



**JVL Agro Industries Ltd**  
(CIN L15140UP1989PLC011396)

24.09.2014

To,  
The Asst. General Manager,  
Department of Corporate Services,  
The Bombay Stock Exchange, Mumbai  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

**Sub : Reporting on Poll Results under Clause 35A of Listing Agreement**

Date of the AGM: 22<sup>nd</sup> September, 2014

Total Number of shareholders on record date: 8011

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

Promoter and Promoter Group: 8 (Eight)

Public: 27 (Twenty Seven)

No. of Shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group: Not Arranged

Public : Not Arranged

(Agenda-wise)

Resolution 1: Ordinary Resolution for consideration & adoption of Audited Financial Statements, Report of Auditors and Directors thereon.

Resolution 2: Ordinary Resolution for the declaration of dividend on equity shares for the financial year ended on March 31, 2014.

Resolution 3: Ordinary Resolution for the Appointment of a Director in place of Mr. Adarsh Jhunjunwala, Director (DIN 01602305) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Resolution4: Ordinary Resolution for the Appointment of Auditors and fix their remuneration.

Resolution5: Ordinary Resolution for the Appointment of a Director Mrs. Anju Jhunjunwala (DIN 00189221).

Resolution6: Ordinary Resolution for the Appointment of Mr. Shashi Kant Dikshit (DIN: 01713172) as an independent Director.

Resolution 7: Ordinary Resolution for the Appointment of Mr. Mahesh Kedia (DIN: 01607928) as an independent Director.

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Regd. Off: Jhunjunwala Bhawan, Nati Imli, Varanasi 221001, (U.P.) n tele: +91-542-2595930-32 n fax: +91 – 5422595941  
e-mail: [info@jvlagro.com](mailto:info@jvlagro.com) n website: [www.jvlagro.com](http://www.jvlagro.com), [www.jhoola.com](http://www.jhoola.com)



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Resolution8: Ordinary Resolution for the Appointment of Mr. Kanhaiya Lal Goenka (DIN: 00213066) as an independent Director.

Resolution 9: Ordinary Resolution for the Appointment of Mr. Harsh Agrawal (DIN: 03092264) as an independent Director.

Resolution10: Ordinary Resolution for the Approval of Remuneration of the Cost Auditors for the financial year ending on March 31, 2015.

Resolution 11: Special Resolution to increase the borrowing limits of company beyond the paid up capital and free reserves of the company.

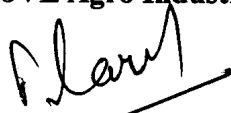
Resolution 12: Special Resolution to create Charge/hypothecate/ mortgage the movable and immovable properties of the company pursuant to section 180(1)(a) of the Companies Act,2013.

Mode of voting: (Show of Hands/Poll/Postal Ballot/E-voting) : Both E-Voting & Poll

In case of Poll:

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]*1 00	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)]*1 00
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	64406900	64406900	100	64406900	0	100	0
Public – Institutional holders	7982000	72388900	100	72388900	0	100	0
Public- Others	12802	12802	100	12802	0	100	0
Total	72401702	72401702	100	72401702	0	100	0

For **JVL Agro Industries Ltd.**

  
**Adarsh Jhunjunwala**

Regd. Off: Jhunjunwala Bhawan, Nati Imli, Varanasi 221001, (U.P.) n tele: +91-542-2595930-32 n fax: +91 – 5422595941  
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**ADESH TANDON & ASSOCIATES**  
COMPANY SECRETARIES

**Adesh Tandon**  
FCS, LLB, B.com, AAIMA

811, 8th Floor, Kan Chambers,  
14/113, Civil Lines, KANPUR - 208 001 (U. P.)  
Tel. : 0512-2332397 • Mobile : 09839100709  
E-mail : adesh.tandon11@gmail.com

Date: 23/9/2014

**Scrutinizer's Report – Combined**

**(Pursuant to the section 108 and 109 of the companies Act and Rule 20& 21(2) of  
Companies (Management & Administration) Rules, 2014**

To

The Chairman  
25<sup>th</sup> Annual General Meeting of the members of  
JVL Agro Industries Limited  
held on the 22<sup>nd</sup> day of September, 2014  
at Gateway (Taj), Nadesar Palace Compound  
Varanasi

Dear Sir,

1. I, Adesh Tandon a Company Secretary in practice, have been appointed as a scrutinizer by

(i) the Board of Directors of JVL Agro Industries Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and

(ii) the Chairman of the Annual General Meeting (AGM) for the purpose of poll under the provisions of section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 25<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on 22<sup>nd</sup> day of September, 2014 at Gateway (Taj), Nadesar Palace Compound, Varanasi.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e- voting and poll on the resolutions contained in the Notice to the 25<sup>th</sup> Annual General meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast 'in favour' or against "the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited, the authorized agency engaged by the Company to provide e-voting facilities for e-voting.

*Adesh Tandon*

3. I have issued separate Scrutinizer's Report dated 13<sup>th</sup> September 2014 & 22<sup>nd</sup> September, 2014 on the e- voting and on the poll on the resolutions contained in the notice to the AGM, As requested by management now I submit herewith my combined report on the results of e-voting together with that of Poll as under:

**A) Resolution Resolution No.1: Ordinary Resolution for consideration & Adoption of Audited Financial Statements, Report of Auditors and Directors thereon.**

**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result:**

There being no votes cast against the resolution as set out in Notice as item No. 1. Hence the resolution was passed unanimously.

*Arun Kumar*

**B) Resolution No. 2: Ordinary Resolution for the declaration of Dividend on equity shares for the financial year ended on March 31, 2014.**

**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result**

**There being no votes cast against the resolution as set out in Notice as item No. 2. Hence the resolution was passed unanimously.**

**C) Resolution No. 3: Ordinary Resolution for the Appointment of a Director in place of Mr. Adarsh Jhunjunwala, Director (DIN 01602305) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.**

**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result**

There being no votes cast against the resolution as set out in Notice as item No. 3. Hence the resolution was passed unanimously.

*Adarsh Jhunjunwala*

**D) Resolution No. 4: Ordinary Resolution for the Appointment of Auditors and fix their remuneration.**

**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result**

There being no votes cast against the resolution as set out in Notice as item No. 5. Hence the resolution was passed unanimously.

**E) Resolution No. 5: Ordinary Resolution for the Appointment of a Director Mrs. Anju Jhunhunwala (DIN 00189221)**

*Anju Jhunhunwala*

**Voted in favour of Resolution**

Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	Number of Members voted through electronic voting system	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result**

There being no votes cast against the resolution as set out in Notice as item No. 5. Hence the resolution was passed unanimously.

F) Resolution No. 6: Ordinary Resolution for the Appointment of Mr. Shashi Kant Dikshit (DIN: 01713172) as an independent Director.

*Asst. Secy*



**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

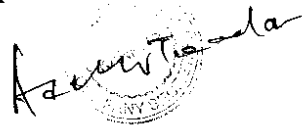
**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result:**

There being no votes cast against the resolution as set out in Notice as item No. 6. Hence the resolution was passed unanimously.

G) Resolution No. 7: Ordinary Resolution for the Appointment of Mr. Mahesh Kedia (DIN: 01607928) as an independent Director.



**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result:**

There being no votes cast against the resolution as set out in Notice as item No. 7. Hence the resolution was passed unanimously.

H) **Resolution No. 8:** Ordinary Resolution for the Appointment of Mr. Kanhaiya Lal Goenka (DIN: 00213066) as an independent Director.

*Handwritten signature*

**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result:**

There being no votes cast against the resolution as set out in Notice as item No. 8. Hence the resolution was passed unanimously.

**I) Resolution No. 9: Ordinary Resolution for the Appointment of Mr. Harsh Agrawal (DIN: 03092264) as an independent Director.**

**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

*Handwritten signature and stamp*

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result:**

There being no votes cast against the resolution as set out in Notice as item No. 9. Hence the resolution was passed unanimously.

**J) Resolution No. 10: Ordinary Resolution for the Approval of Remuneration of the Cost Auditors for the financial year ending on March 31, 2015.**

**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

*As per Facilitator*

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result:**

There being no votes cast against the resolution as set out in Notice as item No. 10. Hence the resolution was passed unanimously.

**K) Resolution No. 11: Special Resolution to increase the borrowing limits of company beyond the paid up capital and free reserves of the company.**

**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result:**

There being no votes cast against the resolution as set out in Notice as item No. 11. Hence the resolution was passed unanimously.

*Asst. Secy*

**L) Resolution No. 12: Special Resolution to create Charge/hypothecate/ mortgage the movable and immovable properties of the company pursuant to section 180(1)(a) of the Companies Act,2013.**

**Voted in favour of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
13	24160687	17	72401702	96562389	100%

**Voted against the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

**Invalid Votes**

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	2	5020	5020

**Result:**

There being no votes cast against the resolution as set out in Notice as item No. 12.Hence the resolution was passed unanimously.

*A. V. K. S.*

4. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

For Adesh Tandon & Associates  
Company Secretaries  
ADESH TANDON & ASSOCIATES  
COMPANY SECRETARIES  
*Adesh Tandon*  
Adesh Tandon, Proprietor  
Membership No. 125921  
C.P.No. 1121