

JFL/NSE-BSE/2016-17/122

November 04, 2016

The Manager  
Department of Corporate Services  
BSE Ltd.  
25<sup>th</sup> Floor, P.J Towers,  
Dalal Street, Mumbai-400001

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai- 400051

Scrip code: 533155

Symbol: JUBLFOOD

*Sub: Intimation of Result of Postal Ballot*

Dear Sir/Madam,

Pursuant to Reg. 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), please note that based on the Postal Ballot Forms received/Remote e-voting from the shareholders and as per the Scrutinizer's Report dated November 4, 2016, the below mentioned Resolutions has been declared as passed with the requisite majority:

**Special Resolutions:**

1. Approval of JFL Employees Stock Option Scheme, 2016 ("ESOP 2016").
2. Approval of Grant of stock options to the Employees/Directors of Holding and/or Subsidiary Company(ies) under the ESOP 2016.
3. Implementation of ESOP 2016 through JFL Employees Welfare Trust.
4. Authorization to JFL Employees Welfare Trust for Secondary Acquisition.

**Ordinary Resolution:**

5. Payment of Commission to Non-Executive Directors of the Company.

Further, the summary of the votes received on the above mentioned resolutions is attached as Annexure "A".

The results of Postal Ballot along with the Scrutinizer's Report are also being disseminated on Company's website at [www.jubilantfoodworks.com](http://www.jubilantfoodworks.com).

This is for your kind information and records.

Thanking you,  
For Jubilant FoodWorks Limited

(Mona Aggarwal)  
Company Secretary cum Compliance Officer

Encl.: A/a

Investor E-mail Id: [investor@jublfood.com](mailto:investor@jublfood.com)

**A Jubilant Bhartia Company**

**Jubilant FoodWorks Limited**

Corporate Office:  
5th Floor, Tower-D, Plot No. 5,  
Logix Techno Park, Sector-127,  
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Tel : +91 120 4090500  
Fax: +91 120 4090599

Registered Office:  
Plot No. 1A, Sector 16-A,  
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CIN No.: L74899UP1995PLC043677  
Email: [contact@jublfood.com](mailto:contact@jublfood.com)

## ANNEXURE - A

### RESULT OF THE POSTAL BALLOT

Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 made thereunder (including any statutory modification or re-enactment thereof for the time being in force), the approval of the shareholders was sought by Postal Ballot including electronic means ("Remote E-voting") on the Resolutions set out in the Postal Ballot Notice dated September 26, 2016 ("the Notice").

The last date for casting vote through Remote E-voting & receipt of duly completed postal ballot forms from shareholders was November 2, 2016.

After due scrutiny of all the Postal Ballot forms received and votes cast through Remote E-voting, Mr. Rupesh Agarwal, Practicing Company Secretary, the Scrutinizer submitted his report dated November 04, 2016. In the absence of Mr. Shyam S. Bhartia, Chairman of the Company, the Postal Ballot Result was announced by his duly authorised Representative, Mr. Hari S. Bhartia, Co-Chairman and Director as per the Scrutinizer's Report at the Registered Office of the Company.

All the Resolutions set out in the Notice has been declared passed with requisite majority by the shareholders of the Company.

The summary of result is as follows:

#### **Special Resolution 1: Approval of JFL Employees Stock Option Scheme, 2016 ("ESOP 2016")**

| Manner of Voting                       | Total Votes       | Total Invalid Votes | Total Valid Votes | Votes in favour   | Votes against     |
|----------------------------------------|-------------------|---------------------|-------------------|-------------------|-------------------|
| Remote E-voting                        | 51,872,655        | 1,318,296*          | 50,554,359        | 40,317,429        | 10,236,930        |
| Ballot Form                            | 128,472           | 101**               | 128,371           | 128,371           | 0                 |
| <b>Total</b>                           | <b>52,001,127</b> | <b>1,318,397</b>    | <b>50,682,730</b> | <b>40,445,800</b> | <b>10,236,930</b> |
| % of votes in favour of the Resolution |                   |                     |                   |                   | 79.80             |
| % of votes against the resolution      |                   |                     |                   |                   | 20.20             |

\* Four members who hold 1,318,296 shares have not exercised their vote and out of these four members, one member who holds 238,312 shares has partly exercised his voting right for 212,243 shares.

\*\* Two members who hold 101 shares have not exercised their vote and out of these two members, one member who holds 2 shares has partly exercised his voting right for 1 share.

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**Special Resolution 2:** Approval of Grant of stock options to the Employees/Directors of Holding and/or Subsidiary Company(ies) under the ESOP 2016

| Manner of Voting                       | Total Votes       | Total Invalid Votes | Total Valid Votes | Votes in favour   | Votes against     |
|----------------------------------------|-------------------|---------------------|-------------------|-------------------|-------------------|
| Remote E-voting                        | 51,872,655        | 1,318,356*          | 50,554,299        | 40,315,256        | 10,239,043        |
| Ballot Form                            | 128,472           | 101**               | 128,371           | 128,371           | 0                 |
| <b>Total</b>                           | <b>52,001,127</b> | <b>1,318,457</b>    | <b>50,682,670</b> | <b>40,443,627</b> | <b>10,239,043</b> |
| % of votes in favour of the Resolution |                   |                     |                   |                   | 79.80             |
| % of votes against the resolution      |                   |                     |                   |                   | 20.20             |

\* Five members who hold 1,318,356 shares have not exercised their vote and out of these five members, one member who holds 238,312 shares has partly exercised his voting right for 212,243 shares.

\*\* Two members who hold 101 shares have not exercised their vote and out of these two members, one member who holds 2 shares has partly exercised his voting right for 1 share.

**Special Resolution 3:** Implementation of ESOP 2016 through JFL Employees Welfare Trust

| Manner of Voting                       | Total Votes       | Total Invalid Votes | Total Valid Votes | Votes in favour   | Votes against     |
|----------------------------------------|-------------------|---------------------|-------------------|-------------------|-------------------|
| Remote E-voting                        | 51,872,655        | 1,318,296*          | 50,554,359        | 40,317,440        | 10,236,919        |
| Ballot Form                            | 128,472           | 101**               | 128,371           | 128,371           | 0                 |
| <b>Total</b>                           | <b>52,001,127</b> | <b>1,318,397</b>    | <b>50,682,730</b> | <b>40,445,811</b> | <b>10,236,919</b> |
| % of votes in favour of the Resolution |                   |                     |                   |                   | 79.80             |
| % of votes against the resolution      |                   |                     |                   |                   | 20.20             |

\* Four members who hold 1,318,296 shares have not exercised their vote and out of these four members, one member who holds 238,312 shares has partly exercised his voting right for 212,243 shares.

\*\* Two members who hold 101 shares have not exercised their vote and out of these two members, one member who holds 2 shares has partly exercised his voting right for 1 share.



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**Special Resolution 4: Authorization to JFL Employees Welfare Trust for Secondary Acquisition**

| Manner of Voting                       | Total Votes       | Total Invalid Votes | Total Valid Votes | Votes in favour   | Votes against     |
|----------------------------------------|-------------------|---------------------|-------------------|-------------------|-------------------|
| Remote E-voting                        | 51,872,655        | 1,318,356*          | 50,554,299        | 40,316,758        | 10,237,541        |
| Ballot Form                            | 128,472           | 101**               | 128,371           | 128,371           | 0                 |
| <b>Total</b>                           | <b>52,001,127</b> | <b>1,318,457</b>    | <b>50,682,670</b> | <b>40,445,129</b> | <b>10,237,541</b> |
| % of votes in favour of the Resolution |                   |                     |                   |                   | 79.80             |
| % of votes against the resolution      |                   |                     |                   |                   | 20.25             |

\* Five members who hold 1,318,356 shares have not exercised their vote and out of these five members, one member who holds 238,312 shares has partly exercised his voting right for 212,243 shares.

\*\* Two members who hold 101 shares have not exercised their vote and out of these two members, one member who holds 2 shares has partly exercised his voting right for 1 share.

**Ordinary Resolution 5: Payment of Commission to Non-Executive Directors of the Company**

| Manner of Voting                       | Total Votes       | Total Invalid Votes | Total Valid Votes | Votes in favour   | Votes against |
|----------------------------------------|-------------------|---------------------|-------------------|-------------------|---------------|
| Remote E-voting                        | 51,872,655        | 515,633*            | 51,357,022        | 51,340,606        | 16,416        |
| Ballot Form                            | 128,472           | 153**               | 128,319           | 128,319           | 0             |
| <b>Total</b>                           | <b>52,001,127</b> | <b>515,786</b>      | <b>51,485,341</b> | <b>51,468,925</b> | <b>16,416</b> |
| % of votes in favour of the Resolution |                   |                     |                   |                   | 99.97         |
| % of votes against the resolution      |                   |                     |                   |                   | 0.03          |

\* Eight members who hold 515,633 shares have not exercised their vote and out of these eight members, one member who holds 238,312 shares has partly exercised his voting right for 212,243 shares.

\*\* Four members who hold 153 shares have not exercised their vote and out of these Four members, one member who holds 2 shares has partly exercised his voting right for 1 share.

For Jubilant FoodWorks Limited

(Mona Aggarwal)

Company Secretary cum Compliance Officer

Investor E-mail Id: [investor@jublfood.com](mailto:investor@jublfood.com)

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