



JKTIL:SECTL:SE:2014

5th February 2014

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001. Fax No.: 91-22-22723121 Scrip Code :530007	National Stock Exchange of India Ltd. Exchange Plaza, Bandra -Kurla Complex, Bandra(E), Mumbai -400 051. Fax No.: 91-22-26598120/ 26598347/48 Scrip Code : JKTYRE
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Re: Copies of Notice of Postal Ballot
- Clause 31 read with Clause 33
of the Listing Agreement

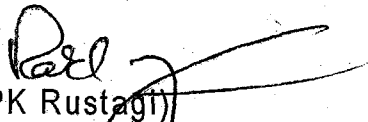
Dear Sir,

(1) In terms of Clause 31(c) of the Listing Agreement read with Clause 33 of the Listing Agreement, we enclose herewith three copies of Notice of Postal Ballot being dispatched to the members of the Company for considering the special resolution contained therein.

(2) The Notice containing the resolution together with Explanatory Statement and Instructions for voting are self explanatory.

Thanking you,

Your's faithfully,
for JK Tyre & Industries Ltd.


(PK Rustagi)

Vice President (Legal) &
Company Secretary/
Compliance Officer

Cc: 1. National Securities Depository Limited, Mumbai
2. Central Depository Services (India) Ltd., Mumbai

RN:Stock Exchange-JKTIL/32

Admin. Off.: 3, Bahadur Shah Zafar Marg, New Delhi -110 002. Fax : 91-11-23322059, Phone : 91-11-33001112, 33001122

Regd. Off.: 7, Council House Street, Kolkata - 700 001. Fax : 91-33-22481641 Ph.: 91-33-22486181

Website : www.jktyre.com





Admn. Office: Link House, 3, Bahadur Shah Zafar Marg, New Delhi-110 002

Regd. Office: 7, Council House Street, Kolkata- 700 001

POSTAL BALLOT FORM

Sl. No.:

1. Name and Address of the sole/first :
named Shareholder

2. Name(s) of the joint holders, if any :

3. Registered Folio No./DP ID No./
Client ID No.*
(*Applicable to investors holding shares
in dematerialized form)

4. No. of Equity Shares held :

5. I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through postal ballot for the business stated in the notice of the Company dated 20th January, 2014 by sending my/our assent or dissent to the said resolution by placing the tick(✓) mark at the appropriate box below:-

Description	No. of Equity Shares	I/We assent to the Resolution (For)	I/We dissent to the Resolution (Against)
Special Resolution for shifting the place of Registered Office of the Company from the State of West Bengal to the State of Rajasthan, subject to confirmation by the Central Government.			

Place :

Date :

Notes:

1. Please read carefully the instructions printed overleaf, before exercising the vote

2. Last Date for receipt of Postal Ballot Forms by Scrutinizer is Monday, 10th March, 2014 by 5.30 p.m.

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting
Sequence Number)

User ID

Password



Link House, 3, Bahadur Shah Zafar Marg, New Delhi-110 002

NOTICE OF POSTAL BALLOT

(Pursuant to Section 192A of the Companies Act, 1956)

Notice is hereby given that the following resolution is circulated for approval of the Members of JK Tyre & Industries Ltd. to be accorded by Postal Ballot in accordance with the provisions of Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011:

To consider and, if thought fit, to give assent or dissent to the following Special Resolution:

"RESOLVED that pursuant to the provisions of Section 17 and other applicable provisions, if any, of the Companies Act, 1956 read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 or any statutory modifications or re-enactments thereof and subject to the confirmation by the Regional Director, Ministry of Corporate Affairs/ Central Government/any other appropriate authority, as may be prescribed from time to time, the Registered Office of the Company be shifted from 7, Council House Street, Kolkata- 700 001 in the State of West Bengal to Jaykaygram, Kankroli -313 342, District Rajsamand in the State of Rajasthan and that the existing Clause 2 of the Memorandum of Association of the Company be substituted by the following Clause:

'2. The Registered Office of the Company will be situated in the State of Rajasthan.'

RESOLVED further that Board of Directors of the Company or a Committee thereof be and is hereby authorised to do all such acts, deeds and things as they may deem necessary and proper in this matter."

By Order of the Board

Regd. Office :

7, Council House Street,
Kolkata-700 001

Date: 20th January, 2014

Pawan Kumar Rustagi
Vice President (Legal) & Company Secretary

NOTES:

1. An Explanatory Statement setting out the material facts concerning the Resolution is annexed.
2. Pursuant to the provisions of Section 192A and other applicable provisions, if any, of the Companies Act, 1956 read with Companies (Passing of the Resolution by Postal Ballot) Rules 2011, assent or dissent of the Members in respect of the resolution contained in the Notice dated 20th January, 2014 is being taken through postal ballot/e-voting.
3. The Company has appointed Shri Manish Gupta, Company Secretary in whole-time practice, as Scrutinizer for conducting the postal ballot/e-voting process.
4. Notice is being sent to all the Members/Beneficiaries, whose names appear on the Register of Members/Record of Depositories as on 17th January, 2014. Voting Rights shall be reckoned on the paid-up value of shares registered in the name of the Member(s) as on that date.
5. Under the 'Green Initiative' of the Ministry of Corporate Affairs, Postal Ballot Notice is being sent to the Members, who have registered e-mail ids, through e-mail and to all other Members by post along with Postal Ballot Form.
6. The Company is extending e-voting facility as an alternate for its Members to enable them to cast their vote electronically instead of dispatching postal ballot form. E-voting is optional for Members.
7. Please note that the Members can opt for only one mode of voting i.e., through postal ballot or e-voting. In case of voting by both the modes, voting done through a valid physical Postal Ballot Form will prevail and e-voting of such Member will be ignored.

8. In case, the Members who have been sent this Notice electronically and who do not want to avail e-voting facility organized through Central Depository Services (India) Ltd., such Member may send a request to the Registrar & Share Transfer Agent of the Company at their email id- 'rta@alankit.com', for obtaining the Notice and Postal Ballot Form in physical form. On receipt of such request, the Company will dispatch the same in physical form to enable the Member to send back the Postal Ballot Form by 5.30 p.m on or before 10th March, 2014.
9. There will be one Postal Ballot Form/e-voting for every Folio/Client Id irrespective of the number of joint holders.
10. Voting rights in the postal ballot cannot be exercised by a proxy.
11. The Scrutinizer will submit his report as soon as possible after the last date of receipt for postal ballot/e-voting i.e., 10th March, 2014 but not later than 14th March, 2014.
12. The Scrutinizer's decision on the validity of a postal ballot/e-voting will be final.
13. The Chairman and in his absence any person authorized by the Chairman will announce the result of the postal ballot/e-voting at the Registered Office of the Company at 7, Council House Street, Kolkata- 700 001 on 14th March, 2014. The date of declaration of the result of postal ballot/e-voting will be taken to be the date of passing of the resolution.
14. The result of the postal ballot/e-voting will also be published in the newspapers within 48 hours of the declaration of the result and will be posted on the website of the Company at www.jktyre.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The Company was incorporated in 1951 and its Registered Office ever since has been in the State of West Bengal.

The Company set up its first automotive tyre manufacturing plant in the year 1975 at Jaykaygram, Kankroli, Distt. Udaipur in the State of Rajasthan, then an industrially backward region. Over the years, the manufacturing of tyres has generated lot of commercial activities in and around Kankroli town and a new Distt. Rajsamand was created. Kankroli Town also has close proximity to New Delhi where Company's Administrative Office is located.

It is for consideration to relocate the Registered Office of the Company from 7, Council House Street, Kolkata- 700001, in the State of West Bengal to the State of Rajasthan at Jaykaygram, Kankroli, District Rajsamand. This will enable the Company to have better administrative control and also enable the Company to carry on its business more economically and efficiently.

In terms of Section 17 of the Companies Act, 1956 read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, relocation of Registered Office of the Company as aforesaid, requires approval of the Members by means of a special resolution passed through postal ballot, and also confirmation by the Central Government.

The Board recommends aforesaid resolution for approval of the Members by means of a Special Resolution through postal ballot.

None of the Directors and the Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the aforesaid resolution.

By Order of the Board

Regd. Office :
7, Council House Street,
Kolkata-700 001
Date: 20th January, 2014

Pawan Kumar Rustagi
Vice President (Legal) & Company Secretary

INSTRUCTIONS FOR VOTING

Voting in physical form

1. A Member desiring to exercise voting right by postal ballot may complete the Postal Ballot Form (no other form or photocopy thereof is permitted) and send it in the attached self-addressed Business Reply Envelope, so as to reach the Scrutinizer on or before 10th March, 2014. The Postal Ballot Forms received after this date will be treated as if the reply from the Member has not been received.
2. Envelopes containing postal ballots, if sent by courier at the expense of the registered Member will also be accepted.
3. The votes should be cast either in favour or against the resolution by putting the tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing (✓) mark in both the columns will render the form invalid.
4. Incomplete, unsigned or incorrectly filled Postal Ballot Forms will be rejected.
5. The Postal Ballot Form should be completed and signed by the sole/first named Member and in his absence, by the next named Member, as per specimen signature registered with the Company.
6. In case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the board resolution/authority letter, together with attested specimen signature(s) of the authorised signatory(ies).
7. Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.
8. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed business reply envelope and any extraneous paper found in the envelope will be destroyed by the Scrutinizer.
9. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified in Point No. 1 above.

Voting through electronic mode

1. The instructions for Members for e-voting are as under:-
 - a) Log on to the e-voting website: www.evotingindia.com and click 'Shareholders' on the home page.
 - b) Select the "Electronic Voting Sequence Number (EVSN) along with JK Tyre & Industries Ltd." from the drop down menu and click on "SUBMIT".
 - c) Enter following details in the appropriate boxes and click "SUBMIT":

User ID	For beneficial owners holding account with Depository Participants of NSDL- 8 character DP ID and 8 digit demat account number For beneficial owners holding account with Depository Participants of CDSL-16 digit demat account number For members holding shares in Physical mode- Registered Folio Number
Password	Your unique password as contained in the e-mail/Postal Ballot Notice
PAN	10 digit alphanumeric Permanent Account Number issued to you by Income Tax Department. In case the Members do not have PAN or have not registered the PAN with the Company, please use dummy PAN:ABCDE1234F.
 - d) Members holding shares in physical form and members holding shares in demat form (who had changed their password in the past) will be directed to the voting screen.
 - e) Members holding shares in demat form, who log in for first time, will be required to mandatorily change their password in the new password field and will also have option to enter their demographic details i.e., date of birth, mobile number and e-mail Id. The Members are advised to remember the new password. The new password can be used for voting on future e-voting resolution(s) for JK Tyre & Industries Ltd. or any other company.
 - f) Click on the Resolution File Link on voting screen to view the complete Postal Ballot Notice.
 - g) On the voting page, select appropriate option to vote for or against the resolution description. The option 'YES' implies assent to the Resolution and 'NO' implies dissent to the Resolution.
 - h) Enter number of shares (which represents number of votes) under the heading of the resolution. The number of shares cannot exceed the number of shares registered in your name as per the records of the Company.
 - i) Check the details and click "SUBMIT". On completion of e-voting, a confirmation box will appear. If you wish to confirm your vote, click "OK", else to change your vote, click "CANCEL" and accordingly modify your vote by following procedure explained in (g) and (h) above.
 - j) Once the Member has voted on the resolution, the member will not be allowed to modify the vote.
 - k) Members can log in for any number of times till the e-voting on the resolution is completed or till the end of voting period i.e. 10th March, 2014, whichever is earlier.
 - l) Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer through e-mail at jkt.scrutinizer@jktmail.com with a copy marked to helpdesk.evoting@cdslindia.com. File name of the scanned image should be "Corporate Name_EVSN".
 - m) In case you have any queries or issues regarding e-voting, please contact on helpdesk.evoting@cdslindia.com.
2. E-voting period starts from 8th February, 2014 and ends on 10th March, 2014. The e-voting module will be disabled after 5.30 P.M. on 10th March, 2014 for voting by Members.