

JYOTHY LABORATORIES LIMITED

Date of AGM	Total number of shareholders on record date	No. of shareholders present in the meeting either in person or through proxy	No. of shareholders attended the meeting through video conferencing
13th August, 2014	84,427	Promoter and Promoter group = 12 Public = 127	Not Applicable

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 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
-----------------	-----------------------	------------------------	-----------------------------------------------------------	------------------------	-------------------------	--------------------------------------------------------	------------------------------------------------------

Resolution No. 1 - Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended March 31, 2014 and the reports of the Board of Directors and Auditors thereon. (Ordinary)

Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,03,92,875	48.75	2,03,92,875	-	100.00	0.00
Public-Others	1,83,14,294	2,04,502	1.12	2,04,502	-	100.00	0.00
Total (A)	18,10,23,496	14,14,78,778	78.15	14,14,78,778	-	100.00	0.00

The Resolution has therefore been approved by the shareholders with requisite majority

Resolution No. 2 - Declaration of final dividend and confirmation of Interim dividend already paid for financial year 2013-14. (Ordinary)

Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,502	1.12	2,04,502	-	100.00	0.00
Total (A)	18,10,23,496	14,47,94,437	79.99	14,47,94,437	-	100.00	0.00

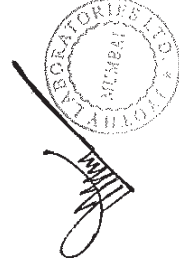
The Resolution has therefore been approved by the shareholders with requisite majority



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
Resolution No. 3 - Appointment of Director in place of Mr. K. Ullas Kamath who retires by rotation and being eligible offers himself for re- appointment. (Ordinary)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,13,00,124	24,08,410	89.84	10.16
Public-Others	1,83,14,294	2,04,502	1.12	2,04,147	355	99.83	0.17
Total (A)	18,10,23,496	14,47,94,437	79.99	14,23,85,672	24,08,765	98.34	1.66
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

Resolution No. 4:- Appointment of Auditors and fixing of their remuneration. (Ordinary)

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
Resolution No. 4:- Appointment of Auditors and fixing of their remuneration. (Ordinary)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,25,92,875	54.01	1,84,71,522	41,21,353	81.76	18.24
Public-Others	1,83,14,294	2,04,492	1.12	2,03,861	631	99.69	0.31
Total (A)	18,10,23,496	14,36,78,768	79.37	13,95,56,784	41,21,984	97.13	2.87
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							



JYOTHY LABORATORIES 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
Resolution No. 5 :- Re-appointment of Mr. M. P. Ramachandran as Chairman & Managing Director of the Company and approval of remuneration. (Ordinary)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,502	1.12	2,04,147	355	99.83	0.17
Total (A)	18,10,23,496	14,47,94,437	79.99	14,47,94,082	355	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							
Resolution No. 6 - Re-appointment of Mr. S. Raghunandan as Whole Time Director & Chief Executive Officer of the Company and approval of remuneration. (Ordinary)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,502	1.12	2,04,147	355	99.83	0.17
Total (A)	18,10,23,496	14,47,94,437	79.99	14,47,94,082	355	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

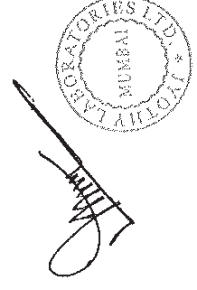
Promoter/Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 7 - Re-appointment of Ms. M. R. Jyothy as Whole Time Director of the Company and approval of remuneration. (Ordinary)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,492	1.12	2,03,628	864	99.58	0.42
Total (A)	18,10,23,496	14,47,94,427	79.99	14,47,93,563	864	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

Resolution No. 8 :- Appointment of Mr. Nilesh B. Mehta as an Independent Director of the Company. (Ordinary)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	1,95,87,181	41,21,353	82.62	17.38
Public-Others	1,83,14,294	2,04,492	1.12	2,04,136	356	99.83	0.17
Total (A)	18,10,23,496	14,47,94,427	79.99	14,06,72,718	41,21,709	97.15	2.85
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

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
Resolution No. 9 - Appointment of Mr. K. P. Padmakumar as an Independent Director of the Company. (Ordinary)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,502	1.12	2,04,147	355	99.83	0.17
Total (A)	18,10,23,496	14,47,94,437	79.99	14,47,94,082	355	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

Resolution No. 10 :- Appointment of Mr. Bipin R. Shah as an Independent Director of the Company. (Ordinary)

Promoter and Promoter Group	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
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,492	1.12	2,04,137	355	99.83	0.17
Total (A)	18,10,23,496	14,47,94,427	79.99	14,47,94,072	355	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							



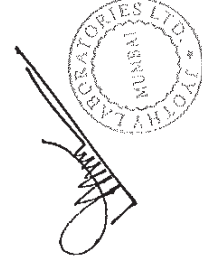
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 11:- Appointment of Mr. R. Laxminarayanan as an Independent Director of the Company (Ordinary)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,502	1.12	2,04,147	355	99.83	0.17
Total (A)	18,10,23,496	14,47,94,437	79.99	14,47,94,082	355	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

Resolution No. 12 :- Power to borrow moneys in excess of paid up capital and free reserves of the Company in terms of Section 180(1)(c) of the Companies Act, 2013. (Special)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,492	1.12	2,03,868	624	99.69	0.31
Total (A)	18,10,23,496	14,47,94,427	79.99	14,47,93,803	624	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

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
Resolution No. 13 :- Power to create charge on the assets of the Company in terms of Section 180(1)(a) of the Companies Act, 2013. (Special)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,492	1.12	2,04,128	364	99.82	0.18
Total (A)	18,10,23,496	14,47,94,427	79.99	14,47,94,063	364	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

Resolution No. 14 :- Consent for Adoption of Employee Stock Option Scheme 2014-A and to create, offer, issue and allot stock options to Mr. S. Raghunandan. (Special)

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
Resolution No. 14 :- Consent for Adoption of Employee Stock Option Scheme 2014-A and to create, offer, issue and allot stock options to Mr. S. Raghunandan. (Special)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	1,02,91,419	1,34,17,115	43.41	56.59
Public-Others	1,83,14,294	2,04,492	1.12	2,03,753	739	99.64	0.36
Total (A)	18,10,23,496	14,47,94,427	79.99	13,13,76,573	1,34,17,854	90.73	9.27
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							



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
Resolution No. 15:- Consent for grant of stock options in excess of 1% of the issued capital to Mr. S. Raghunandan. (Special)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	83,12,976	1,53,95,558	35.06	64.94
Public-Others	1,83,14,294	2,04,492	1.12	2,03,753	739	99.64	0.36
Total (A)	18,10,23,496	14,47,94,427	79.99	12,93,98,130	1,53,96,297	89.37	10.63
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							
Resolution No. 16:- Consent for Adoption of Employee Stock Option Scheme 2014 and to create, offer, issue and allot stock options to permanent employees of the Company. (Special)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	1,25,17,828	1,11,90,706	52.80	47.20
Public-Others	1,83,14,294	2,04,492	1.12	2,04,004	488	99.76	0.24
Total (A)	18,10,23,496	14,47,94,427	79.99	13,36,03,233	1,11,91,194	92.27	7.73
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

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
Resolution No. 17:- Sale of stake in Jyothy Consumer Products Marketing Limited to Associated Industries Consumer Products Private Limited. (Special)							
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,492	1.12	2,03,278	1,214	99.41	0.59
Total (A)	18,10,23,496	14,47,94,427	79.99	14,47,93,213	1,214	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

Resolution No. 18:- Ratification of remuneration of Cost Auditors. (Ordinary)

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
Mode of Voting: (E-voting including physical ballots as per Clause 35B)							
Promoter and Promoter Group	12,08,81,401	12,08,81,401	100.00	12,08,81,401	-	100.00	0.00
Public Institutional Holders	4,18,27,801	2,37,08,534	56.68	2,37,08,534	-	100.00	0.00
Public-Others	1,83,14,294	2,04,502	1.12	2,03,387	1,115	99.45	0.55
Total (A)	18,10,23,496	14,47,94,437	79.99	14,47,93,322	1,115	100.00	0.00
<i>The Resolution has therefore been approved by the shareholders with requisite majority</i>							

Date : 16th August, 2014
Place: Mumbai

For JYOTHY LABORATORIES LIMITED



M. P. Ramachandran
Chairman & Managing Director

