

ISO : 9001

JYOTI STRUCTURES LIMITED

Registered & Corporate Office :

Valecha Chambers, 6th Floor, New Link Road,
Oshiwara, Andheri (West), Mumbai - 400 053
Tel. : (91-22) 4091 5000 Fax : (91-22) 40915014 / 15

E-mail : contact@jsl.in

Web site : www.jsl.in

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G,
Bandra - Kurla Complex,
Bandra (East),
Mumbai - 400 051

7th January, 2013
LHK: RR

Dear Sir,

Scrip ID: JYOTISTRUC

Sub: Declaration of Postal Ballot Results

We would like to inform you that shareholders of the Company, by way of Postal Ballot, have approved and passed the Special Resolution under section 81(1A) of the Companies Act, 1956 for issue of redeemable preference shares on preferential basis.

Certified copy of the special resolution passed, is enclosed.

Thanking You,

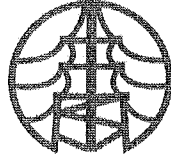
Yours faithfully,

For Jyoti Structures Limited



L. H. Khilnani
Company Secretary

Encl: as above



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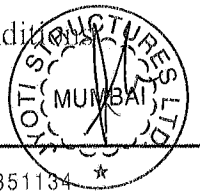
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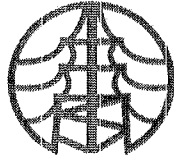
E-mail : contact@jssl.in

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY THE SHAREHOLDERS OF THE COMPANY ON MONDAY, 7TH JANUARY, 2013

“RESOLVED THAT in accordance with the provisions of Section 81(1A) and all other applicable provisions, if any, of the Companies Act, 1956, (including any amendment thereto or re-enactment thereof for the time being in force), the regulations, guidelines, if any, issued by the Government of India, Reserve Bank of India and any other applicable laws, rules and regulations and the relevant provisions of the Memorandum and Articles of Association of the Company and the Listing Agreement entered into by the Company with the stock exchanges where the shares of the Company are listed, and subject to such approvals, consents, permissions and sanctions as may be required from the Government of India, the Securities Exchange Board of India, the Reserve Bank of India and any other relevant statutory, governmental authorities or departments, institutions or bodies (Concerned Authorities) in this regard and further subject to such terms and conditions or modifications thereto as may be prescribed or imposed by any of the Concerned Authorities while granting such approvals and permissions as may be necessary or which may be agreed to by the Board of Directors of the Company (Board) (which term shall be deemed to include any committee which the Board may have constituted or hereafter constitute for the time being exercising the powers conferred on the Board by this resolution) and subject to such terms and conditions and modifications as the Board may in its discretion impose or agree to, the consent of the Company be and is hereby accorded to the Board and the Board be and is hereby authorised to create, offer, issue and allot 5,000,000 redeemable preference shares (RPS) at a price of Rs. 100 per RPS, on a preferential basis in one or more tranches, on such terms and conditions and in such manners as the Board may deem fit, to any person including incorporated bodies, institutions or funds (hereinafter referred to as Investors), through private placement(s) at such time or times, at such price or prices, in such manner and on such terms and conditions





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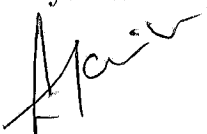
including rate of dividend, as may be decided by and deemed appropriate by the Board in its absolute discretion including the discretion to determine the categories of Investors to whom the offer, issue and allotment shall be made to the exclusion of all other categories of Investors at the time of such issue and allotment considering the prevailing market conditions and other relevant factors wherever necessary, as the Board in its absolute discretion may deem fit and appropriate.

RESOLVED FURTHER THAT for the purpose of giving effect to the issue or allotment of RPS of the Company, the Board be and is hereby authorised on behalf of the Company to take all such actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient and to settle any question, difficulties or doubts that may arise in this regard including but not limited to the offering, issue and allotment of the RPS of the Company as it may in its absolute discretion deem fit and proper without being required to seek any further consent or approval of the Company to the end and intent that the Company shall be deemed to have given its approval thereto expressly by the authority of this resolution.”

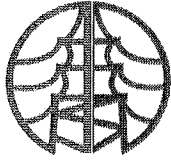
RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred herein by this resolution any director or directors or to any committee of directors or to any officer or officers of the Company to give effect to this resolution.”

CERTIFIED TRUE COPY

For Jyoti Structures Limited


Company Secretary





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CERTIFIED TRUE COPY OF EXPLANATORY STATEMENT OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY THE SHAREHOLDERS OF THE COMPANY ON MONDAY, 7TH JANUARY, 2013

With a view to augment the long term resources of the Company, to meet its fund requirements for growth plans, to supplement the working capital resources and for general corporate purposes, the Company proposes to issue and allot 5,000,000 Redeemable Preference Shares (RPS) of Rs.100 each, on a preferential basis, to investors keen on investing in the Company.

The Board of Directors recommends the Resolution for your approval as a Special Resolution.

CERTIFIED TRUE COPY

For Jyoti Structures Limited

Company Secretary

