended with a vote of thanks to the Chairman of the meeting

For Jindal Photo Limited



Krishnasamy Ramaswamy  
Whole Time Director  
Dated : 18<sup>th</sup> September, 2014

# Jindal Photo Limited

Date of the Annual General Meeting: 18<sup>th</sup> September, 2014.  
Total number of shareholders : 23714

No. of shareholders present in the meeting either in person or through proxy:

Category of Shareholder	Present in person	Present through proxy	Total
Promoters & Promoter Group	08	NIL	08
Public	33	NIL	33
<b>Total</b>	<b>39</b>	<b>NIL</b>	<b>39</b>

No. of shareholders attended the meeting through Video Conferencing: N.A

Category of Shareholder	Present in person	Present through proxy	Total
Promoters & Promoter Group	-	-	-
Public	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

## ORDINARY BUSINESS (Item No. 1 and Item No. 2)

Item No. 1 Adoption of Annual accounts  
Resolution required- Ordinary Resolution

"RESOLVED THAT the Statement of Audited Profit & Loss Account for the year ended on 31<sup>st</sup> March 2014 and the Balance Sheet as at that date together with the Reports of the Directors' and Auditors' thereon and statement in respect of the subsidiary companies under Section 212 of the Companies Act, 1956 be and are hereby adopted and approved."

Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25194*	0.90	7549	24	29.96	0.09
<b>Total</b>	<b>10258326</b>	<b>7392028</b>	<b>99.65</b>	<b>7374383</b>	<b>24</b>	<b>99.76</b>	<b>0.09</b>

\*includes 17621 shares invalid ballots.

Result: Passed with requisite majority

Item No. 2 Re-appointment of Statutory Auditors  
Resolution required- Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, the retiring auditors, B.K. Shroff & Company, Chartered Accountants (firm registration no. 302166E), be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 14<sup>th</sup> Annual General Meeting of the Company, subject to ratification by shareholders at each Annual General Meeting to be held hereafter and that the Board of Directors be and are hereby



# Jindal Photo Limited

authorized to fix such remuneration as may be determined by the audit committee in consultation with the auditors."

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7368834	98.75	7368834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 3 Appointed Mr. Shiv Kumar Mittal as an Independent Director**  
**Resolution required- Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed there under read with Schedule IV to the Act, and Clause 49 of Listing Agreement with the Stock Exchanges, as amended from time to time, Mr. Shiv Kumar Mittal (DIN 00006460), in respect of whom a notice in writing pursuant to Section 160 of the Companies Act, 2013 has been received in the prescribed manner, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for five consecutive years with effect from 18<sup>th</sup> September, 2014 up to 17<sup>th</sup> September, 2019."

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7368834	98.75	7368834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>



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\*Includes 17621 shares Invalid ballots.

**Result: Passed with requisite majority**

**Item No. 4 Appointed Mr. Kamal Kumar Jain as an Independent Director**  
**Resolution required- Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed there under read with Schedule IV to the Act, and Clause 49 of Listing Agreement with the Stock Exchanges, as amended from time to time, Mr. Kamal Kumar Jain (DIN 00649522), in respect of whom a notice in writing pursuant to Section 160 of the Companies Act, 2013 has been received in the prescribed manner, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for five consecutive years with effect from 18<sup>th</sup> September, 2014 up to 17<sup>th</sup> September, 2019."

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10268326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 5 Appointed Mr. Uttam Garodia as a Director and as an Independent Director.**  
**Resolution required- Ordinary Resolution**

"RESOLVED THAT Mr. Uttam Garodia (DIN 03129180) who was appointed by the Board of Directors as an Additional Director of the company w.e.f 30<sup>th</sup> July, 2014, and who holds office up to the date of the forthcoming Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 and in respect of whom a notice in writing pursuant to Section 160 of the Companies Act, 2013 has been received in the prescribed manner proposing his candidature for the office of director of the Company, be and is hereby appointed a director of the Company.

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed there under read with Schedule IV to the Act, and Clause 49 of Listing Agreement with the Stock Exchanges, as amended from time to time, Mr. Uttam Garodia (DIN 03129180), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for five consecutive years with effect from 18<sup>th</sup> September, 2014 up to 17<sup>th</sup> September, 2019."



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## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2798471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*Includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 6 Appointed Ms. Gunjan Gupta as Non-Executive Director.  
Resolution required- Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed there under and Clause 49 of Listing Agreement with the Stock Exchanges, as amended from time to time, **Ms. Gunjan Gupta (DIN 06931462)** who was appointed by the Board of Directors as an Additional Director of the company w.e.f 30<sup>th</sup> July, 2014, and who holds office up to the date of the forthcoming Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 and in respect of whom a notice in writing pursuant to Section 160 of the Companies Act, 2013 has been received in the prescribed manner proposing her candidature for the office of director of the Company, be and is hereby appointed a Non-Executive Director of the Company whose office shall be liable to retirement by rotation."

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2798471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*Includes 17621 shares invalid ballots.



# Jindal Photo Limited

Result: Passed with requisite majority

Item No. 7 Approved remuneration of Rs. 3233460/- paid to Mr. Shammi Gupta, Managing Director of the Company during the Financial Year 2013-14.

Resolution required- Special Resolution

"RESOLVED THAT subject to the provisions of Section 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956 and limits laid down in Schedule XIII thereof as amended and subject to the approval of the Central Government, if any required and subject to such other approvals as may be necessary, the consent of the members be and is hereby accorded in respect of remuneration of Rs. 3233460/- paid to Mr. Shammi Gupta (DIN 00006384), Managing Director during the period from 1<sup>st</sup> April, 2013 to 31<sup>st</sup> March, 2014, as per the details given in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all such other acts, deeds, matters and things as in its absolute discretion, it may consider necessary to expedient or desirable in order to give effect to the foregoing resolution or otherwise consider it to be in the best interest of the company."

Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
Total	10256326	7391973	99.65	7374352	NIL	99.76	NIL

\*includes 17621 shares invalid ballots.

Result: Passed with requisite majority

Item No. 8 Approved remuneration of Rs. 1358470/- paid to Mr. Krishnasamy Ramaswamy, Whole Time Director of the Company during the Financial Year 2013-14.

Resolution required- Special Resolution

"RESOLVED THAT subject to the provisions of Section 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956 and limits laid down in Schedule XIII thereof as amended and subject to the approval of the Central Government, if any required and subject to such other approvals as may be necessary, the consent of the members be and is hereby accorded in respect of remuneration of Rs. 1358470/- paid to Mr. Krishnasamy Ramaswamy (DIN 02276762), Whole Time Director during the period from 1<sup>st</sup> April, 2013 to 31<sup>st</sup> March, 2014, as per the details given in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all such other acts, deeds, matters and things as in its absolute discretion, it may consider necessary to expedient or desirable in order to give effect to the foregoing resolution or otherwise consider it to be in the best interest of the company."



# Jindal Photo Limited

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 9 Re-appointed Mr. Shammi Gupta as Managing Director of the Company for a period of three years w.e.f 1.4.2014.**

### Resolution required- Special Resolution

"RESOLVED THAT subject to the provisions of Section 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under read with Schedule V to the Act as amended from time to time and subject to the approval of the Central Government, if any required and subject to such other approvals as may be necessary, the approval of the members be and is hereby accorded to the Board of Directors for the re-appointment and terms of remuneration of Mr. Shammi Gupta (DIN 00006384) as Managing Director of the company liable to retire by rotation for a period of 3 (three) years commencing from 1<sup>st</sup> April 2014 to 31<sup>st</sup> March, 2017 as per the terms and conditions set out in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of the appointment, the Company shall pay to Mr. Shammi Gupta remuneration as decided by the Board or any committee thereof from time to time as minimum remuneration, with the approval of the Shareholders and the Central Government, if necessary.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to further revise the remuneration payable to him as Managing Director, from time to time subject to the ceiling laid down in Section 198, 197 and Schedule V of the Companies Act, 2013, with or without further approval, sanctions or permissions, if any, required for such revision in the remuneration.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all such other acts, deeds, matters and things as in its absolute discretion, it may consider necessary to expedient or desirable in order to give effect to the foregoing resolution or otherwise consider it to be in the best interest of the company."





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Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting							
Promoter/Public	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	% 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	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*Includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 10 Re-appointed Mr. Krishnasamy Ramaswamy as Whole Time Director of the Company for a period of three years w.e.f 1.4.2014.**

**Resolution required- Special Resolution**

"RESOLVED THAT subject to the provisions of Section 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under read with Schedule V to the Act as amended from time to time and subject to the approval of the Central Government, if any required and subject to such other approvals as may be necessary, the approval of the members be and is hereby accorded to the Board of Directors for the re-appointment and terms of remuneration of Mr. Krishnasamy Ramaswamy (DIN 02276762), Whole Time Director of the company liable to retire by rotation for a period of 3 (three) years commencing from 1<sup>st</sup> April 2014 to 31<sup>st</sup> March, 2017 as per the terms and conditions set out in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of the appointment, the Company shall pay to Mr. Krishnasamy Ramaswamy remuneration as decided by the Board or any committee thereof from time to time as minimum remuneration, with the approval of the Shareholders and the Central Government, if necessary.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to further revise the remuneration payable to him as Whole Time Director, from time to time subject to the ceiling laid down in Section 196, 197 and Schedule V of the Companies Act, 2013, with or without further approval, sanctions or permissions, if any, required for such revision in the remuneration.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all such other acts, deeds, matters and things as in its absolute discretion, it may consider necessary to expedient or desirable in order to give effect to the foregoing resolution or otherwise consider it to be in the best interest of the company."



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## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2798471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 11 Authorised Board to make Investment In Jindal India Powertech Limited up to Rs. 500 crore.**

### Resolution required- Special Resolution

"RESOLVED THAT pursuant to provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder as amended from time to time, the Board of Directors of the Company be and is hereby authorised to agree to at its discretion to make investment upto Rs. 500 crores (Rupees Five Hundred crores Only) in Equity Shares, Preference Shares or any other Securities of Jindal India Powertech Limited, from time to time, in one or more tranches, notwithstanding the fact that the aggregate of the investments so far made, securities so far provided, Loans/Guarantees so far given by the Company alongwith the proposed investment may exceed 60% of the paid-up share capital, free reserves and security premium account of the Company or 100% of the free reserves and security premium account, whichever is more.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above investment including the timing, amount and other terms and conditions of such investment and varying the same through transfer, sale, disinvestments or otherwise either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard to implement the above resolution.

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7366834	98.75	7366834	NIL	100	NIL



# Jindal Photo Limited

Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 12 Authorised Board to make Investment In Jindal India Thermal Power Limited up to Rs. 300 crore.**

**Resolution required- Special Resolution**

"RESOLVED THAT pursuant to provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder as amended from time to time, the Board of Directors of the Company be and is hereby authorised to agree to at its discretion to make investment upto Rs. 300 crores (Rupees Three Hundred Crores Only) in Equity Shares, Preference Shares or any other Securities of Jindal India Thermal Power Limited, from time to time, in one or more tranches, notwithstanding the fact that the aggregate of the investments so far made, securities so far provided, Loans/Guarantees so far given by the Company alongwith the proposed investment may exceed 80% of the paid-up share capital, free reserves and security premium account of the Company or 100% of the free reserves and security premium account, whichever is more.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above investment including the timing, amount and other terms and conditions of such investment and varying the same through transfer, sale, disinvestments or otherwise either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard to implement the above resolution.

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 13 Authorised Board to make Investment In the Units of various schemes of Mutual Funds up to Rs. 200 crore.**

**Resolution required- Special Resolution**



# Jindal Photo Limited

"RESOLVED THAT pursuant to provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder as amended from time to time, the Board of Directors of the Company be and is hereby authorised to agree to at its discretion to make investment upto Rs. 200 crores (Rupees Two Hundred Crores Only) in the units of various schemes of Mutual Funds such as Birla Sunlife, Tata, HSBC, Templeton, ICICI Prudential, LIC, Principal, HDFC, DWS, Reliance, JP Morgan India etc. from time to time, in one or more tranches, notwithstanding the fact that the aggregate of the investments so far made, securities so far provided, Loans/Guarantees so far given by the Company alongwith the proposed investment may exceed 60% of the paid-up share capital, free reserves and security premium account of the Company or 100% of the free reserves and security premium account, whichever is more.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above investment including the timing, amount and other terms and conditions of such investment and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard to implement the above resolution.

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

Result: Passed with requisite majority

Item No. 14 Authorised Board to borrow money in excess of paid up share capital and free reserves of the Company.

Resolution required- Special Resolution

"RESOLVED THAT consent of the Company be and is hereby accorded to the Board of Directors of the Company under the provisions of Section 180(1)(c) of the Companies Act, 2013 and Rules made thereunder as amended from time to time to borrow any sum(s) of money or moneys as they may deem fit from time to time, requisite for the purpose of the business of the Company notwithstanding that money to be borrowed together with moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves, provided that the total amount up to which moneys may be borrowed by the Board of Directors (apart from the temporary loans obtained from the company's bankers) shall not exceed Rs. 500 crores (Rupees Five Hundred crores Only) outstanding at anytime."

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions, steps and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard to implement the above resolution.



# Jindal Photo Limited

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	% Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	7459815	7366834	98.75	7366834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 16 Authorised Board to mortgage/charge/hypothecate assets present and future both of the company in respect of amount borrowed/to be borrowed by the Company.**

**Resolution required- Special Resolution**

"RESOLVED THAT consent of the Company be and is hereby accorded to the Board of Directors of the Company under the provisions of Section 180(1)(a) of the Companies Act, 2013 and Rules made thereunder as amended from time to time to create mortgage/ charge and hypothecation of all or any of the immovable and movable properties of the company, wherever situate, both present and future in such manner as the board of Directors may think fit for securing any loans and / or advances already obtained or that may be obtained from financial institutions / banks / insurance companies or others and / or to secure any debentures issued and /or that may be issued and all interest Compound / additional interest, commitment charge, cost, charges, expenses and all other moneys payable by the company to the concerned lenders within the overall borrowing limits of Rs. 500 crores (Rupees Five Hundred crores Only)."

"RESOLVED FURTHER THAT the mortgage / charge/hypothecation created / to be created and / or all agreement / documents executed / to be executed and all acts done in terms of the above resolution by and with all authority of the board of directors of the company are hereby confirmed and ratified."

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take from time to time all decisions, steps and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard to implement the above resolution."

**Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting**



# Jindal Photo Limited

Promoter/Public	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	7459815	7386834	98.76	7386834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**

**Item No. 16 Authorised Board to contribute to bona fide and charitable funds and other funds.**

**Resolution required- Special Resolution**

"RESOLVED THAT in accordance with the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder as amended from time to time, the Company hereby authorises the Board of Directors of the Company to contribute to bona fide charitable and other funds any amount the aggregate of which will in any financial year exceed 5% of the company's average net profits for the three immediately preceding financial years subject to the maximum of Rs. 10 crore in one financial year."

## Mode of Voting - Poll/Ballot Form in lieu of E-voting/ E-voting

Promoter/Public	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	7459815	7386834	98.76	7386834	NIL	100	NIL
Public Institutional holders	2040	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	2796471	25139*	0.90	7518	NIL	29.90	NIL
<b>Total</b>	<b>10258326</b>	<b>7391973</b>	<b>99.65</b>	<b>7374352</b>	<b>NIL</b>	<b>99.76</b>	<b>NIL</b>

\*includes 17621 shares invalid ballots.

**Result: Passed with requisite majority**





SCRUTINIZER REPORT

To,  
The Chairman,  
Jindal Photo Limited  
260/23, Sheetal Industrial Estate,  
Demani Road, Dadra - 396193

Sub: Resolutions passed through E-Voting and Poll conducted at the 11<sup>th</sup> Annual General Meeting of Jindal Photo Limited.

I, Ravi Grover, (Practicing Company Secretary), have been appointed as the Scrutinizer by the Board of Directors of Jindal Photo Limited ("the Company") having its registered Office situated at 260/23, Sheetal Industrial Estate, Demani Road, Dadra - 396193, for the purpose of scrutinizing the electronic voting process and votes through poll held at the Annual General Meeting; i.e. 18<sup>th</sup> September, 2014.

The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Wednesday, 10<sup>th</sup> September, 2014 at 9:00 A.M. till Friday, 12<sup>th</sup> September, 2014 upto 5:30 P.M.

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on resolutions specified in the notice of the 11<sup>th</sup> Annual General Meeting. My responsibility as a Scrutinizer for the e-voting process and poll is restricted to scrutinize the results and present the Report for the votes cast "in favour" or "against" the resolutions.

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*The result of the E-Voting together with that of Poll is as under:*

**(A) As an Ordinary Resolution- Item No. 1.**

To receive, consider and adopt the audited Balance Sheet as at March, 31, 2014 and the Statement of Profit and Loss account for the year ended March, 31, 2014, the reports of the Board of Directors and Auditors thereon, statement in respect of the subsidiary companies under Section 212 of the Companies Act, 1956.

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	2	31	0.0004%
Poll	36	7374352	99.7609%
Total	38	7374383	99.7613%

**II. Voted against the Resolution**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	1	24	0.0003%
Poll	-	-	-
Total	1	24	0.0003%

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**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.2384%
<b>Total</b>	<b>3</b>	<b>17621</b>	<b>0.2384%</b>

**(B) As an Ordinary Resolution- Item No.2.**

To appoint Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
<b>Total</b>	<b>36</b>	<b>7374352</b>	<b>99.76%</b>

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**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

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**(C) As an Ordinary Resolution- Item No.3.**

Appointment of Mr. Shiv Kumar Mittal as an Independent Director of the Company

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

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**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

**(D) As an Ordinary Resolution- Item No.4.**

Appointment of Mr.Kamal Kumar Jain as an Independent Director of the Company

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

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**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

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**(E) As an Ordinary Resolution- Item No.5.**

Appointment of Mr. Uttam Garodia as a Director and as an Independent Director of the Company

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

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Email: admin@groverahuja.net



**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

**(F) As an Ordinary Resolution- Item No.6.**

Appointment of Ms. Gunjan Gupta as a Non-Executive Director of the Company

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

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**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%





**(G) As a Special Resolution- Item No.7.**

Approval of remuneration paid to Mr. Shammi Gupta, Managing Director of the Company during the Financial Year 2013-14.

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
<b>E-Voting</b>	-	-	-
<b>Poll</b>	36	7374352	99.76%
<b>Total</b>	36	7374352	99.76%

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
<b>E-Voting</b>	-	-	-
<b>Poll</b>	-	-	-
<b>Total</b>	-	-	-

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### III. Invalid Votes

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

### (H) As a Special Resolution- Item No.8.

Approval of remuneration paid to Mr. Krishnasamy Ramaswamy, Whole Time Director of the Company during the Financial Year 2013-14.

### I. Voted in the favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

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**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

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**(I) As a Special Resolution- Item No.9**

To re-appoint Mr. Shammi Gupta as Managing Director of the Company

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

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**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
<b>E-Voting</b>	-	-	-
<b>Poll</b>	3	17621	0.24%
<b>Total</b>	3	17621	0.24%

**(J) As a Special Resolution- Item No.10.**

To re-appoint Mr. Krishnasamy Ramaswamy as Whole Time Director of the Company

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
<b>E-Voting</b>	-	-	-
<b>Poll</b>	36	7374352	99.76%
<b>Total</b>	36	7374352	99.76%

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**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

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**(K) As a Special Resolution- Item No.11.**

To make Investment in Jindal India Powertech Limited

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

8/33, 3<sup>rd</sup> Floor, Satbhraha School Marg, W.E.A., Karol Bagh, New Delhi - 110005

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**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

**(L) As a Special Resolution- Item No.12.**

To make Investment in Jindal India Thermal Power Limited

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

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Email: admin@groverahuja.net





**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

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(M) As a Special Resolution- Item No.13.

To make Investment in the Units of various schemes of Mutual Funds

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

8/33, 3<sup>rd</sup> Floor, Satbhraava School Marg, W.E.A., Karol Bagh, New Delhi - 110005

Tel: +91 11 42773662, 45091596

Email: admin@groverahuja.net



**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

(N) As a Special Resolution- Item No.14.

To approve borrowing limits of the Company

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

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**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

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**(Q) As Special Resolution- Item No.15.**

To approve creation of mortgage/Charge

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

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**III Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

**(P) As Special Resolution- Item No.16.**

To approve to contribute to bona fide and charitable funds etc.

**I. Voted in the favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	36	7374352	99.76%
Total	36	7374352	99.76%

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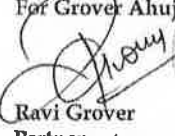


**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	3	17621	0.24%
Total	3	17621	0.24%

Thanking You.  
For Grover Ahuja & Associates  
  
Ravi Grover  
Partner



Date: 18/9/14  
Place: Dadar

8/33, 3<sup>rd</sup> Floor, Satbhava School Marg, W.E.A., Karol Bagh, New Delhi - 110005  
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