

# *Jyothy* LABORATORIES LIMITED

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

☐ Tel : 6689 2800 ☐ Fax : 6689 2805 ☐ e-mail : info@jyothy.com ☐ www.jyothy laboratories.com



UJALA

November 20, 2013 By Fax at Fax Nos: 022-26598237/38 26598247/48 66418125/26  
By Hand-Delivery / By email at cmlist@nse.co.in

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

Script Id: JYOTHYLAB

**Sub: Outcome of the Extra-Ordinary General (EGM) Meeting held on November 19, 2013**

With reference to captioned subject and in terms of Clause 35A of Listing Agreement, we are submitting herewith details regarding the voting results in specified format:

**Date of EGM:** November 19, 2013  
**Total number of shareholders:** 85206

**No. of shareholders present in the meeting either in person or through proxy:** 159  
**Promoters and Promoter Group:** 9  
**Public:** 150

**No. of Shareholders attended the meeting through Video Conferencing:** N.A.  
**Promoters and Promoter Group:** N.A.  
**Public:** N.A.

**Detail of the Agenda:** Special Resolution for Preferential Allotment of Equity Shares to Promoters/Promoters Group.

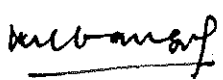
**Resolution Required:** Special  
**Mode of voting:** Show of hands

The Resolution as set out in the Notice of the aforesaid EGM was passed unanimously without any modification. (A copy of Notice containing resolution is enclosed for ready reference)

Kindly take the same on your records.

Thanking you,

Yours faithfully,  
For Jyothy Laboratories Limited

  
M. L. Bansal  
Company Secretary



Encl: As above.



**Jyothy** LABORATORIES LIMITED

Regd. Office: UJALA HOUSE, Ramakrishna Mandir Road, Kondivita, Andheri (East), Mumbai - 400 059  
Tel. : 66892800, Fax: 66892805, Email: secretarial@jyothy.com, Website: www.jyothylaboratories.com

## NOTICE

Notice is hereby given that an Extra-Ordinary General Meeting ('EGM') of the Members of JYOTHY LABORATORIES LIMITED will be held on 19th day of November, 2013 at 11.00 a.m. at M. C. Ghia Hall, Indian Textile Accessories & Machinery Manufacturers' Association, Bhogilal Hargovindas Building, 4th Floor, 18/20, K. Dubhash Marg, Kala Ghoda, Mumbai - 400 001 to transact the following business:

### Special Business:

**1. To consider, and if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 81(1A) and all other applicable provisions of the Companies Act, 1956 and the provisions of Companies Act, 2013, if any (including any statutory modification(s) or re-enactment thereof, for the time being in force), the provisions of Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder and subject to the provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, (SEBI (ICDR) Regulations, 2009), as in force and subject to other applicable rules, regulations and guidelines of Securities and Exchange Board of India (SEBI) and enabling provisions of the Memorandum and Articles of Association of the Company and the Listing Agreements entered into between the Company and the Stock Exchanges, where the shares of the Company are listed and subject to requisite approvals, consents, permissions and/or sanctions, if any, of SEBI, the Stock Exchanges and other appropriate authorities, including Reserve Bank of India, as may be required and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions, and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred hereunder), the Board be and is hereby authorized to create, offer, issue and allot, from time to time, in one or more tranches, 1,50,00,000 (One Crore Fifty Lacs) equity shares of Re. 1/- each (each an "Equity Share" and collectively the "Issue Shares") to the Promoter and/or Promoter Group of the Company on preferential allotment basis, in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the SEBI (ICDR) Regulations, 2009 or other provisions of the law as may be prevailing at the time; provided that the minimum price of the Issue Shares so issued shall not be less than the price arrived at in accordance with provisions of Chapter VII of SEBI (ICDR) Regulations, 2009;

RESOLVED FURTHER THAT the Issue Shares shall be issued and allotted by the Company to the Promoter and/or Promoter Group, inter alia, subject to the following:

- The Issue Shares shall be allotted within a period of 15 days from the date of passing of this Resolution provided that where the allotment of the said Issue Shares is pending on account of pendency of any approval of such allotment by any regulatory authority, the allotment shall be completed within a period of 15 days from the date of such approval; and
- The Issue Shares to be issued and allotted in the manner aforesaid shall rank *pari-passu* with the existing equity shares of the Company in all respects.

RESOLVED FURTHER THAT the "Relevant Date" for the purpose of calculating the price of the Issue Shares is the date 30 days prior to the date of this Extra-Ordinary General Meeting. Since the relevant date falls on a weekend, the day preceding the weekend is reckoned to be the relevant date i.e. October 18, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of the Issue Shares, the Board be and is hereby authorized to take all actions and to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary and desirable for such purpose, including without limitation, issuing clarifications on the issue and allotment of the Issue Shares, resolving any difficulties, effecting any modification to the foregoing (including any modifications to the terms of the issue), preparing, signing and filing applications with the appropriate authorities for obtaining requisite approvals, liaising with appropriate authorities

to obtain the requisite approvals, entering into contracts, arrangements, agreements, memoranda, documents for appointment of agencies for managing, listing and trading of Issue Shares, to appoint such consultants, legal advisors, advisors and all such agencies as may be required for the issuance of the Issue Shares, utilisation of issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) of the Company and to generally do all such acts, deeds and things as may be necessary or incidental to give effect to the aforesaid Resolutions;

RESOLVED FURTHER THAT all actions taken by the Board or Committees duly constituted for this purpose in connection with any matter(s) referred to or contemplated in any of the foregoing Resolutions be and are hereby approved, ratified and confirmed in all respects."

By order of the Board  
For **JYOTHY LABORATORIES LIMITED**

Place : Mumbai

Date : 22<sup>nd</sup> October, 2013

Sd/-  
**M. L. Bansal**  
Company Secretary

**Notes:**

1. The relevant statement to be annexed to the Notice in respect of business under Item No. 1 of the Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY, ONE OR MORE, TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE MEMBER OF THE COMPANY.**
3. The instrument appointing a proxy, to be effective, must be duly filled, stamped and signed and must be deposited with the Company at its Registered Office not less than 48 hours before the Meeting.