Keyul M. Dedhia & Associates company secretaries

Keyul M. Dedhia

B. Com, A. C. S., L.L.B, MBL

Report of Scrutinizer in respect of E-Voting Process

[Pursuant to Section 107, Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended]

To,
Mr. Prakash M. Kale
The Chairman
Jaysynth Dyestuff (India) Limited
301, Sumer Kendra, Padurang Budhkar Marg,
Worli, Mumbai - 400 018.

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 107, Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rule'), as amended, and the physical ballot forms received from the shareholders who do not have access to e-voting, for twenty ninth Annual General Meeting.

The Board of Directors of Jaysynth Dyestuff (India) Limited ('the Company') have vide resolution passed on August 13, 2014, decided to provide to the members of the Company, a facility to exercise their right on the resolutions as set out in the notice of Twenty Ninth Annual General Meeting to be held on September 19, 2014 by way of electronic means as required under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Keyul M. Dedhia of M/s Keyul M. Dedhia & Associates, Company Secretaries, had been appointed by the Board of Directors of Jaysynth Dyestuff (India) Limited ('the Company') vide its resolution dated August 13, 2014, pursuant to provisions of Section 107, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as the Scrutinizer to conduct the electronic voting process in respect of below mentioned resolutions to be passed at the Twenty Ninth Annual General Meeting ('AGM') of the Company to be held on September 19, 2014.

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 electronic means on the resolutions contained in the notice for the Twenty Ninth Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "In Favour" or "Against" the resolutions stated in the notice of the Annual General Meeting, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency to provide e-voting facility and engaged by the Company.

The Notice dated August 13, 2014 convening the Twenty Ninth Annual General Meeting of the Company to be held on September 19, 2014 along with Statement setting out material facts under Section 102 of the Act were sent to the members of the Company.

B / 15, 3rd Floor, Raja Apartments, L. T. Road, Dahisar - West, Mumba Phone: 022 2891 97 59; E-mail: keyulmdedhia@gmail.com

Keyul M. Dedhia & Associates COMPANY SECRETARIES

Keyul M. Dedhia

B. Com, A. C. S., LL.B, MBL

The shareholders of the Company holding shares as on the "cut-off" date of August 1, 2014, were entitled to vote on resolutions proposed as set out in the Notice of the Twenty Ninth Annual General Meeting of the members of the Company.

The e-voting period commenced on Saturday, September 13, 2014 at 09.00 a.m. and ended on Monday, September 15, 2014 at 6.00 p.m. and the NSDL e-voting platform was blocked thereafter.

Pursuant to clause 35B of the Listing Agreement entered by the Company, the Company has also provided facility of voting through the physical ballot form to those members who do have access to the e-voting facility. The physical ballot forms received by the Company were kept in my safe custody. Our report includes the result of voting through the physical ballot forms in addition to votes casted through e-voting website of NSDL by the eligible shareholders.

We have scrutinized and reviewed the voting casted through electronic means and also through physical ballot forms for the purpose of this report.

The particulars of all the electronic votes casted by the members through e-voting process and votes casted by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.

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

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company for safe keeping.

Recommendation:

All the resolutions having secured requisites majority of votes, the respective resolutions may be considered to have been passed. The Chairman of Annual General Meeting may accordingly declare the result of voting.

Thanking you,

Yours faithfully,

Place: Mumbai

Date: September 17, 2014

MUMBAI W SECRETE

For Keyul M. Dedhia & Associates Company Secretaries

> Keyul M Dedhia Proprietor

A.C.S. No. 22761 C.P. No : 8618

Consolidated Result of Voting through Eletcronic Means and Physical Ballot Forms:

Adoption of Audited Annual Ordinary 20 6916126 100.00 0 0 0 0.00 0 0 0 0 0 0 0 0 0 0 0	г					$\overline{}$															т-	_			
Adoption of Audited Annual Ordinary 2D 6916126 100.00 0 0 0 0.00 0 0 0 0 0 0 0 0 0 0 0			6		ţπ					4			ω				2			↦					Sr No
No of No. of No	-	• • • • • • • • • • • • • • • • • • • •	g,		Ų.					4		-	 w		····	******	2			H				Item No.	Reso No/
No of No. of % of valid No. of No. of % of valid No. of No.	חומכ סבוות סוג כהנסו			Independent Director	M Desai as	remuneration		as	Associates,	Appointment of M/s C J Shah	by rotation	Director who is liable to retire		31.03.2014	year	on Equity Shares for the	Declaration of Final Dividend	31.03.2014	for the financial year ended	Adoption of Audited Annual					Heading of Resolution
No. of % of valid Number of Votes Votes Votes Votes Votes Votes Votes Votes Votes Voting Casted Casted Voting			Ordinary		Ordinary					Ordinary			Ordinary				Ordinary			Ordinary					Type of Resolution
of valid No. of valid No. of valid Number of votes Votes Votes Wombers Voting Casted Votes Wembers Voting 0			20		20				٠	20			20				20			20	Voting	Members	No of	Votin	
of valid No. of valid No. of valid Number of votes Votes Votes Wombers Voting Casted Votes Wembers Voting 0			6916126		6916126					6916126			6916126				6916126			6916126	Casted	Votes	No. of	Voting in Favour (Assent)	
No. of % of valid Number of Votes votes Weeks Votes Members Casted 0.00 0 0 0.00 0 0 0.00 0 0 0.00 0 0 0.00 0 0 0.00 0			100.00		100.00					100.00			100.00				100.00			100.00		votes	% of valid	ssent)	Valid Votes
of valid Number of votes Members Voting 0.00 0 0 0.00 0 0.00 0 0.00 0 0.00 0 0.00 0			0		0					0			0				0			0	Voting	Members	No. of	Voting /	tes
of valid Number of votes Members Voting 0.00 0 0 0.00 0 0.00 0 0.00 0 0.00 0 0.00 0			0		0		•			0			0				0			0	Casted	Vates	No. of	gainst (Diss	
	-		0.00		0.00					0,00			0.00				0.8 8			0.00		votes	% of valid	ent)	
No. of vo Casted 0			0		0					0			0				0			0	Voting	Members	Number of		Invalid
			0	•	0					0			0			•	0			0		Casted	No. of Votes		Invalid Votes



Annexure to the Scrutinizer's Report

Consolidated Result of Voting through Elettronic Means and Physical Ballot Forms:

Sr No	Reso No/	Heading of Resolution	Type of Resolution		Ì	Valid Votes	tes			Invalid Water	U
	Item No.			Voting	Voting in Favour (Assent)	sent)	Voting /	Voting Against (Dissent)	n l		
				No of	No. of	% of valled	No. of	No. of	% of valid	Number of	No. of Votes
				Members	Votes	votes	Members		votes	Members	Casted
				Voting	Casted		Voting	Casted		Voting	
7	7	Appointment of	Ordinary	20	6916126	100.00	٥	0	0.00	0	5
		Mr. Bhavesh M Panjuani as an						,		(c
		Independent Director									
00	00	Appointment of	Ordinary	20	6916126	100.00	0	5	3	2	
		Mr. Kulinkant N Manek as an					,	ı			•
		Independent Director									
9	9	Appointment of	Special	20	6916126	100.00	0	٥	0.00	٥	5
		Mr. Sharadchandra S Kothari	•			•				•	Ġ
		as Managing Director									
10	10	Adoption of new set of	Special	20	6916126	100.00	0	0	0.00	5	2
		Articles of Association		<u>-</u>				ı		,	
11	11	Approval of the remuneration	Ordinary	20	6916126	100.00	0	٥	0.00	5	5
		of Cost Auditors						ı		,	¢



Result of Voting through Electronic means:

		T	Т	_							Т	_	_		Т			Т		_		_	
	o n	U	\ 			4				w				2			H						Sr No
	6	, ,				4	l.			ω				2			Ъ			-		Item No.	Reso No/
Independent Director	Appointment of Mr. Prakash M Kale as an	Appointment Mr. Rajendra M. Desai as an Independent Director	Auditors and fixing their remuneration	G)	& Associates, Chartered	Appointment of M/s C I Shah	by rotation	11/2	Kothari	Re-appointment of	31,03.2014	financial year ended	on Equity Shares for the	Declaration of Final Dividend	31.03.2014	for the financial year ended	Adoption of Audited Annual						Heading of Resolution
	Ordinary	Ordinary			Cidilaly	Ordinary				Ordinary			,	Ordinary		,	Ordinary						Type of Resolution
	7	7			`	1				7				7	•		7	Voting	Members	MOON	100	Vati	
	3974776	3974776			39/4//6	100			0,41,00	3974776				3974776			3974776	Casted	Votes	NO. Of	would in revour (Assemb	in Equation (
	100.00	100.00			100.00				T00:00	300				100.00		100,00	100.00		votes	% of valid	455ent)	- 1	Valid Votes
	0	0			0				c	,			c	5		c	0	Votine	Members	No. of	Voting	ľ	7
	0	0			0				0				•	\ 		c	Casten	7	Votes	No. of	Voting Against (Dissent)		
	00.0	0.00			0.00				0.00				0.00			0.00			votes	% of valid	ent)		
	0	0			0				0				0			0	Voting		Member	Number of		invalic	
	0	0			0				0				0			0		Caster	7	No. of Votes		invalid Votes	



Result of Voting through Electronic means:

Sr No Reso No/ Item No. Heading of Resolution Type of Resolution Voting in Favour (Assent) Voting in Favour (Assent) Voting Against (Dissent) No. of
Heading of Resolution Type of Resolution Voting in Favour (Assent) Voting Against (Dissent) Voting Casted Votes Voting Casted Voting Casted Voting Casted Voting Casted Voting Casted Voting Against (Dissent) Voting Casted Votes Voting Casted Votes Voting Casted Voting Casted Voting Casted Voting Casted Voting O
Heading of Resolution Type of Resolution Voting in Favour (Assent) Voting Against (Dissent) Voting Casted Votes Voting Casted Voting Casted Voting Casted Voting Casted Voting Casted Voting Against (Dissent) Voting Casted Votes Voting Casted Votes Voting Casted Voting Casted Voting Casted Voting Casted Voting O
Type of Resolution Valid Votes Valid Votes Uoting Against (Dissent) Invalid No. of No.
Valid Votes Invalid Invalid Voting Against (Dissent) Ing in Favour (Assent) Voting Against (Dissent) Voting No. of No. o
Valid Votes Invalid No. of Voting Against (Dissent) Valid No. of No. of No. of Votes % of Valid Number of Voting Votes Number of Voting Voting Voting Voting Numbers 00.00 0 0 0.00 0 00.00 0 0 0.00 0 00.00 0 0 0.00 0 00.00 0 0 0.00 0 00.00 0 0 0.00 0 00.00 0 0 0.00 0
Valid Votes Invalid No. of Voting Against (Dissent) Valid No. of Mon. of Votes No. of No. of No. of No. of Votes No. of No. of Votes Number of Voting Nembers Voting Casted Voting Casted Voting Voting Voting 00.00 0 0 0.00 0 00.00 0 0 0.00 0 00.00 0 0 0.00 0 00.00 0 0 0.00 0 00.00 0 0 0.00 0
Uring Against (Dissent) No. of No. o
0.00 0 0 0 0.00 0 0 0 0 0 0 0 0 0 0 0 0
0.00 0 0 0 0.00 0 0 0 0 0 0 0 0 0 0 0 0
No. of Votes Casted 0 0



Result of Voting through Physical Ballot Forms:

σ,			υ'n					4				ω				2			1	Γ				Sr No
	6		5					4				ω				2			1				Item No.	Reso No/
M Kale as Director	Appointment of	Mr. Rajendra M. Desai as an Independent Director	Appointment of	remuneration	Auditors and fixing their	Accountants as Statutory	& Associates, Chartered	Appointment of M/s C J Shah	by rotation	Director who is liable to retire	Mr. Nikhil S. Kothari as	Re-appointment of	31.03.2014	financial year ended	on Equity Shares for the	Declaration of Final Dividend	31.03.2014	for the financial year ended	Adoption of Audited Annual					Heading of Resolution
	Ordinary		Ordinary					Ordinary				Ordinary				Ordinary			Ordinary					Type of Resolution
;	13		13					13				13				13			13	Voting	Members	No of	Votin	
1	2941350		2941350					2941350				2941350				2941350		•	2941350	Casted	Votes	No. of	Voting in Favour (Assent)	
1000	100.00		100.00					100.00				100.00				100.00			100.00		votes	% of valid	ssent)	Valid Votes
c	0		0					0				0				0			0	Voting	Members	No. of	Voting .	rtes
c	9		٥					٥				0				0		•	o	Casted	Votes	No. of	Voting Against (Dissent)	į
Ş	3	· <u> </u>	0.00	•				0.00			i	0.00	•••	•		0.00		,	0.00		votes	% of valid	ent)	
·			0				,	0			(0				0			0	Voting	Members	Number of		invalid
c	>		0				ı	٥	•			9			,	0		4	0		Casted	No. of Votes		Invalid Votes



Result of Voting through Physical Ballot Forms:

Sr No	Reso No/	Heading of Resolution	Type of Resolution			Valid Votes	otes				
	Item No.			Votin	Voting in Favour (Assent)	- 1	-	Anainst (Disease		Seloa Dilbaiii	Aotes
				No. of			Simon	and Against (Dissent)	Ting.		
				20.01	NO. OI	% Of Valid	No. of	No. of	% of valid	Number of	No. of Votes
				Members	Votes	votes	Members	Votes	votes.	Mamhare	2
<u>'</u>				Voting	Casted		Voting	Casted	į	Vanhan	Capter
_	`	Appointment of	Ordinary	13	2941350	100.00	>	2		Annua	
		Mr. Bhavesh M Panjuani as an	•		i	*00.00	c	c	0.00	٥	0
		Independent Director									_
00	∞	Appointment of	Ordinary	12	20/1250	100.00					
	-	Mr. Kulinkant N Manek as an					ć	c	5		0
		Independent Director									
9	9	Appointment of	Special	13	2941350	100.00	٥	>	3	,	
		Mr. Sharadchandra S Kothari					c	c	0.00	0	o
		as Managing Director									
10	10	Adoption of new set of	Special	13	2941350	100.00	0	٥	3	\$,
:		Articles of Association					(¢		c	c
ä	11	Approval of the remuneration	Ordinary	13	2941350	100 00		,	3		
		of Cost Auditors			100	DO,004	c	c	0.00	0	0



Keyul M. Dedhia & Associates company secretaries

Keyul M. Dedhia

B. Com, A. C. S., LL.B, MBL

Se valor militar i de

FORM NO. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management & Administration)

Rules, 2014, as amended]

To,
Mr. Prakash M. Kale
The Chairman of
Twenty Ninth Annual General Meeting of Equity Shareholders of
Jaysynth Dyestuff (India) Limited
Held on Friday, September 19, 2014 at 10.00 a.m. at
301, Sumer Kendra, Padurang Budhkar Marg,
Worli, Mumbai - 400 018.

Dear Sir,

I, Keyul M. Dedhia of M/s. Keyul M. Dedhia & Associates, Company Secretaries, was appointed as a Scrutinizer for the purpose of the poll taken on the resolutions as per the Annexure attached, at the twenty ninth Annual General Meeting of the Equity Shareholders of Jaysynth Dyestuff (India) Limited ('the Company'), held on Friday, September 19, 2014 at 10.00 a.m. 301, Sumer Kendra, Padurang Budhkar Marg, Worll, Mumbai - 400 018, submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, One (1) ballot box was kept for polling and the same was locked in my presence with due identification marks placed on the same.
- 2. The locked ballot box was subsequently opened in my presence (along with presence of two witness viz Ms. Indira Karkera and Mr. Chandrakant Prabhu, both are not in employment of the Company) and polit papers 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 Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately, if any.
- 4. The Result of the Poll is as per annexure attached herewith.

The list of equity shareholders who voted "FOR" or "AGAINST" and those whose votes were a invalid for each resolution is enclosed.

B / 15, 3rd Floor, Raja Apartments, L. T. Road, Dahisar - West, Mumbai Phone: 022 2891 97 59; E-mail: keyülmdedhia@gmail.com

Keyul M. Dedhia & Associates company secretaries

Keyul M. Dedhia

B. Com, A. C. S., LL.B. MBL

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary and Representative of the Company for keeping under safe custody.

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 poll on the resolutions contained in the notice for the twenty ninth Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the poll process is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice of the AGM.

Thanking you,

Yours faithfully,

Place: Mumbai

Date: September 19, 2014



For Keyul M. Dedhia & Associates Company Secretaries

8MOedhiw

Keyul M. Dedhia Proprietor

A.C.S. No. 22761 C. P. No: 8618

Legislate to the Scratistan's Report

Arryan Victor Control United an Spranger (4, 201.

2	Rest No.	Washing of Bezolution							j		
: 47	Stem Pla					Walled Votes	300			Marvell	Envelop Modes
	-				N Percent (Ass		Mothe A	Colorest (Cham	-		
	· .			8	¥0.9	M Of valid	No. of		× 9.	Wherehoes of	1
				Members	Votes	SINON	Members	Votes	P.	Members	Carmed
448	7	Adoption of Audited Annuel	Ordens		34.56		Voetne	200	wotes	Voting	
		for the financial past anded			44.60	orodi	.	0	900	٥	0
7	~	Declaration of Sine Contact		.,,,,							,
		on Equity Status for the	A STATE OF THE PARTY OF THE PAR	ø.	22126	100.00	•		900	0	ļ
	**:	į				175					
65,		Re-accountment									
-	-6~(*,30)	TA. Nath S. Kothari et	,	79	#Z7	9000	0	0	000	0	٥
. —		Director who is lable to retire					::				
	ŀ	Py rotation									
,	1	A American de Mys C. J. Styan	Configuracy Configuracy	•	2126	00'007	۰	0	0.30	c	,
	18	٠.								,	,
	3	Avoid the second second			•						
		The there					_				
	-	A SUPPLIES OF LAND									
;	•	TO THE STATE OF THE PARTY OF TH	Cristians	=	2126	100.00	٥	۰	8		1
		THE PROPERTY IN COURSE OF AN							}	,	-
	,	Market Market Dr.			. 3						
,	•	DO THE PARTY OF TH	Ordinary	•	3126	100,00	0		88	•	,
		Independent Descript								,	-
	-	Appointment	Condinant	*							
		Mr. Shaverh M Panjates as an		• :	<i>े</i> इ	200.00	0	•	900	0	o
1.		PECTOL					v		_		
0	•	Appointment.	Ordinary	•	2126	100.00	٥	•	880	c	
		Independent Director			-					,	,
٥	•	Appointment	1777								_
		Mr. Starfactiondia S. Loston		on.	2126	00001	0	0	000	۰	٥
_	%>-	as Menegha Director									
	·×					·					
3	2	Adoption of new ant of	lat most	.	2178	100.00	a		00'0	٥	
Ħ	3	Appendig of the terminagerion		,							•
		of Cost Audigors	i de la composition della comp	>	2126	100,00	Q.	•	9000	•	0
										•	

