



JD ORGOCHEM LTD.

(Formerly : Jaysynth Dyechem Ltd.)

CIN No. L24100MH1973PLC016908 • PAN No. AAACJ0902B

Regd. Office : 301, Sumer Kendra, Pandurang Budhkar Marg, Worli, Mumbai - 400 018. INDIA.

Tel. : 91-22-3042 3048, Fax : 91-22-3042 3434. email : investor.relations@jdorgochem.com

JDOL/SEC/AGM/20160919/001

September 19, 2016

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir/Madam,

Subject: Proceedings of the 42nd Annual General Meeting – JD Orgochem Limited

Scrip Code – 524592

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed alongwith this letter, Proceedings of the 42nd Annual General Meeting of the Company held on September 19, 2016.

We request you to kindly take the same on record.

Thanking you,
Yours truly,
For: JD Orgochem Limited



Karishma Khetani
Company Secretary and Compliance Officer
Membership No. A40384
Address: 301, Sumer Kendra, P.B. Marg, Worli, Mumbai-400 018



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Proceedings of the 42nd Annual General Meeting of JD Orgochem Limited held on Monday, September 19, 2016 at 10:00 a.m at Hotel Kohinoor Park, Kohinoor Corner, Veer Savarkar Marg, Opp. Siddhivinayak Temple, Prabhadevi, Mumbai – 400 025

1. The 42nd Annual General Meeting of the Members of JD Orgochem Limited held on Monday, September 19, 2016 at 10:00 a.m. at Hotel Kohinoor Park, Kohinoor Corner, Veer Savarkar Marg, Opp. Siddhivinayak Temple, Prabhadevi, Mumbai – 400 025.
2. The Meeting was attended by all Directors except Mr. Mitesh Sejpal, Independent Director (DIN: 06562026) who had intimated his absence due to urgent business requirement, however, he had authorised Mr. Umesh Chandan (DIN: 00184677), Independent Director, to answer the shareholders' queries with respect to the matters related to Nomination and Remuneration Committee. The Chief Financial Officer, Company Secretary, Statutory Auditor, Secretarial Auditor and Internal Auditor of the Company were also present in the meeting.
3. Mr. Mahendra K. Kothari - Managing Director (DIN: 00183613) took the Chair. The Chairman confirmed that the requisite quorum was present and thereafter commenced the Meeting.
4. Mr. Mahendra K. Kothari thereafter delivered Chairman's Speech.
5. The Chairman thereafter informed all the members present at the Meeting, about proxies and authorised representations received from Corporate Shareholder and registers which were available for inspection.
6. With the consent of Members present, the Notice convening 42nd Annual General Meeting, having been circulated to all the Members, was taken as read.
7. As there was no qualification, adverse remark or observation in the Independent Auditor's Report the same was not read.
8. Chairman read one observation mentioned in the Secretarial Audit Report which states that:

As per the Section 203 (Appointment of Key Managerial Personnel) of the Companies Act, 2013 and the rules made thereunder, the Company is required to appoint a Chief Financial Officer (CFO) and a Company Secretary (CS) from the date of notification of the Section 203 i.e. April 01, 2014 however, the Company has clarified that it has appointed Mr. Narendra R. Shah as a CFO w.e.f. November 04, 2015 and Ms. Karishma Khetani as a Company Secretary w.e.f. February 09, 2016 which is before the end of Financial Year 2015-16 i.e March 31, 2016.
9. The Chairman then took up the Agenda according to the Notice of the Annual General Meeting. He informed the Members that he would be responding to the queries of the Members.
10. The Chairman stated that in pursuance of provisions of Companies Act, 2013, remote e-voting on the proposed resolutions contained in the Notice of the Annual General Meeting was mandatory and the



same has been provided by the Company. Mr. Kaushal Dalal of M/s. Kaushal Dalal and Associates, Practising Company Secretary has been appointed as Scrutinizer for conducting remote e-voting and tab/polling process in a fair and transparent manner.

11. A number of members spoke at the meeting on various matters pertaining to the Company and asked queries relating to growth prospects of Company. The Chairman duly responded to all the queries posed at the meeting.
12. The Chairman thereafter put the following items mentioned in the Notice for approval by tab voting/Poll.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016, along-with the reports of the Board of Directors and Auditors' thereon.
2. To appoint a Director in place of Mr. Mahendra. K. Kothari (DIN: 00183613) who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint M/s. Maganlal and Ajay Mehta, Chartered Accountant as a Statutory Auditor of the Company from conclusion of this Annual General Meeting till conclusion of the next Annual General Meeting.

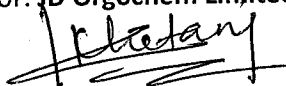
SPECIAL BUSINESS

4. To consider and approve appointment of Mr. Nikhil S. Kothari (DIN: 00184152) as a Director of the Company.
 5. To consider and approve the re-designation of Mr. Mahendra K. Kothari (DIN: 00183613) as Chairman and Managing Director of the Company for the period of 1 (One) year w.e.f. November 04, 2015 to November 03, 2016.
 6. To consider and approve shifting of Register of Members of the Company, maintained under Section 88 of the Act together with the Index of Members and copies of Annual Returns of the Company.
13. The Members were informed that the results of remote e-voting and poll/tab conducted at the Annual General Meeting would be declared on or before September 21, 2016.
 14. The Meeting concluded with a vote of thanks to the Chairman.

Thanking you,

Yours truly,

For: JD Orgochem Limited



Karishma Khetani

Company Secretary and Compliance Officer

Membership No. A40384

Address: 301, Sumer Kendra, P.B. Marg, Worli, Mumbai-400 018



Date: September 19, 2016

Place: Mumbai

