

July 26, 2019

BSE Limited,  
1<sup>st</sup> Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers,  
Dalal Street Fort,  
Mumbai-400001

**Scrip Code: 513252**

**Subject: Declaration of Postal Ballot Results**

Dear Sir,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 We are submitting herewith the results of the Postal Ballot declared today on the resolutions mentioned in the Postal Ballot Notice dated 25<sup>th</sup> May, 2019 with regard to :-

1. Approval to alter Object clause of the Memorandum of Association of the Company
2. Approval for Adoption Of Memorandum Of Association as per the Provisions Of The Companies Act, 2013
3. Approval For Adoption Of New Sets Of Article Of Association Of The Company

Please note that the aforesaid resolutions have been passed with the requisite majority.

The Scrutinizer's Report is also attached herewith.

This is for your information and records.

Yours faithfully,

For **Jay Ushin Limited**

  
(Amit Kithania)

Sr. Manager Finance & Company Secretary

Encl: as above

**Jay Ushin Limited-Details of Results of Postal Ballot**

Record Date (being cut off date for determining shareholders entitled to voting)	Monday, June 17, 2019
Total Number of Shareholders on record date (i.e the cut - off date for determining shareholders entitled to e - voting)	2401
Number of Resolution Passed	3

**Details of the Agenda****Resolution No. 1: Approval to alter Object clause of the Memorandum of Association of the Company**

Resolution Required (Ordinary/ Special)					Special Resolution			
Whether Promoter/promoter groups are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Voting 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 & Promoter Group	E – Voting	21,75,751	11,01,433	50.62	11,01,433	-	100.00	-
	Poll		10,09,260	46.39	10,09,260	-	100.00	-
	Total	21,75,751	21,10,693	97.01	21,10,693	-	100.00	-
Public Institutional Holder	E – Voting	900	-	-	-	-	0.00	-
	Poll		-	-	-	-	0.00	-
	Total	900	-	-	-	-	0.00	-
Public others	E – Voting	16,87,849	11,45,597	67.87	11,45,597	-	100.00	-
	Poll		3,429	0.20	3,429	-	100.00	-
	Total	16,87,849	11,49,026	68.08	11,49,026	-	100.00	-
Total		38,64,500	32,59,719	84.35	32,59,719	-	100.00	-

- Note: Invalid Vote 3 No. for 202 Equity Shares

**Resolution No. 2: Approval for Adoption Of Memorandum Of Association as per the Provisions Of The Companies Act, 2013**

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Voting 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& Promoter Group	E – Voting	21,75,751	11,01,433	50.62	11,01,433	-	100.00	-
	Poll		10,09,260	46.39	10,09,260	-	100.00	-
	Total		21,10,693	97.01	21,10,693	-	100.00	-
Public Institutional Holder	E – Voting	900	-	-	-	-	0.00	-
	Poll		-	-	-	-	0.00	-
	Total		900	-	-	-	0.00	-
Public others	E – Voting	16,87,849	11,45,597	67.87	11,45,597	-	100.00	-
	Poll		3,429	0.20	3,429	-	100.00	-
	Total		11,49,026	68.08	11,49,026	-	100.00	-
Total		38,64,500	32,59,719	84.35	32,59,719	-	100.00	-

- Note: Invalid Vote 3 No. for 202 Equity Shares

**Resolution No. 3: Approval For Adoption Of New Sets Of Article Of Association Of The Company**

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Voting 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 & Promoter Group	E – Voting	21,75,751	11,01,433	50.62	11,01,433	-	100.00	-
	Poll		10,09,260	46.39	10,09,260	-	100.00	-
	Total	<b>21,75,751</b>	<b>21,10,693</b>	<b>97.01</b>	<b>21,10,693</b>	-	<b>100.00</b>	-
Public Institutional Holder	E – Voting	900	-	-	-	-	0.00	-
	Poll		-	-	-	-	0.00	-
	Total	<b>900</b>	-	-	-	-	<b>0.00</b>	-
Public others	E – Voting	16,87,849	11,45,597	67.87	11,45,597	-	100.00	-
	Poll		3,429	0.20	3,429	-	100.00	-
	Total	<b>16,87,849</b>	<b>11,49,026</b>	<b>68.08</b>	<b>11,49,026</b>	-	<b>100.00</b>	-
<b>Total</b>		<b>38,64,500</b>	<b>32,59,719</b>	<b>84.35</b>	<b>32,59,719</b>	-	<b>100.00</b>	-

• **Note: Invalid Vote 3 No. for 202 Equity Shares**

The Resolutions with respect to the aforesaid items were passed by requisite majority. The Resolutions as approved by the Members of the Company in terms of the Postal Ballot Notice dated May 25, 2019, will form part of the Minutes of the Shareholders General Meeting.

For Jay Ushin Limited



Amit Kithania  
Sr. Manager Finance & Company Secretary  
Membership No. ACS42447

Place: Gurugram  
Date : July 26, 2019

**SCRUTINIZER REPORT**

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force))

To,

**The Chairman,  
JAY USHIN LIMITED  
(CIN: L52110DL1986PLC025118)  
G.1-48G T KARNAL ROAD,  
INDUSTRIAL AREA, DELHI 110033**

**Subject : Passing of resolutions through Electronic Voting / Postal Ballot pursuant to section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Consolidated Report on e-Voting and Postal Ballots received manually.**

Dear Sir,

1. I have been appointed as a Scrutinizer for the e-voting process and postal ballots received manually as mentioned under Rule 20(4) (ix) of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22(5) of the Companies (Management and Administration) Rules, 2014 ("the Rules") pursuant to the circular resolution passed by the Board of Directors ("The Board") of Jay Ushin Limited ("The Company") on 25<sup>th</sup> May, 2019.
2. The Company engaged National Depository Services Limited ("NSDL") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on all the three items mentioned in the notice dated 25<sup>th</sup> May, 2019 sought to be transacted through postal ballot. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.
3. As on the cut-off date there were 2,401 Shareholders of the Company. The Postal Ballot Notice was sent through email to 1,312 Shareholders whose email id was made available by the two depositories and for those holding in physical form to the extent it was available with the RTA. The Notice was sent in the physical form to 1,089 shareholders.



4. The Postal Ballot Notices sent both through email and physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.
5. The cut-off date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was Monday, 17<sup>th</sup> June, 2019. The e-voting facility was kept open from Wednesday, June 26, 2019 (9.00 A.M IST onwards) till Thursday, July 25, 2019 (upto 5.00 P.M IST).
6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an advertisement, which was published on Saturday, 22<sup>th</sup> June, 2019 in The Statesman, English Newspaper (New Delhi) and in Hari Bhoomi, Hindi Newspaper. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h).
7. At the end of the voting period on Thursday, July 25, 2019 at 5.00 P.M. the voting portal of the service provider was blocked forthwith. On Thursday, July 25, 2019 the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Suman Pandey and Ms Kritika Sagar who acted as the witnesses, as prescribed in sub rule 4 (xi) of said Rule 20 of Companies (Management and Administration) Amendment Rules, 2015.
8. All the postal ballot forms received up to the close of working hours on Thursday, July 25, 2019, the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.
9. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

#### **Responsibility of the Management**

The Management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot voting including voting by electronic means for the resolutions stated in the Postal Ballot Notice dated 25<sup>th</sup> May, 2019.

#### **Responsibility as a Scrutinizer**

My responsibility as a scrutinizer for the e-voting process and for the postal ballot forms (in lieu of e-voting), is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Postal Ballot Notice base on the reports generated from the e-voting system provide by National Securities Depository Limited ("NSDL"), the authorised agency engaged by the Company for providing e-voting facilities and of the Postal Ballot Forms received till the time fixed for closing of the voting process.

As a scrutinizer the report of the e-voting carried by the shareholders was duly complied. Consolidated report of the e- voting together with that of the postal ballot forms received manually is as under:-



**Resolution No -1****Approval to alter object clause of the Memorandum of Association of the Company**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Rs. 10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	25	22,47,030	69
Total Votes received through physical ballot mode	25	10,12,891	31
Total Number of Valid Votes	47	32,59,719	99.9938035
Total Number of Votes against the resolution	0	0	0
Total Number of Votes in favour of Resolution	47	32,59,719	99.9938035
Total Number of Invalid Votes	3	202	0.00619647

**Resolution No - 2****Approval for Adoption of Memorandum of Association as per the provisions of The Companies Act, 2013**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Rs. 10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	25	22,47,030	69
Total Votes received through physical ballot mode	25	10,12,891	31
Total Number of Valid Votes	47	32,59,719	99.9938035
Total Number of Votes against the resolution	0	0	0
Total Number of Votes in favour of Resolution	47	32,59,719	99.9938035
Total Number of Invalid Votes	3	202	0.00619647

**Resolution No - 3****Approval For Adoption of New Sets of Article of Association of The Company**

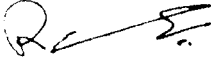
Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Rs. 10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	25	22,47,030	69
Total Votes received through physical ballot mode	25	10,12,891	31
Total Number of Valid Votes	47	32,59,719	99.9938035
Total Number of Votes against the resolution	0	0	0
Total Number of Votes in favour of Resolution	47	32,59,719	99.9938035
Total Number of Invalid Votes	3	202	0.00619647



All the resolutions stand passed based on combined results (Remote e-voting and Postal Ballot) with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and Postal ballots received from the shareholders of the Company. I have completed the formalities of e-voting and postal ballot. You may declare the results accordingly. I have handed over all the relevant records to the Company Secretary of the Company for safe keeping.

Thanking you  
Yours Sincerely



**CS RAVI SHARMA**  
**RSM & CO.**  
**PRACTISING COMPANY SECRETARY**  
**SCRUTINIZER**  
**C. P. NO. 3666**



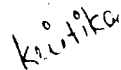
Date : 26<sup>th</sup> July, 2019  
Place : Delhi

Signed by Shri.....  
(~~Chairman~~/Authorized representative)

Witness:



Name: CS Suman Pandey  
Address: 2E/207, Caxton House  
Jhandewalan Extension, New Delhi 110055



Name: CS Kritika Sagar  
Address: 2E/207, Caxton House,  
Jhandewalan Extension, New Delhi 110055