



# JAY USHIN LIMITED

(A Joint Venture With USHIN LTD. JAPAN)

G.P. 14, HSIDC INDL. ESTATE,  
SECTOR-18, GURGAON - 122 001  
HARYANA (INDIA)

Phone : 0124-4623400  
Fax : 0124-4623403  
E-mail : info@jushinindia.com  
Website : www.jpmsgroup.co.in  
CIN : L52110DL1986PLC025118

September 29, 2017

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

**Scrip Code: 513252**

**Subject: Voting Results pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer report for e-voting & poll in respect of 31<sup>st</sup> Annual General Meeting (AGM) held on 29<sup>th</sup> September, 2017.**

Dear Sirs,

We enclosed herewith details of voting results of the 31<sup>st</sup> AGM of the Company held on Friday, September 29, 2017 commenced at 9.45 AM at SATVIK by Chhabra Farms, G-1, Pushpanjali Farms, Dwarka Link Road, Bijwasan, New Delhi-110037 as per prescribed format pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the copy of consolidated Scrutinizer's report.

This is for your information and records.

Thanking you

Yours Faithfully

For Jay Ushin Limited

(Amit Kithania)

Company Secretary

**Encl: as above**





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## Voting Results of 31st Annual General Meeting of Jay Ushin Limited held on 29th September, 2017

Date of Annual General Meeting	Friday, September 29, 2017
<b>Total Number of Shareholders on record date</b> (i.e. the Cut - off date for determining shareholders entitled to e-voting 19-09-2017)	2487
<b>No. of Shareholders present in the meeting either in person or through proxy (count as no of folios)</b> - Promoters and Promoter Group - Public	13 20
<b>No. of Shareholders attended the meeting through video conference</b> - Promoters and Promoter Group - Public	Not applicable

### DETAILS OF THE AGENDA

#### **Resolution No. 1: Ordinary Resolution**

To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.

Category	Mode of voting	No. of Shares Held	No. of Votes Polled	% of Votes 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	21,75,651	11,66,491	53.62	11,66,491	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>21,75,651</b>	<b>11,66,491</b>	<b>53.62</b>	<b>11,66,491</b>	-	<b>100.00</b>	-
Public Institutional Holders	E-voting	1,200	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>1,200</b>	-	-	-	-	-	-
Public others	E-voting	16,87,649	11,10,056	65.78	11,10,056	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>16,87,649</b>	<b>11,10,056</b>	<b>65.78</b>	<b>11,10,056</b>	-	<b>100.00</b>	-
<b>Total</b>		<b>3,864,500</b>	<b>22,76,547</b>	<b>58.91</b>	<b>22,76,547</b>	-	<b>100.00</b>	-



**Resolution No. 2: Ordinary Resolution**

To declare dividend for the financial year ended March 31, 2017.

Category	Mode of voting	No. of Shares Held	No. of Votes Polled	% of Votes 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	21,75,651	11,66,491	53.62	11,66,491	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>21,75,651</b>	<b>11,66,491</b>	<b>53.62</b>	<b>11,66,491</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutional Holders	E-voting	1,200	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>1,200</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public others	E-voting	16,87,649	11,10,056	65.78	11,10,056	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>16,87,649</b>	<b>11,10,056</b>	<b>65.78</b>	<b>11,10,056</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>3,864,500</b>	<b>22,76,547</b>	<b>58.91</b>	<b>22,76,547</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Resolution No. 3: Ordinary Resolution**

To appoint a director in place of Mrs. Vandana Minda (DIN: 03582322), who retires by rotation and, being eligible, offers herself for re-appointment.

Category	Mode of voting	No. of Shares Held	No. of Votes Polled	% of Votes 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	21,75,651	674,114	30.98	674,114	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>21,75,651</b>	<b>674,114</b>	<b>30.98</b>	<b>674,114</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutional Holders	E-voting	1,200	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>1,200</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public others	E-voting	16,87,649	11,10,056	65.78	11,10,056	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>16,87,649</b>	<b>11,10,056</b>	<b>65.78</b>	<b>11,10,056</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>3,864,500</b>	<b>17,84,170</b>	<b>46.17</b>	<b>17,84,170</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

\* The votes of related parties as defined under the Companies Act, 2013 are not considered

**Resolution No. 4: Ordinary Resolution**

For Re-appointment of M/s. S. S. Kothari Mehta & Co. , Chartered Accountants, New Delhi (Firm Registration No. 000756N) as Statutory Auditors of the Company

Category	Mode of voting	No. of Shares Held	No. of Votes Polled	% of Votes 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	21,75,651	11,66,491	53.62	11,66,491	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>21,75,651</b>	<b>11,66,491</b>	<b>53.62</b>	<b>11,66,491</b>	-	<b>100.00</b>	-
Public Institutional Holders	E-voting	1,200	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>1,200</b>	-	-	-	-	-	-
Public others	E-voting	16,87,649	11,10,056	65.78	11,10,056	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>16,87,649</b>	<b>11,10,056</b>	<b>65.78</b>	<b>11,10,056</b>	-	<b>100.00</b>	-
<b>Total</b>		<b>3,864,500</b>	<b>22,76,547</b>	<b>58.91</b>	<b>22,76,547</b>	-	<b>100.00</b>	-

**Resolution No. 5:**

Approval for Material Related Party Transactions

Category	Mode of voting	No. of Shares Held	No. of Votes Polled	% of Votes 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	21,75,651	674,114	30.98	674,114	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>21,75,651</b>	<b>674,114</b>	<b>30.98</b>	<b>674,114</b>	-	<b>100.00</b>	-
Public Institutional Holders	E-voting	1,200	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>1,200</b>	-	-	-	-	-	-
Public others	E-voting	16,87,649	11,10,056	65.78	11,10,056	-	100.00	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>16,87,649</b>	<b>11,10,056</b>	<b>65.78</b>	<b>11,10,056</b>	-	<b>100.00</b>	-
<b>Total</b>		<b>3,864,500</b>	<b>17,84,170</b>	<b>46.17</b>	<b>17,84,170</b>	-	<b>100.00</b>	-

\* The votes of related parties as defined under the Companies Act, 2013 are not considered.

For Jay Ushin Limited

  
**(Amit Kithania)**  
**Company Secretary**

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the  
Companies (Management and Administration) Amendment Rules, 2015]

The Chairman  
Jay Ushin Limited

31<sup>st</sup> Annual General Meeting of the Members of Jay Ushin Limited held on Friday, the  
29<sup>th</sup> September, 2017 commenced at 09.45 A.M. at Satvik by Chhabra Farms, G-1,  
Pushpanjali Farms, Dwarka Link Road, Bijwasan, New Delhi-110037.

Dear Sir,

We Mr. Ravi Sharma, (Membership No. F4468, COP 3666)/ Ms. Suman Pandey (Membership No. F7606, COP 8404) Partners of RSM & Co., Practicing Company Secretaries appointed by the Board of Directors of the Company at the meeting held on 14<sup>th</sup> August, 2017 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of scrutinizing the process of e-voting and voting at the 31<sup>st</sup> Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM, do hereby submit my report as follows:-

- 1 All the Resolutions for approval at the AGM were transacted through e-voting and also voting at the AGM venue, for which purpose the Board of Directors of the Company engaged the services of National Securities Depository Limited (NSDL).
- 2 Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 19<sup>th</sup> September 2017 were entitled to cast their votes by e-voting or voting at the AGM venue.
- 3 Voting through e-voting commenced at 9.00 a.m. on 26<sup>th</sup> September, 2017 and closed at 5.00 p.m. on 28<sup>th</sup> September, 2017 when e-voting was blocked by NSDL.
- 4 In respect of those Members present at the AGM who did not cast their votes by e-voting prior to the AGM, facility of physical voting through ballot papers was provided at the AGM venue.
- 5 After the conclusion of voting at the AGM venue, the votes cast through voting at the AGM venue and e-voting were unblocked on 29<sup>th</sup> September, 2017 at 10.59 A.M. in the presence of 2 (two) witnesses, Mr. Amit Sharma and Ms. Suman Pandey neither of whom are in the employment of the Company.



6. Based on the reports generated from NSDL's e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the basis of physical voting done at the venue of AGM, which I have scrutinized, the consolidated results of voting are reported as under:

**ORDINARY BUSINESS**

**Item No. 1- Ordinary Resolution**

**FOR ADOPTION OF THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2017 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON.**

	E-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	39	2276547	0	0	39	2276547	100
Voted against the resolution	0	0	0	0	0	0	0
Total	39	2276547	0	0	39	2276547	100
Invalid Votes		NIL		NIL			NIL

**Item No. 2 - Ordinary Resolution**

**TO DECLARE DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR 2016-2017.**

	E-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	39	2276547	0	0	39	2276547	100
Voted against the resolution	0	0	0	0	0	0	0
Total	39	2276547	0	0	39	2276547	100
Invalid Votes		NIL		NIL			NIL



**Item No. 3 - Ordinary Resolution**

TO APPOINT A DIRECTOR IN PLACE OF MRS. VANDANA MINDA (DIN: 03582322), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

	E-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	31	1784170	0	0	31	1784170	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	31	1784170	0	0	31	1784170	100
Invalid Votes		NIL		NIL			NIL

\*Votes of Related parties are not considered for this Resolution.

**Item No. 4 - Ordinary Resolution**

FOR THE APPOINTMENT OF STATUTORY AUDITORS FOR A PERIOD OF 5 YEARS.

	E-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	39	2276547	0	0	39	2276547	100
Voted against the resolution	0	0	0	0	0	0	0
Total	39	2276547	0	0	39	2276547	100
Invalid Votes		NIL		NIL			NIL



**SPECIAL BUSINESS**

**Item No. 5 - Ordinary Resolution**

**FOR THE APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS.**

	E-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	31	1784170	0	0	31	1784170	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	31	1784170	0	0	31	1784170	100
Invalid Votes		NIL		NIL			NIL

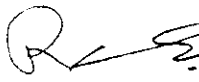
\*Votes of Related parties are not considered for this Resolution.

All the Resolutions stand passed under e-voting and poll 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 poll by the shareholders of the Company.

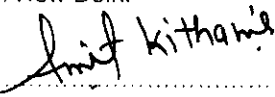
The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you  
Yours Sincerely



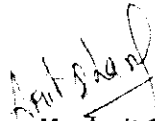
**RAVI SHARMA**  
SCRUTINIZER C. P. NO. 3666  
PARTNER, RSM & CO., COMPANY SECRETARIES,  
NEW DELHI

Date : 29.09.2017  
Place : New Delhi



Signed by Mr. Amit Kithania  
Chairman of the Meeting/Company Secretary of the Company

We the undersigned have witnessed that the votes cast through e-voting and voting through ballot at the AGM venue were unblocked in our presence on 29<sup>th</sup> September, 2017 at 10.49 A.M



Name: Mr. Amit Sharma  
Address: D-63, JFF Complex,  
Jhandewalan, New Delhi 110055



Name: Ms Suman Pandey  
Address: D-63, JFF Complex,  
Jhandewalan, New Delhi 110055