



# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

## RESULT OF VOTING ON THE BUSINESS TRANSACTED AT THE ANNUAL GENERAL MEETING HELD ON 19-09-2017.

The 41<sup>st</sup> Annual General Meeting of J.B. Chemicals & Pharmaceuticals Limited ("Company") was held on Tuesday, September 19, 2017 at Rama & Sundri Watumull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai 400 020 at 3.30 p.m. pursuant to notice dated May 23, 2017 ("Notice") issued to the members of the Company.

As per the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility in respect of all the businesses/proposed resolutions set out in the Notice. The remote e-voting commenced on Saturday, September 16, 2017 at 9.00 a.m. and ended on Monday, September 18, 2016 at 5.00 p.m. At the annual general meeting, the members who did not vote through remote e-voting were provided an opportunity to vote, on all the businesses/resolutions set out in the Notice, through ballot process. The Board of Directors had appointed Mr. Ashish C. Bhatt, proprietor of Ashish Bhatt & Associates, Company Secretaries ("the said Scrutinizer"), to scrutinize the remote e-voting and voting at the annual general meeting in a fair and transparent manner. The said Scrutinizer has submitted consolidated Scrutinizer's report dated September 20, 2017 to the Chairman of the meeting.

Based on the report of the said Scrutinizer referred above on the outcome of remote e-voting/physical voting, the combined result of the above referred voting is as under:

Registered Office:  
Neelam Centre, B Wing, 4th Floor  
Hind Cycle Road, Worli  
Mumbai - 400 030

Corporate Office:  
Chenergy IT Park  
Unit A2, 3rd Floor, Unit A, 8th Floor  
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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

## Details of the Agenda:

Item No. 1(a) and (b)	(a) Adoption of standalone audited financial statement for the year ended on March 31, 2017, and reports of Board of Directors and auditors' thereon.
	(b) Adoption of consolidated audited financial statement for the year ended on March 31, 2017, and report of auditors' thereon.

Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	8402894	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	8402894	0	100.00	0.00
Public - Non Institutions	E-voting	24702966	162874	0.66	162874	0	100.00	0.00
	Ballot		408006	1.65	407795	211	99.95	0.05
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570669	211	99.96	0.04
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>50967305</b>	<b>211</b>	<b>100.00</b>	<b>0.00</b>

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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 2	Declaration of dividend of Re. 1/- per equity share of face value Rs. 2/- each, for the year ended on March 31, 2017.
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Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	8402894	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	8402894	0	100.00	0.00
Public - Non Institutions	E-voting	24702966	162874	0.66	162874	0	100.00	0.00
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570834	46	99.99	0.01
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>50967470</b>	<b>46</b>	<b>100.00</b>	<b>0.00</b>

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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 3	Re-appointment of Mr. Kamlesh L. Udani as a director of the Company.
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Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	8031641	371253	95.58	4.42
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	8031641	371253	95.58	4.42
Public - Non Institutions	E-voting	24702966	162874	0.66	162477	397	99.76	0.24
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570437	443	99.92	0.08
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>50595820</b>	<b>371696</b>	<b>99.27</b>	<b>0.73</b>

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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 4	Appointment of M/s. Damania & Varaiya - Chartered Accountants, as auditors of the Company.
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Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	8402894	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	8402894	0	100.00	0.00
Public - Non Institutions	E-voting	24702966	162874	0.66	162477	397	99.76	0.24
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570437	443	99.92	0.08
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>50967073</b>	<b>443</b>	<b>100.00</b>	<b>0.00</b>

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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 5	Appointment of Dr. Manoj R Mashru as Independent Director.
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Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	8402894	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	8402894	0	100.00	0.00
Public - Non Institutions	E-voting	24702966	162874	0.66	162477	397	99.76	0.24
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570437	443	99.92	0.08
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>50967073</b>	<b>443</b>	<b>100.00</b>	<b>0.00</b>

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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 6	Ratification of remuneration of cost auditor.
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Resolution required	Ordinary resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	8402894	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	8402894	0	100.00	0.00
Public - Non Institutions	E-voting	24702966	162874	0.66	162874	0	100.00	0.00
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570834	46	99.99	0.01
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>50967470</b>	<b>46</b>	<b>100.00</b>	<b>0.00</b>

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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 7	Approval of annual increment in remuneration of Shri Jyotindra B. Mody as Managing director.
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Resolution required	Special resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	Yes

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	5601925	2800969	66.67	33.33
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	5601925	2800969	66.67	33.33
Public - Non Institutions	E-voting	24702966	162874	0.66	162477	397	99.76	0.24
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570437	443	99.92	0.08
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>48166104</b>	<b>2801412</b>	<b>94.50</b>	<b>5.50</b>

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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 8	Approval of annual increment in remuneration of Shri Dinesh B. Mody as Whole time director (Administration) of the Company.
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Resolution required	Special resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	Yes

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	5601925	2800969	66.67	33.33
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	5601925	2800969	66.67	33.33
Public - Non Institutions	E-voting	24702966	162874	0.66	162477	397	99.76	0.24
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570437	443	99.92	0.08
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>48166104</b>	<b>2801412</b>	<b>94.50</b>	<b>5.50</b>

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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 9	Approval of annual increment in remuneration of Shri Shirish B. Mody as Whole time director (Marketing) of the Company.
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Resolution required	Special resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	Yes

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	5601925	2800969	66.67	33.33
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	5601925	2800969	66.67	33.33
Public - Non Institutions	E-voting	24702966	162874	0.66	162477	397	99.76	0.24
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570437	443	99.92	0.08
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>48166104</b>	<b>2801412</b>	<b>94.50</b>	<b>5.50</b>

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# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 10	Approval of annual increment in remuneration of Shri Bharat P. Mehta as Whole time director (Planning and Development) of the Company.
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Resolution required	Special resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	Yes

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	8402894	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	8402894	0	100.00	0.00
Public - Non Institutions	E-voting	24702966	162874	0.66	162477	397	99.76	0.24
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570437	443	99.92	0.08
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>50967073</b>	<b>443</b>	<b>100.00</b>	<b>0.00</b>

Registered Office:  
Neelam Centre, B Wing, 4th Floor  
Hind Cycle Road, Worli  
Mumbai - 400 030

Corporate Office:  
Energy IT Park  
Unit A2, 3rd Floor, Unit A, 8th Floor  
Appa Saheb Marathe Marg, Prabhadevi  
Mumbai - 400 025

+91 22 2439 5200 / 2439 5500  
+91 22 2431 5331 / 2431 5334  
@ info@jbcpl.com  
www.jbcpl.com  
CIN: L24390MH1976PLC019380



# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 11	Approval of annual increment in remuneration of Shri Pranabh Mody as President & Whole time director (Operations) of the Company.
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Resolution required	Special resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	Yes

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	8402894	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	8402894	0	100.00	0.00
Public - Non Institutions	E-voting	24702966	162874	0.66	162477	397	99.76	0.24
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570437	443	99.92	0.08
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>50967073</b>	<b>443</b>	<b>100.00</b>	<b>0.00</b>

Registered Office:  
Neelam Centre, B Wing, 4th Floor  
Hind Cycle Road, Worli  
Mumbai - 400 030

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CIN: L24390MH1976PLC019380



# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Item No. 12	Approval of annual increment in remuneration of Shri Kamlesh L. Udani as Executive director (Technical & Production) of the Company.
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Resolution required	Special resolution
Whether promoter/promoter group are interested in the agenda/ resolution?	No

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 and Promoter Group	E-voting	46673918	41993742	89.97	41993742	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		41993742	89.97	41993742	0	100.00	0.00
Public - Institutions	E-voting	12193091	8402894	68.92	8402894	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		8402894	68.92	8402894	0	100.00	0.00
Public - Non Institutions	E-voting	24702966	162874	0.66	162477	397	99.76	0.24
	Ballot		408006	1.65	407960	46	99.99	0.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		570880	2.31	570437	443	99.92	0.08
<b>Total</b>		<b>83569975</b>	<b>50967516</b>	<b>60.99</b>	<b>50967073</b>	<b>443</b>	<b>100.00</b>	<b>0.00</b>

Registered Office:  
Neelam Centre, B Wing, 4th Floor  
Hind Cycle Road, Worli  
Mumbai - 400 030

Corporate Office:  
Cheray IT Park  
Unit A2, 3rd Floor, Unit A, 8th Floor  
Appa Saheb Marathe Marg, Prabhadevi  
Mumbai - 400 025

☎ - 91 22 2439 5200 / 2439 5500  
☎ - 91 22 2431 5331 / 2431 5334  
✉ info@jbcpl.com  
🌐 www.jbcpl.com  
CIN: L24300MH1976PLC019380



# J. B. CHEMICALS & PHARMACEUTICALS LIMITED

Accordingly, all the businesses/resolutions placed before the said annual general meeting pursuant to the Notice are duly approved/passed with requisite majority.

The above referred report of the scrutinizer is enclosed.

For J.B. Chemicals & Pharmaceuticals Limited

Pranabh Mody  
Chairman of the Meeting

Place: Mumbai

Date: September 20, 2017

📍 **Registered Office:**

Neelam Centre, B Wing, 4th Floor  
Hind Cycle Road, Worli  
Mumbai - 400 030

📍 **Corporate Office:**

Energy IT Park  
Unit A2, 3rd Floor, Unit A, 8th Floor  
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🌐 www.jbcpl.com

CIN: L24390MH1976PLC019380

**FORM No. MGT-13**

**Report of Scrutinizer**

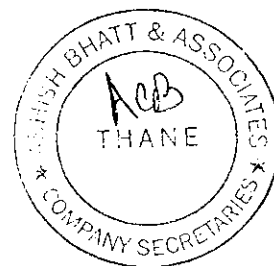
*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

To,  
The Chairman,  
Annual General Meeting of the Members  
Of J B Chemicals And Pharmaceuticals Limited  
held on 19<sup>th</sup> September, 2017 at 3.30 P.M.  
At Rama & Sundri Watumull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate,  
Mumbai 400020

Dear Sir,

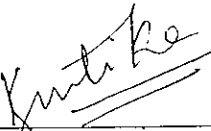
I, Ashish C Bhatt, Proprietor of Ashish Bhatt & Associates, Company Secretaries having its office at 227, Devashree Commercial Complex, Majiwada, Thane (W) 400601 have been appointed as Scrutinizer for the purpose of remote e-voting as well as the voting to be conducted at the Annual General Meeting of the Members of J B Chemicals and Pharmaceuticals Limited to be held on 19<sup>th</sup> September, 2017 at Rama & Sundri Watumull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai 400020, Maharashtra. We submit our report as under:

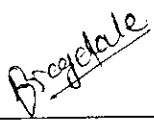
1. The e-voting period remained open from Saturday September 16, 2017 (9.00 a.m.) to Monday September 18, 2017 (5.00 p.m.) both days inclusive.
2. The shareholders holding shares as on the "cut off" date September 12, 2017 were entitled to vote on the proposed resolutions.
3. At the Annual General Meeting after declaration of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the M/S



Datamatics Financial Services Ltd., Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

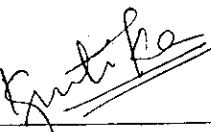
5. The polling Box was opened in the presence of Miss. Krutika Uke residing at 29B Room No.4 Brindaban CHS, Thane (west) 400602 and Miss Deepika Jagdale residing at Shiv Parvati Chawl, room no. 10, near Jyotiba temple, Manorama nagar, Thane(w) as witnesses after the voting process is over.


  
\_\_\_\_\_  
Miss. Krutika Uke

  
\_\_\_\_\_  
Miss Deepika Jagdale

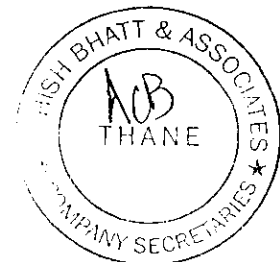
6. I found NIL poll paper invalid.

7. After conclusion of voting at the Annual General Meeting the votes were unblocked in the presence of two witnesses Miss. Krutika Uke residing at 29B Room No.4 Brindaban CHS, Thane (west) 400602 and Miss Deepika Jagdale residing at Shiv Parvati Chawl, room no. 10, near Jyotiba temple, Manorama nagar, Thane(w) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
\_\_\_\_\_  
Miss. Krutika Uke

  
\_\_\_\_\_  
Miss Deepika Jagdale

8. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited ([www.evotingindia.com](http://www.evotingindia.com)). ANNEXURE A





9. The consolidated results of remote e-voting as well as of the Ballot held at the aforesaid Annual General Meeting are as under:

**(a) Resolution 1- Adoption of the Audited Standalone and Consolidated Financial Statements of the Company together with Directors' Report and also Auditors' Report for the year ended March 31, 2017**

(i) Voted **in favour** of the resolution:

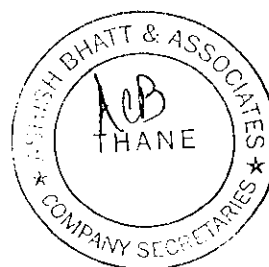
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	220	50559510	100
Ballot	63	407795	99.95
Total	283	50967305	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	3	211	0.05
Total	3	211	0

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



**(b) Resolution 2- To declare a dividend of Re. 1/- per Equity Share**

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	220	50559510	100
Ballot	64	407960	99.99
Total	284	50967470	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	2	46	0.01
Total	2	46	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(c) Resolution 3- To appoint a director in place of Mr. Kamlesh L. Udani (DIN:00036215), who retires by rotation and being eligible, offers himself for Re-appointment.

(i) Voted in favour of the resolution:

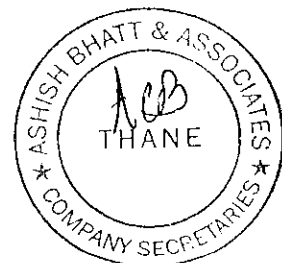
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	214	50187860	99.26
Ballot	64	407960	99.99
Total	278	50595820	99.27

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	6	371650	0.74
Ballot	2	46	0.01
Total	8	371696	0.73

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(d) Resolution 4- Appointment of M/s Damaniya & Varaiya, Chartered Accountants, as Statutory Auditor of the Company for a term of Five Consecutive Years From Conclusion of this Annual General Meeting till the Conclusion of the sixth Annual General Meeting.

(i) Voted in favour of the resolution:

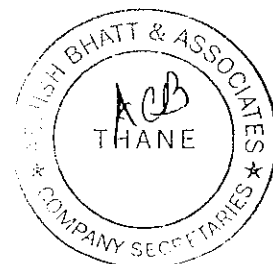
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	219	50559113	100
Ballot	64	407960	99.99
Total	283	50967073	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	397	0
Ballot	2	46	0.01
Total	3	443	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(e) Resolution 5- To appoint Dr. Manoj R. Mashru as Independent Director (DIN: 07624554).

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	219	50559113	100
Ballot	64	407960	99.99
Total	283	50967073	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	397	0
Ballot	2	46	0.01
Total	3	443	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(f) **Resolution 6- To Ratify Remuneration of M/s. Kishore Bhatia & Associates, Cost Accountants, for the Cost Audit of the Company for Financial Year 2017-18.**

(i) Voted in favour of the resolution:

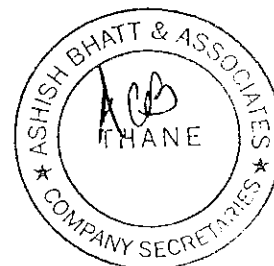
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	220	50559510	100
Ballot	64	407960	99.99
Total	284	50967470	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	2	46	0.01
Total	2	46	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(g) Resolution 7- To approve annual increment in remuneration of Shri Jyotindra B. Mody as Managing director of the Company

(i) Voted in favour of the resolution:

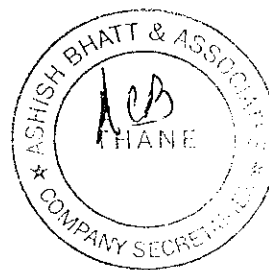
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	217	47758144	94.46
Ballot	64	407960	99.99
Total	281	48166104	94.50

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	2801366	5.54
Ballot	2	46	0.01
Total	5	2801412	5.50

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(h) Resolution 8- To approve annual increment in remuneration of Shri Dinesh B. Mody as Whole time director(Administration) of the Company

(i) Voted in favour of the resolution:

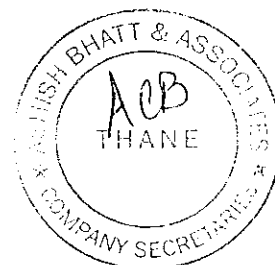
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	217	47758144	94.46
Ballot	64	407960	99.99
Total	281	48166104	94.50

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	2801366	5.54
Ballot	2	46	0.01
Total	5	2801412	5.50

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA





**(i) Resolution 9- To approve annual increment in remuneration of Shri Shirish B. Mody as Whole time director (Marketing) of the Company**

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	217	47758144	94.46
Ballot	64	407960	99.99
Total	281	48166104	94.50

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	2801366	5.54
Ballot	2	46	0.01
Total	5	2801412	5.50

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(j) **Resolution 10- To approve annual increment in remuneration of Shri Bharat P. Mehta as Whole time director (Planning and Development) of the Company**

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	219	50559113	100
Ballot	64	407960	99.99
Total	283	50967073	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	397	0
Ballot	2	46	0.01
Total	3	443	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



**(k) Resolution 11- To approve annual increment in remuneration of Shri Pranabh Mody as President & Whole time director (Operations) of the Company**

(i) Voted in favour of the resolution:

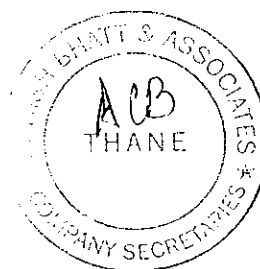
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	219	50559113	100
Ballot	64	407960	99.99
Total	283	50967073	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	397	0
Ballot	2	46	0.01
Total	3	443	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



(I) **Resolution 12- To approve annual increment in remuneration of Shri Kamlesh L. Udani as Executive director (Technical & Production) of the Company**

(i) Voted in favour of the resolution:

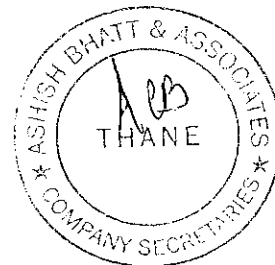
Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	219	50559113	100
Ballot	64	407960	99.99
Total	283	50967073	100

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	397	0
Ballot	2	46	0.01
Total	3	443	0

(iii) Invalid votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NA
Ballots	NIL	NA



10. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
11. The register, all the papers and relevant records relating to remote voting as well as Ballots voting shall remain in our safe custody until the Chairman consider, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Mumbai  
Dated: September 20, 2017

*Ashish C. Bhatt*  
Ashish C. Bhatt  
Ashish Bhatt & Associates  
Company Secretaries



Countersigned by  
*Smody*  
~~Mr. Purnabh Mody~~  
Chairman for the  
meeting

ANNEXURE A

**Ballot Details**

Voting Result as of today:

EVSN: 170816050 for J B CHEMICALS AND PHARMACEUTICALS LIMITED  
 ISIN: INE572401028 J B CHEMICALS AND PHARMACEUTICALS LIMITED-NEW RS 2-AFTER SPLIT  
 Nominal Value: 2  
 Voting Rights: 1  
 Total Folios Voted: 220  
 No of Votes: 50559510

Report	Row No.					Total Count	Total
Report - Disapprove Voting	1	220	50559510 (100.00%)	0	0 (0.00%)	220	50559510
Report - Final Voting Setup	2	220	50559510 (100.00%)	0	0 (0.00%)	220	50559510
Report - Final Voting Download	3	214	50187930 (93.26%)	6	371550 (0.74%)	220	50559510
Report - SEBI Substatus	4	215	50559113 (100.00%)	1	397 (0.00%)	220	50559510
	5	215	50559113 (100.00%)	1	397 (0.00%)	220	50559510
	6	220	50559510 (100.00%)	0	0 (0.00%)	220	50559510
	7	217	47758144 (94.46%)	3	2801366 (5.54%)	220	50559510
	8	217	47758144 (94.46%)	3	2801366 (5.54%)	220	50559510
	9	217	47758144 (94.46%)	3	2801366 (5.54%)	220	50559510
	10	215	50559113 (100.00%)	1	397 (0.00%)	220	50559510
	11	215	50559113 (100.00%)	1	397 (0.00%)	220	50559510
	12	215	50559113 (100.00%)	1	397 (0.00%)	220	50559510

For ASHISH BHATT & ASSOCIATES  
COMPANY SECRETARIES

*Bhatt A.C.*  
ASHISH C. BHATT