

DISCLOSURE UNDER CLAUSE 35A OF LISTING AGREEMENT

Name of the Company	Jaihind Projects Limited
Total number of shareholders on record date	5427
No. of Shareholders present in the meeting either in person or through proxy	Promoter:- 9 (Nine) Public:- 27 (Twenty Seven)
No. of Shareholders attended the meeting through Video Conferencing	Promoter:- Nil Public:- Nil

Details of Agenda:-

Resolution No. 1:- To receive, consider and adopt the Audited financial statement of the Company for the Financial Year ended 31st March, 2014 and reports of the Directors and Auditors thereon and the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2014.

				Ordinary Resol	ution			
Category	No. of Shares Held	Mode of Voting	No. of Valid Vote	% of Vote on outstanding Shares	No. of Vote in Favour	% of vote in favour over polled voted	No. of Vote in Against	% of vote in Against over polled voted
Promoter and		e-Voting			170			0.00%
Promoter Group	6474518	Poll	6474518	66.35%	6474518	88.57%		0.00%
Public		e-Voting		0.00%				0.00%
Institution		Poll		0.00%				0.00%
Public -	43	e-Voting	43	0.00%	40	0.00%	3	0.00%
Other	835200	Poll	835200	8.56%	835200	11.43%		0.00%
Total	7309761		7309761	74.91%	7309761	100.00%		0.00%

Resolution No. 2:- To appoint a Director in place of Mr. Gaurav P. Hinduja (holding DIN 01752411), who retires by rotation and being eligible, offers himself for reappointment.

Ordinary R	esolution		•					
Category	No. of Shares Held	Mode of Voting	No. of Valid Vote	% of Vote on outstanding Shares	No. of Vote in Favour	% of vote in favour over polled voted	No. of Vote in Against	% of vote in Against over polled voted
Promoter and		e-Voting						0.00%
Promoter Group	6474518	Poll	6474518	66.35%	6474518	88.57%		0.00%
Public		e-Voting		0.00%				0.00%
Institution		Poll		0.00%				0.00%
Public -	43	e-Voting	43	0.00%	30	0.00%	13	0.00%
Other	835200	Poll	835200	8.56%	835200	11.43%		0.00%
Total	7309761		7309761	74.91%	7309761	100.00%	ROJE	The second secon



Resolution No. 3:- To appoint M/s. R. K. Doshi & Co., Chartered Accountants (Firm Registration No.: 102745W), Rajkot, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

Category	No. of Shares Held	Mode of Voting	No. of Valid Vote	% of Vote on outstanding Shares	No. of Vote in Favour	% of vote in favour over polled voted	No. of Vote in Against	% of vote in Against over polled voted
Promoter and		e-Voting			10000 10000		-	0.00%
Promoter Group	6474518	Poll	6474518	66.35%	6474518	88.57%		0.00%
Public		e-Voting		0.00%				0.00%
Institution		Poll	122	0.00%	==			0.00%
Public -	43	e-Voting	43	0.00%	40	0.00%	3	0.00%
Other	835200	Poll	835200	8.56%	835200	11.43%		0.00%
Total	7309761		7309761	74.91%	7309761	100.00%		0.00%

Resolution No. 4:- To appoint Mr. Akhilesh Negi (DIN 02041634) as an Independent Director of the Company. **Ordinary Resolution** Category No. of Mode of No. of % of Vote No. of % of vote No. of % of vote Shares Voting Valid Vote in in favour Vote in on in Against Held

	пеіа		vote	Shares	Favour	polled voted	Against	over polled voted
Promoter and		e-Voting						0.00%
Promoter Group	6474518	Poll	6474518	66.35%	6474518	88.57%		0.00%
Public		e-Voting		0.00%				0.00%
Institution		Poll		0.00%				0.00%
Public -	43	e-Voting	43	0.00%	30	0.00%	13	0.00%
Other	835200	Poll	835200	8.56%	835200	11.43%		0.00%
Total	7309761		7309761	74.91%	7309761	100.00%		0.00%

Resolution No. 5:- To appoint Mr. Ravinder Sarup Gupta (DIN: 06700758), as a Non-executive, Independent Nominee Director

Ordinary F	Resolution							
Category	No. of Shares Held	Mode of Voting	No. of Valid Vote	% of Vote on outstanding Shares	No. of Vote in Favour	% of vote in favour over polled voted	No. of Vote in Against	% of vote in Against over polled voted
Promoter and		e-Voting					-	0.00%
Promoter Group	6474518	Poll	6474518	66.35%	6474518	88.57%	1000st	0.00%

							aihii	
Public		e-Voting		0.00%			PROJECTS LI	0.00%
Institution	-	Poll		0.00%				0.00%
Public -	43	e-Voting	43	0.00%	30	0.00%	13	0.00%
Other	835200	Poll	835200	8.56%	835200	11.43%		0.00%
Total	7309761	-	7309761	74.91%	7309761	100.00%		0.00%

Ordinary R	esolution							
Category	No. of Shares Held	Mode of Voting	No. of Valid Vote	% of Vote on outstanding Shares	No. of Vote in Favour	% of vote in favour over polled voted	No. of Vote in Against	% of vote in Against over polled voted
Promoter and		e-Voting						0.00%
Promoter Group	6474518	Poll	6474518	66.35%	6474518	88.57%		0.00%
Public		e-Voting		0.00%				0.00%
Institution		Poll		0.00%				0.00%
Public –	43	e-Voting	43	0.00%	30	0.00%	13	0.00%
Other	835200	Poll	835200	8.56%	835200	11.43%		0.00%
Total	7309761		7309761	74.91%	7309761	100.00%		0.00%

Ordinary R	No. 7:- 10 esolution	pass specia	l resolution	for Borrowing	powers for	approved lim	its	
Category	No. of Shares Held	Mode of Voting	No. of Valid Vote	% of Vote on outstanding Shares	No. of Vote in Favour	% of vote in favour over polled voted	No. of Vote in Against	% of vote in Against over polled voted
Promoter and		e-Voting			. 			0.00%
Promoter Group	6474518	Poll	6474518	66.35%	6474518	88.57%		0.00%
Public		e-Voting		0.00%				0.00%
Institution	()	Poll		0.00%				0.00%
Public -	43	e-Voting	43	0.00%	30	0.00%	13	0.00%
Other	835200	Poll	835200	8.56%	835200	11.43%		0.00%
Total	7309761	200	7309761	74.91%	7309761	100.00%		0.00%

Resolution No. 8:- To pass Special Resolution for providing securities in connection with the borrowings of the Company.

Category	No. of Shares Held	Mode of Voting	No. of Valid Vote	% of Vote on outstanding Shares	No. of Vote in Favour	% of vote in favour over polled voted	No. of Vote in Against	% of vote in Against over polled voted
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							aihii	
Promoter and	-	e-Voting					PROJECTS L	0.00%
Group	6474518	Poll	6474518	66.35%	6474518	88.57%	2	0.00%
Public	1 30	e-Voting		0.00%				0.00%
Institution		Poll		0.00%				0.00%
Public -	43	e-Voting	43	0.00%	30	0.00%	13	0.00%
Other	835200	Poll	835200	8.56%	835200	11.43%		0.00%
Total	7309761		7309761	74.91%	7309761	100.00%	144	0.00%

Resolution Ordinary R		tification of	Remunerati	on to Cost Aud	litors			
Category	No. of Shares Held	Mode of Voting	No. of Valid Vote	% of Vote on outstanding Shares	No. of Vote in Favour	% of vote in favour over polled voted	No. of Vote in Against	% of vote in Against over polled voted
Promoter and		e-Voting						0.00%
Promoter Group	6474518	Poll	6474518	66.35%	6474518	88.57%	-	0.00%
Public		e-Voting		0.00%				0.00%
Institution		Poll		0.00%				0.00%
Public – Other	43	e-Voting	43	0.00%	30	0.00%	13	0.00%
	835200	Poll	835200	8.56%	835200	11.43%		0.00%
Total	7309761		7309761	74.91%	7309761	100.00%	<u> 22</u>	0.00%

For, Jaihind Projects Limited

PRAKASH L. HINDUJA CHAIRMAN & MANAGING DIRECTOR [DIN: 01688850]

D.N. Motwani & Co.

COMPANY SECRETARIES

B/212 Third Floor Nandan Apartment, Behind Ravirashmi Society Ramdevnagar Satelite Ahmedabad 380015. Mobile No. 9377460902 Office Ph. No. 079-40025664 E-mail - dnmotwanicsp@yahoo.co.in

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

The Chairman,
28th Annual General Meeting of the Shareholders of
M/s. Jaihind Projects Limited
held on Monday, 29th day of September, 2014 at 11:00 a.m.
at3rd Floor, Venus Atlantis Corporate Park,
Nr. Prahladnagar AUDA Garden, Satellite, Ahmedabad-380 015

RE: E-VOTING SCRUTINIZER'S REPORT

Dear Sir,

I, CS Dilip Motwani, practicing Company Secretary, having office at B/212, 3rd Floor, Nandan Apartment, Bh. Ravirashmi Society, Ramdevnagar, Satellite, Ahmedabad-380015 have been appointed as scrutinizer of M/s. Jaihind Projects Limited (for the brevity purpose, hereinafter referred as "the Company") for the purpose of scrutinizing the e-voting process in fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the below mentioned resolutions, at the 28th Annual General Meeting of the Shareholders of the Company, held on Monday, 29th day of September, 2014 at 11:00 a.m. at 3rd Floor, Venus Atlantis Corporate Park, Nr. Prahladnagar AUDA Garden, Satellite, Ahmedabad-380 015. I Submit my report as under:-

- 1. The e-voting period remained open from Wednesday, September 24, 2014 at 10.00 a.m. (IST) to Thursday, September 25, 2014 at 6:00 p.m. (IST);
- 2. The shareholders holding shares as on the cut-off date i.e. Friday, August 29, 2014 were entitled to vote on the proposed resolutions set out at item no. 1



(one) to 9 (nine) in notice convening of the 29th Annual General Meeting of the Company;

- 3. The votes were unblocked on Saturday, September 27, 2014 around 6:00p.m. (IST)in presence of two witnesses i.e. Ms.Priyaand Ms.Maneeshawho is not in the employment of the Company.
- 4. Thereafter, the details containing, *inter alia*, list of equity shareholders, who voted 'For' and 'Against', were downloaded from the e-voting portal of Central Depository Systems Limited i.e. https://www.evotingindia.com attached and named as "Exhibit I";
- 5. The results of the e-voting are as under:-

a. Resolution No. 1:-

Re: TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2014 AND REPORTS OF THE DIRECTORS AND AUDITORS THEREON AND THE AUDITED CONSOLIDATED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2014.

Type of Business:- Ordinary Business

Type of Resolution:- Ordinary Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	2	40	93.02
In against	1	3	6.98
Votes for Abstain			
Total	3	43	100





b. Resolution No. 2:-

Re: TO APPOINT A DIRECTOR IN PLACE OF MR. GAURAV P. HINDUJA (HOLDING DIN 01752411) WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

Type of Business:- Ordinary Business
Type of Resolution:- Ordinary Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	1	30	69.77
In against	2	13	30.23
Votes for Abstain			
Total	3	43	100

Resolution No. 3:-

Re: TO APPOINT M/S. R. K. DOSHI & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO.: 102745W), RAJKOT, AS THE STATUTORY AUDITORS OF THE COMPANY TO HOLD OFFICE FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION.

Type of Business:- Ordinary Business
Type of Resolution:- Ordinary Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	2	40	93.02
In against	1	3	6.98
Votes for Abstain			
Total	3	43	100





c. Resolution No. 4:-

Re: TO APPOINT MR. AKHILESH NEGI (DIN 02041634) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

Type of Business:- Special Business

Type of Resolution: - Ordinary Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	1	30	69.77
In against	2	13	30.23
Votes for Abstain			
Total	3	43	100

d. Resolution No. 5:-

Re: TO APPOINT MR. RAVINDER SARUP GUPTA (DIN: 06700758), AS A NON-EXECUTIVE, INDEPENDENT NOMINEE DIRECTOR

Type of Business:- Special Business

Type of Resolution: Ordinary Resolution

Particulars	No of Shareholders	Number of Shares	Percentage of total
	who voted	voted	share voted
In Favour	1	30	69.77
In against	2	13	30.23
Votes for Abstain	#4: Land	A See him x	
Total	3	43	100





e. Resolution No. 6:-

Re: RE-ADOPTION OF ARTICLES OF ASSOCIATION

Type of Business:- Special Business

Type of Resolution:-Special Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
	1	30	69.77
In Favour	2	13	30.23
In against	-		
Votes for Abstain		43	100
Total	3	45	100

f. Resolution No. 7:-

Re: TO PASS SPECIAL RESOLUTION FOR BORROWING POWERS FOR APPROVED LIMITS.

Type of Business:- Special Business

Type of Resolution:-Special Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
	1 '0	30	69.77
In Favour	2	13	30.23
In against			automorphical Lab
Votes for Abstain			100
Total	3	43	100

g. Resolution No. 8:-

Re: TO PASS SPECIAL RESOLUTION FOR PROVIDING SECURITIES IN CONNECTION WITH THE BORROWINGS OF THE COMPANY.

Type of Business:- Special Business

Type of Resolution:-Special Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
V. F.	1	30	69.77
In Favour	2	13	30.23
In against Votes for Abstain			car two
Total	3	43	100



h. Resolution No. 9:-

Re: RATIFICATION OF REMUNERATION TO COST AUDITORS.

Type of Business:- Special Business

Type of Resolution:-Ordinary Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted	
In Favour	1	30	69.77	
In against	2	13	30.23	
Votes for Abstain	1942			
Total	3	43	100	

6. 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 the same are hand over to the Authorised Person of the Company.

Yours Truly,

MR. DILIP N MOTWAN SECRETARY IN PRACTICE

COP: 2431 ACS: 5016

DT.: TUESDAY, SEPTEMBER 30,2014

PLACE: AHMEDABAD

D.N. Motwani & Co.

COMPANY SECRETARIES

B/212 Third Floor Nandan Apartment, Behind Ravirashmi Society Ramdevnagar Satelite Ahmedabad 380015. Mobile No. 9377460902 Office Ph. No. 079-40025664 E-mail - dnmotwanicsp@yahoo.co.in

FORM NO. MGT-13 REPORT OF SCRUTINIZER

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

The Chairman,
28th Annual General Meeting of the Shareholders of
M/s. Jaihind Projects Limited
held on Monday, 29th day of September, 2014 at 11:00 a.m.
at3rd Floor, Venus Atlantis Corporate Park,
Nr. Prahladnagar AUDA Garden, Satellite, Ahmedabad-380 015

Dear Sir,

I, CS Dilip Motwani, practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of Jaihind Projects Limited, held on Monday, 29th day of September, 2014 at 11:00 a.m. at 3rd Floor, Venus Atlantis Corporate Park, Nr. Prahladnagar AUDA Garden, Satellite, Ahmedabad-380 015, submit our report as under:

- 1. After the time fixed for closing of the poll by the Chairman, One (1) ballot boxes kept for polling were locked in my presence with due identification marks placed by me;
- The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company;

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:-



a. Resolution No. 1:-

RE: TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2014 AND REPORTS OF THE DIRECTORS AND AUDITORS THEREON AND THE AUDITED CONSOLIDATED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2014.

(I) DETAILS OF VALID VOTE

Particulars	Number of Members Present and Voted (in Person or by Proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
In Favour	36	7309718	100
In against			

(II) DETAILS OF INVALID VOTE

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
The result of the Paris of the	The state of the s
	The state of the s

b. Resolution No. 2:-

RE: TO APPOINT A DIRECTOR IN PLACE OF MR. GAURAV P. HINDUJA(HOLDING DIN 01752411) WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT

(I) DETAILS OF VALID VOTE

Particulars	Number of Members Present and Voted (in Person or by Proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
In Favour	36	7309718	100
In against			





(II) DETAILS OF INVALID VOTE

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
Wildse votes were detailed	STRUM SUPERING THE STRUMENT OF
AN THE HIGHER BY VALUE OF ST	

c. Resolution No. 3:-

 RE: TO APPOINT M/S. R. K. DOSHI & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO.: 102745W), RAJKOT, AS THE STATUTORY AUDITORS OF THE COMPANY TO HOLD OFFICE FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION.

(I) DETAILS OF VALID VOTE

Particulars	Number of Members Present and Voted (in Person or by Proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
In Favour	36	7309718	100
In against	PARTITION OF THE PARTIT		

(II) <u>DETAILS OF INVALID VOTE</u>

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by then
Wilose votes were detailed	
CONTROL OF THE PROPERTY AND ADDRESS OF THE PARTY AND ADDRESS OF THE PAR	The state of the s

d. Resolution No. 4:-

RE: TO APPOINT MR. AKHILESH NEGI AS AN INDEPENDENT DIRECTOR

(I) DETAILS OF VALID VOTE

Particulars	Number of Members Present and Voted (in Person or by Proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
In Favour	36	7309718	100
In against		TEXT THE STATE OF	





(II) DETAILS OF INVALID VOTE

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
	The state of the s

e. Resolution No. 5:-

RE: TO APPOINTMR. RAVINDER SARUP GUPTA, AS A NON-EXECUTIVE, INDEPENDENT NOMINEE DIRECTOR

(I) DETAILS OF VALID VOTE

Particulars	Number of Members Present and Voted (in Person or by Proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
In Favour	36	7309718	100
In against		ECCUPATION AND ADDRESS	

(II) DETAILS OF INVALID VOTE

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them

f. Resolution No. 6:-

RE: RE-ADOPTION OF ARTICLES OF ASSOCIATION

(I) DETAILS OF VALID VOTE

Particulars	Number of Members Present and Voted (in Person or by Proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
In Favour	36	7309718	100
In against			

(II) DETAILS OF INVALID VOTE

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
4 4 July 1 - 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	



g. Resolution No. 7:-

RE: TO PASS SPECIAL RESOLUTION FOR BORROWING POWERS FOR APPROVED LIMITS

(I) DETAILS OF VALID VOTE

Particulars	Number of Members Present and Voted (in Person or by Proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
	36	7309718	100
In Favour	30		
In against			

(II) DETAILS OF INVALID VOTE

Total number of members (in person or by proxy)	Total Number of Votes cast by then
whose votes were declared invalid	42

h. Resolution No. 8:-

RE: TO PASS SPECIAL RESOLUTION FOR PROVIDING SECURITIES IN CONNECTION WITH THE BORROWINGS OF THE COMPANY

(I) DETAILS OF VALID VOTE

Particulars	Number of Members Present and Voted (in Person or by Proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
V P STATE	36	7309718	100
In Favour In against		V-	

(II) <u>DETAILS OF INVALID VOTE</u>

Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by then
Wilose votes were as	
The state of the s	





i. Resolution No. 9:-

RE: RATIFICATION OF REMUNERATION TO COST AUDITORS

(I) DETAILS OF VALID VOTE

Particulars	Number of Members Present and Voted (in Person or by Proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
In Favour	36	7309718	100
In against		Million of second	42

(II) DETAILS OF INVALID VOTE

Wilosc votes were a	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
	Wildse votes were as	

- j. The list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed;
- k. The poll papers and all other relevant records were sealed and handed over to the Authorised Person authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

COMPANY SECRETARY IN PRACTICE

COP: 2431 ACS: 5016

DT.: TUESDAY, SEPTEMBER 30, 2014

PLACE: AHMEDABAD