Jyothy LABORATORIES LIMITED

CIN - L24240MH1992PLC128651

'UJALA HOUSE', Ramakrishna Mandir Road, Kondivita, Andheri (East), Mumbai-400 059

❑ Tel : 6689 2800 ❑ Fax : 6689 2805 ❑ e-mail : info@jyothy.com ❑ www.jyothylaboratories.com

UJALA

August 1, 2015

To,

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 023.

By Hand- Delivery
By email at corp.relations@bseindia.com
Scrip Code: 532926

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai – 400051

By Hand- Delivery
By email: cmlist@nse.co.in
Scrip Code: JYOTHYLAB

Sub: Details regarding the voting results of the 24th Annual General Meeting (AGM) held on July 30, 2015 in pusuance of Clause 35A of the Listing Agreement

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Dear Sirs,

With reference to captioned subject, please find attached herewith the Voting results in the format specified under Clause 35A of the Listing Agreement.

As per the requirements of Companies Act, 2013 and the Listing Agreement, the Company had provided the facility of e-voting and voting through Ballot forms to its Shareholders for voting on the business to be transacted at the AGM of the Company held on July 30 , 2015. The Company had appointed Mr. Himanshu S. Kamdar, Practising Company Secretary, Partner, Rathi & Associates, Mumbai as the Scrutinizer for e-voting and the voting prcess at the AGM. As per the Scrutinizer's report, all resolutions as set out in the Notice of 24th AGM have been duly approved by the Shareholders with requisite majority.

Kindly take the above on your record and oblige.

Thanking you,

Yours faithfully,

for **Jyothy Laboratories Limited**

M. L. Bansal
Company Secretary

Encl : A/a.

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
30-Jul-15	77,183	Promoter and Promoter group = 5 Public = 96	Not Applicable

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:1 To receive, consider and adopt the Audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2015, and the reports of the Board of Directors ("the Board") and the Auditors.							
Mode of Voting: (E-voting & Ballot)							
Promoter and Promoter Group	120881401	105881401	87.59	105881401	0	100.00	0.00
Public Institutional Holders	33427703	12354831	36.96	12354831	0	100.00	0.00
Public-Others	26714392	9825829	36.78	9825829	0	100.00	0.00
Total	181023496	128062061	70.74	128062061	0	100.00	0.00

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:2 Declaration of dividend for the financial year ended March 31, 2015.							
Mode of Voting: (E-voting & Ballot)							
Promoter and Promoter Group	120881401	105881401	87.59	105881401	0	100.00	0.00
Public Institutional Holders	33427703	13483938	40.34	13483938	0	100.00	0.00
Public-Others	26714392	9826013	36.78	9826013	0	100.00	0.00
Total	181023496	129191352	71.37	129191352	0	100.00	0.00

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:3 Appointment of Director in place of Ms. M. R. Jyothy, who retires by rotation, and being eligible, offers herself for re-appointment.							
Mode of Voting: (E-voting & Ballot)							
Promoter and Promoter Group	120881401	105881401	87.59	105881401	0	100.00	0.00
Public Institutional Holders	33427703	13483938	40.34	13483938	0	100.00	0.00
Public-Others	26714392	9825712	36.78	9825612	100	100.00	0.00
Total	181023496	129191051	71.37	129190951	100	100.00	0.00

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:4 Ratification of appointment of Auditors.							
Mode of Voting: (E-voting & Ballot)							
Public Institutional Holders	33427703	13480868	40.33	12910832	570036	95.77	4.23
Public-Others	26714392	9825771	36.78	9825771	0	100.00	0.00
Total	60142095	23306639	38.75	22736603	570036	97.55	2.45

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:5 Re-appointment of Mr. T. Ananth Rao as Head – Operations.							
Mode of Voting: (E-voting & Ballot)							
Promoter and Promoter Group	120881401	101263317	83.77	101263317	0	100.00	0.00
Public Institutional Holders	33427703	12353720	36.96	11798135	555585	95.50	4.50
Public-Others	26714392	9826011	36.78	9825936	75	100.00	0.00
Total	181023496	123443048	68.19	122887388	555660	99.55	0.45

JYOTHY LABORATORIES LTD. MUMBAI

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:6 Re-appointment of Mr. Ravi Razdan as Head – IT & HR.							
Mode of Voting: (E-voting & Ballot)							
Promoter and Promoter Group	120881401	100851369	83.43	100851369	0	100.00	0.00
Public Institutional Holders	33427703	12353720	36.96	11798135	555585	95.50	4.50
Public-Others	26714392	9826013	36.78	9826013	0	100.00	0.00
Total	181023496	123031102	67.96	122475517	555585	99.55	0.45

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:7 Re-appointment of Ms. M. R. Deepthy as General Manager – Finance and Assistant Company Secretary.							
Mode of Voting: (E-voting & Ballot)							
Promoter and Promoter Group	120881401	20503271	16.96	20503271	0	100.00	0.00
Public Institutional Holders	33427703	12379831	37.03	11824246	555585	95.51	4.49
Public-Others	26714392	9824718	36.78	9824618	100	100.00	0.00
Total	181023496	42707820	23.59	42152135	555685	98.70	1.30

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:8 Ratification of remuneration of Cost Auditors.							
Mode of Voting: (E-voting & Ballot)							
Promoter and Promoter Group	120881401	105881401	87.59	105881401	0	100.00	0.00
Public Institutional Holders	33427703	13483938	40.34	13483938	0	100.00	0.00
Public-Others	26714392	9825815	36.78	9825715	100	100.00	0.00
Total	181023496	129191154	71.37	129191054	100	100.00	0.00



Rathi & Associates
COMPANY SECRETARIES
A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

1st August, 2015

The Chairman,
JYOTHY LABORATORIES LIMITED.
Ujala House, Ram Krishna Mandir Road,
Kondivita, Andheri (East),
Mumbai- 400 059

Dear Sir,

Sub: **Scrutinizer's Report on the remote e-voting and physical voting through ballot process conducted at the 24th Annual General Meeting of the Members of Jyothy Laboratories Limited held on 30th July, 2015:**

Jyothy Laboratories Limited ("the Company") has, vide resolution of its Board of Directors dated 25th May, 2015, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballot (including ballots through post) on the resolutions contained in the Notice dated 25th May, 2015, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Clause 35B of the Listing Agreement, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable provisions of the Listing Agreement, relating to remote e-voting and physical ballot voting (including ballots through post) on the resolutions contained in the aforesaid Notice of the 24th Annual General Meeting (AGM) of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot (including ballots received through post) is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through ballot as provided by Link Intime (India) Private Limited, the agencies engaged by the Company to provide voting facilities at the AGM.

RATHI & ASSOCIATES MUMBAI COMPANY SECRETARIES

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act was sent to the Members by permitted means (i.e. by courier or through e-mail), for seeking approval of members on following resolutions:

(a) Resolution No. 1 as an Ordinary Resolution for consideration and adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2015 together with the Reports of the Board of Directors and Auditors thereon.

(b) Resolution No. 2 as an Ordinary Resolution to declare dividend on Equity Shares of the Company for the year ended 31st March, 2015.

(c) Resolution No. 3 as an Ordinary Resolution to appoint a Director in place of Ms. M. R. Jyothy (DIN 00571828), who retires by rotation and being eligible, has offered herself for re-appointment.

(d) Resolution No. 4 as an Ordinary Resolution for ratification of appointment of M/s. S R B C & Co. LLP, Chartered Accountants (Registration No. 324982E) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 25th Annual General Meeting and to authorize the Board to fix their remuneration.

(e) Resolution No. 5 as an Ordinary Resolution for re-appointment of Mr. T. Ananth Rao, relative of Mr. M. P. Ramachandran, Chairman & Managing Director and Ms. M. R. Jyothy, Whole Time Director of the Company as Head -Operations of the Company, with effect from 1st October, 2015 to 30th September, 2018.

(f) Resolution No. 6 as an Ordinary Resolution for re-appointment of Mr. Ravi Razdan, relative of Mr. M. P. Ramachandran, Chairman & Managing Director of the Company as Head IT & Human Resource of the Company with effect from 1st October, 2015 to 30th September, 2018.

(g) Resolution No. 7 as an Ordinary Resolution for re-appointment of Ms. M. R. Deepthi, relative of Mr. M. P. Ramachandran, Chairman & Managing Director and Ms. M. R. Jyothy, Whole Time Director of the Company as General Manager- Finance and Assistant Company Secretary of the Company, with effect from 1st October, 2015 to 30th September, 2018.

(h) Resolution No. 8 as an Ordinary Resolution for ratification of remuneration payable to M/s. R. Nanabhoy & Co, Cost Accountants (Firm Registration No.: 000010) Cost Auditors of the Company for the Financial Year ending 31st March, 2016.

The Company provided the remote e-voting facility offered by CDSL to cast votes on aforesaid resolutions by the members of the Company. The Company had also sent Ballot Forms with the Annual Report to all the Shareholders pursuant to the provisions of Clause 35B of the Listing Agreement, to enable them to vote through postal ballot and also made available the physical ballots at the 24th AGM to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to shareholders of the Company to exercise their voting rights from 10.00 a.m. of Monday, 27th July, 2015 upto 5.00 p.m. of Wednesday, 29th July, 2015. Accordingly, e-votes casted upto 5.00 p.m. of 29th July, 2015 have been considered for my scrutiny. The facility of voting at the Annual General Meeting through physical ballot has also been considered for the scrutiny. The ballots received through post upto 5.00 p.m. of 29th July, 2015 have also been considered for my scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballot at the meeting, and thereafter through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Prachi Jain and Mr. Vishal Panjabi. A summary of the votes cast by shareholders through remote e-voting and physical ballot (including ballots received through post) at the Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through remote e-voting and physical ballots (including ballots received through post) at the 24th Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company.

Thanking you,

Yours sincerely,
For RATHI & ASSOCIATES
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
FCS NO. 5171
COP NO. 3030

ANNEXURE

The summary of the votes cast through Physical Ballot (including ballots received through post) and through remote e-voting confirmations received for each of the resolutions is given below:

For Resolution 1:

Sr. No.	Particulars		Resolution 1	
			No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot		40	541470
b.	Remote e-voting Confirmations received		102	145628055
	Total		142	146169525
c.	Less: Invalid Ballot / Remote e-voting confirmations		5	18107464
d.	**Net Valid Physical Ballot Forms / Remote e-Voting**		137	128062061
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	137	128062061
		% of Assent	100.00	-
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
		% of Dissent	0.00	-

RATHI & ASSOCIATES MUMBAI COMPANY SECRETARIES

For Resolution 2:

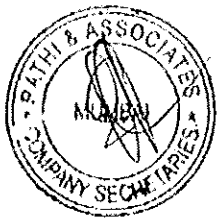
Sr. No.	Particulars		Resolution 2	
			No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot		43	541654
b.	Remote e-voting Confirmations received		109	146757162
	Total		**152**	**147298816**
c.	Less: Invalid Ballot / Remote e-voting confirmations		5	18107464
d.	**Net Valid Physical Ballot Forms / Remote e-Voting**		**147**	**129191352**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	147	129191352
		% of Assent	**100.00**	-
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
		% of Dissent	**0.00**	-



For Resolution 3:

Sr. No.	Particulars		Resolution 3	
			No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot		41	541353
b.	Remote e-voting Confirmations received		109	146757162
	Total		**150**	**147298515**
c.	Less: Invalid Ballot / Remote e-voting confirmations		5	18107464
d.	**Net Valid Physical Ballot Forms / Remote e-Voting**		**145**	**129191051**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	144	129190951
		% of Assent	*100.00	-
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	1	100
		% of Dissent	0.00	-

*Rounded off to 100



For Resolution 4:

Sr. No.	Particulars		Resolution 4	
			No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot		39	541412
b.	Remote e-voting Confirmations received		108	146754092
	Total		147	147295504
c.	Less: Invalid Ballot / Remote e-voting confirmations		5	18107464
d.	**Net Valid Physical Ballot Forms / Remote e-Voting**		142	129188040
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	138	128618004
		% of Assent	99.56	-
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	4	570036
		% of Dissent	0.44	-



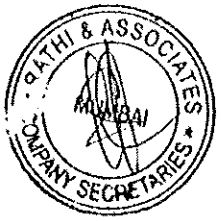
For Resolution 5:

Sr. No.	Particulars		Resolution 5	
			No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot		42	541652
b.	Remote e-voting Confirmations received		101	141008860
	Total		143	141550512
c.	Less: Invalid Ballot / Remote e-voting confirmations		5	18107464
d.	**Net Valid Physical Ballot Forms / Remote e-Voting**		138	123443048
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	134	122887388
		% of Assent	99.55	-
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	4	555660
		% of Dissent	0.45	-



For Resolution 6:

Sr. No.	Particulars		Resolution 6	
			No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot		43	541654
b.	Remote e-voting Confirmations received		102	140596912
	Total		145	141138566
c.	Less: Invalid Ballot / Remote e-voting confirmations		5	18107464
d.	Net Valid Physical Ballot Forms / Remote e-Voting		140	123031102
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	137	122475517
		% of Assent	99.55	-
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	3	555585
		% of Dissent	0.45	-



For Resolution 7:

Sr. No.	Particulars		Resolution 7	
			No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot		37	540359
b.	Remote e-voting Confirmations received		99	60274925
	Total		136	60815284
c.	Less: Invalid Ballot / Remote e-voting confirmations		5	18107464
d.	**Net Valid Physical Ballot Forms / Remote e-Voting**		131	42707820
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	127	42152135
		% of Assent	98.70	-
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	4	555685
		% of Dissent	1.30	-



For Resolution 8:

Sr. No.	Particulars		Resolution 8	
			No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot		38	541506
b.	Remote e-voting Confirmations received		108	146757112
	Total		**146**	**147298618**
c.	Less: Invalid Ballot / Remote e-voting confirmations		5	18107464
d.	**Net Valid Physical Ballot Forms / Remote e-Voting**		**141**	**129191154**
	(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	140	129191054
		% of Assent	*100.00	-
	(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	1	100
		% of Dissent	0.00	-

*Rounded off to 100

