JBF Industries Limited

CORPORATE OFFICE : 8th FLOOR, EXPRESS TOWERS, NARIMAN POINT, MUMBAI - 400 021. (INDIA)
TEL. : (91-22)22885959 **FAX :** (91-22) 22886393 **e-mail:**jbf@vsnl.com **Internet site :** http://www.jbfindia.com

Ref No. : JBF/SECTL/SE/ **28th September, 2017**

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra [East]
Mumbai, Maharashtra 400 051

Sub : Disclosure as per Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

Sir / Madam,

We hereby enclose E-voting Results of the business transacted at 35th Annual General Meeting of the Company held on 27th September, 2017 as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

Also enclosed herewith Report of Scrutinizer in respect of the votes cast through e-voting and poll on the business transacted at 35th Annual General Meeting of the Company.

Kindly take it on record.

Thanking you,

Yours faithfully,
For JBF INDUSTRIES LIMITED

MRS. UJJWALA APTE
COMPANY SECRETARY.

REGD. OFFICE : SURVEY NO. 273, VILLAGE ATHOLA, SILVASSA-396 230. (INDIA)
TEL. : +91-0260-2642745/46, 2643861/62 • **FAX** : +91-0260-2642297 **E-mail** : admin@jbfmail.com
(ISO 9001, 14001, 18001 CERTIFIED) **CIN** : L99999DN1982PLC000128

CERTIFIED TRUE COPY
For JBF Industries Limited

Company Secretary

JAGDISH PATEL & CO.
COMPANY SECRETARIES

Rozy Empire, Silvassa Road, Opp.: PWD Rest House, Vapi-396 191,
Tele Fax: (0260) 2431655, 9324545141.
Email: jppvapi13@yahoo.com

202, PremKutir CHS Ltd.
Prem Nagar, Near MCF Udyan,
Borivali (W)Mumbai 400091
Tel: (022) 28940483

Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper.
[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and Rule 20 as substituted by the Companies (Management and Administration) Amendment Rules, 2015]

Date: September 27, 2017

To,
The Chairman,
JBF INDUSTRIES LIMITED
Survey No. 273, Village Athola,
Silvassa -396 230

Dear Sir,

1. I, CS Ronak Kalathiya, Partner of M/s. Jagdish Patel & Co., Practicing Company Secretaries, have been appointed by the Board of Directors of JBF Industries Limited (CIN: L99999DN1982PLC000128) (the Company) as Scrutinizer for the purpose of the remote e-voting process and ascertaining the requisite on remote 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 (as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and voting on ballot under section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of Annual General Meeting (AGM) of the members of the Company held on **Wednesday, September 27, 2017, at Daman Ganga Valley Resort, Silvassa – 396 230.**

2. The Company had also provided the facility of voting through polling paper to the members / proxies present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting.

3. The Company has engaged National Securities Depository Limited (NSDL), as the authorized agency to provide secured system for remote e-voting process.

4. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the Annual General Meeting of the members of the Company. My responsibility as a scrutinizer is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) and polling papers received from the members at the AGM.

RONAK V. KALATHIYA ACS 37007 CP 18350 Company Secretary

Further to the above, I submit my report as under:-

(i) The e-voting period opened from Saturday, September 23, 2017 at 9:00 a.m. and ended on Tuesday, September 26, 2017 at 5:00 p.m.

(ii) The members of the Company as on the "cut-off" date i.e. September 20, 2017 were entitled to vote on the resolution (Item No.1 to Item No.9) as set out in the notice of the AGM of the Company).

(iii) The votes cast were unblocked on, September 27, 2017 -in the presence of following 2 witnesses. They have signed below in confirmation of the votes being unblocked in their presence,

CS Jagdish Patel Patel Mr. Ajay Patel Ajay

(iv) After the close of the period for remote e-voting and before the start of AGM, the details of the members who had cast their votes through remote e- voting, such as their names, folios, number of shares held etc., where downloaded from the e-voting module NSDL, were shared with the Company to ensure that the members who have cast their votes through remote e-voting do not vote again at the AGM.

(v) At the AGM, after declaration of the poll by the Chairman, empty polling box kept for polling was shown to the members present and then, it was locked in my presence.

(vi) No Ballot paper were found invalid.

(vii) Thereafter, the details containing *inter alia*, list of Equity Shareholders, who voted "favour" or "against" each of the resolution that were put to vote through ballot papers at the AGM and reports generated from the e-voting website of National Securities Depository Limited (NSDL) and based on both the reports, the consolidated report on voting on each resolution is as under:

Voting by e-voting and Poll:

Date of the AGM: September 27, 2017

Total number of shareholders on record date: 26003

No. of Shareholders present in the meeting either in person or through proxy:42

Promoters and Promoter Group: **5**
Public: 37

No. of Shareholders attended the meeting through Video Conferencing: **Not Applicable**
Promoters and Promoter Group: **Not Applicable**
Public: **Not Applicable**

RONAK V. KALATHIYA ACS 37007 CP 18350 Company Secretary

Resolution No. 1:- To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2017 and Audited Financial Statements and the Consolidated Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the Balance Sheet as on that date and the Reports of the Directors and Auditors thereon.

Type of Resolution: - Ordinary Resolution
Voting by e-voting and Poll:

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	35348617	0	0.0000	0	0	0.0000	0.0000
	Poll		35342617	99.9830	35342617	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35342617**	**99.9830**	**35342617**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	13530155	6667911	49.2819	2392864	4275047	35.8863	64.1137
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6667911**	**49.2819**	**2392864**	**4275047**	**35.8863**	**64.1137**
Public Non Institutions	E-Voting	32993077	46955	0.1423	46955	0	100.0000	0.0000
	Poll		785447	2.3806	785447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**832402**	**2.5229**	**832402**	**0**	**100.0000**	**0.0000**
Total		**81871849**	**42842930**	**52.3293**	**38567883**	**4275047**	**90.0216**	**9.9784**

RONAK V. KALATHIYA ACS-37007 CP-18350

Resolution No. 2:- To appoint Director in place of Mr. Rakesh Gothi, (DIN 00229302) who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution: - Ordinary Resolution
Voting by e-voting and Poll:

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	35348617	0	0.0000	0	0	0.0000	0.0000
	Poll		35342617	99.9830	35342617	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35342617**	**99.9830**	**35342617**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	13530155	6667911	49.2819	3904092	2763819	58.5505	41.4495
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6667911**	**49.2819**	**3904092**	**2763819**	**58.5505**	**41.4495**
Public Non Institutions	E-Voting	32993077	46855	0.1420	45785	1070	97.7164	2.2836
	Poll		785447	2.3806	785447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**832302**	**2.5226**	**831232**	**1070**	**99.8714**	**0.1286**
Total		**81871849**	**42842830**	**52.3291**	**40077941**	**2764889**	**93.5464**	**6.4536**

RONAK V. KALATHIYA ACS 37007 CP 18350 Company Secretary

Resolution No. 3:- To appoint a Director in place of Mrs. Veena Arya, (DIN: 00228818) who retires by rotation and being eligible, has offered herself for re-appointment.

Type of Resolution: - Ordinary Resolution
Voting by e-voting and Poll:

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	35348617	0	0.0000	0	0	0.0000	0.0000
	Poll		35342617	99.9830	35342617	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35342617**	**99.9830**	**35342617**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	13530155	6667911	49.2819	2379357	4288554	35.6837	64.3163
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6667911**	**49.2819**	**2379357**	**4288554**	**35.6837**	**64.3163**
Public Non Institutions	E-Voting	32993077	46855	0.1420	45765	1090	97.6737	2.3263
	Poll		785447	2.3806	785447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**832302**	**2.5226**	**831212**	**1090**	**99.8690**	**0.1310**
Total		**81871849**	**42842830**	**52.3291**	**38553186**	**428964**	**89.9875**	**10.0125**

RONAK V. KALATHIYA ★ ACS 37007 CP 18350 ★ Company Secretary

Resolution No. 4:- To declare dividend on Preference Shares and on Equity Shares of the Company.

Type of Resolution:- Ordinary Resolution
Voting by e-voting and Poll:

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	35348617	0	0.0000	0	0	0.0000	0.0000
	Poll		35342617	99.9830	35342617	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35342617**	**99.9830**	**35342617**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	13530155	6667911	49.2819	3913560	2754351	58.6924	41.3076
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6667911**	**49.2819**	**3913560**	**2754351**	**58.6924**	**41.3076**
Public Non Institutions	E-Voting	32993077	46955	0.1423	45960	995	97.8809	2.1191
	Poll		785447	2.3806	785447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**832402**	**2.5229**	**831407**	**995**	**99.8805**	**0.1195**
Total		**81871849**	**42842930**	**52.3293**	**40087584**	**275536**	**93.5687**	**6.4313**

RONAK V. KALATHIYA
ACS 37007
CP 18350
Company Secretary

Resolution No. 5:- To appoint of M/s Pathak H D & Associates, Chartered Accountants, Mumbai, as Statutory Auditors of the Company.

Type of Resolution:- Ordinary Resolution
Voting by e-voting and Poll:

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	35348617	0	0.0000	0	0	0.0000	0.0000
	Poll		35342617	99.9830	35342617	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35342617**	**99.9830**	**35342617**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	13530155	6667911	49.2819	3913560	2754351	58.6924	41.3076
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6667911**	**49.2819**	**3913560**	**2754351**	**58.6924**	**41.3076**
Public Non Institutions	E-Voting	32993077	46855	0.1420	46405	450	99.0396	0.9604
	Poll		785447	2.3806	785447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**832302**	**2.5226**	**831852**	**450**	**99.9459**	**0.0541**
Total		**81871849**	**42842830**	**52.3291**	**40088029**	**2754801**	**93.5700**	**6.4300**

RONAK V. KALATHIYA ★ ACS 37007 CP 18350 ★ Company Secretary

Resolution No. 6:- To re-appoint Mr. Rakesh Gothi, (DIN 00229302), who holds office as CEO & Managing Director of the Company.

Type of Resolution:- Ordinary Resolution
Voting by e-voting and Poll:

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	35348617	0	0.0000	0	0	0.0000	0.0000
	Poll		35342617	99.9830	35342617	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35342617**	**99.9830**	**35342617**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	13530155	6667911	49.2819	3913560	2754351	58.6924	41.3076
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6667911**	**49.2819**	**3913560**	**2754351**	**58.6924**	**41.3076**
Public Non Institutions	E-Voting	32993077	46855	0.1420	45730	1125	97.5990	2.4010
	Poll		785447	2.3806	785447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**832302**	**2.5226**	**831177**	**1125**	**99.8648**	**0.1352**
Total		**81871849**	**42842830**	**52.3291**	**40087354**	**275476**	**93.5684**	**6.4316**

RONAK V. KALATHIYA ACS 37007 CP 18350 Company Secretary

Resolution No. 7:- To alter Article No. 118(2) by way of substitution existing Article No. 118(2) of association.

Type of Resolution:- Special Resolution
Voting by e-voting and Poll:

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	35348617	0	0.0000	0	0	0.0000	0.0000
	Poll		35342617	99.9830	35342617	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35342617**	**99.9830**	**35342617**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	13530155	6667911	49.2819	3904092	2763819	58.5505	41.4495
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6667911**	**49.2819**	**3904092**	**2763819**	**58.5505**	**41.4495**
Public Non Institutions	E-Voting	32993077	46810	0.1419	46360	450	99.0387	0.9613
	Poll		785447	2.3806	785447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**832257**	**2.5225**	**831807**	**450**	**99.9459**	**0.0541**
Total		**81871849**	**42842785**	**52.3291**	**40078516**	**2764269**	**93.5479**	**6.4521**

RONAK V. KALATHIYA ACS 37007 CP 18350 Company Secretary

Resolution No. 8:- To approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2018.

Type of Resolution:- Ordinary Resolution
Voting by e-voting and Poll:

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	35348617	0	0.0000	0	0	0.0000	0.0000
	Poll		35342617	99.9830	35342617	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35342617**	**99.9830**	**35342617**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	13530155	6667911	49.2819	3913560	2754351	58.6924	41.3076
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6667911**	**49.2819**	**3913560**	**2754351**	**58.6924**	**41.3076**
Public Non Institutions	E-Voting	32993077	46855	0.1420	46405	450	99.0396	0.9604
	Poll		785447	2.3806	785447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**832302**	**2.5226**	**831852**	**450**	**99.9459**	**0.0541**
Total		**81871849**	**42842830**	**52.3291**	**40088029**	**2754801**	**93.5700**	**6.4300**

ROMAK V. KALATHIYA ACS 37007 CP 18350 Company Secretary

Resolution No. 9:- To obtain approval for waiver of excess remuneration paid to Mr.Bhagirath C Arya, Executive Chairman.

Type of Resolution:- Special Resolution
Voting by e-voting and Poll:

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	35348617	0	0.0000	0	0	0.0000	0.0000
	Poll		35342617	99.9830	35342617	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**35342617**	**99.9830**	**35342617**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	13530155	6667911	49.2819	2379357	4288554	35.6837	64.3163
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6667911**	**49.2819**	**2379357**	**4288554**	**35.6837**	**64.3163**
Public Non Institutions	E-Voting	32993077	46855	0.1420	44671	2184	95.3388	4.6612
	Poll		785447	2.3806	785447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**832302**	**2.5226**	**830118**	**2184**	**99.7376**	**0.2624**
Total		**81871849**	**42842830**	**52.3291**	**38552092**	**4290738**	**89.9849**	**10.0151**

Thanking You
Yours faithfully,
FOR JAGDISH PATEL & CO.
Unique Code No.: P1991GJ05[illegible]
Company Secretaries,

CS Ronak Kalathiya
Place: Silvassa

RONAK N. KALATHIYA ★ ACS 37007 CP 18350 ★ Company Secretary

By Order Of the Board of Directors
JBF Industries Limited

Ujjwala Apte
Company Secretary