



## 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

28<sup>th</sup> September, 2017

To  
Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

Scrip Code – 524592

**Subject: Submission of Consolidated Scrutinizer's Report.**

Dear Sir/Madam,


With reference to above captioned subject matter, please find enclosed along with this letter Consolidated Scrutinizer's Report issued by Kaushal Dalal of M/s. Kaushal Dalal & Associates (Membership No. F7141, Certificate of Practice No. 7512), Practising Company Secretary on remote e-voting and electronic voting through Tab available to the Members at the venue of 43<sup>rd</sup> Annual General Meeting held on Wednesday, 27<sup>th</sup> September, 2017 at Textile Committee Auditorium, P. Balu Road, Prabhadevi Chowk, Prabhadevi, Mumbai – 400 025 at 10.00 a.m.

Further, the Consolidated Scrutinizer's Report is also available on the Company's website at [www.jdorgochem.com](http://www.jdorgochem.com) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

We request you to take the above on record.

Yours faithfully,

For: JD ORGOCHEM LIMITED


Hiral Shah

Company Secretary and Compliance Officer

Membership No. A50014

Registered Office: 301, Sumer Kendra, P.B. Marg, Worli, Mumbai – 400 018.

Enclosed as above

**KAUSHAL DALAL & ASSOCIATES**  
COMPANY SECRETARIES

308, Balaji Darshan, Tilak Road, Santacruz (W), Mumbai - 400 054. \* Email : kaushaldalalcs@gmail.com

**CONSOLIDATED SCRUTINIZER'S REPORT**

*(Pursuant to Section 108 of the Companies Act, 2013 read with  
Rule 20(4) (xii) of Companies (Management and Administration) Rules, 2014.*

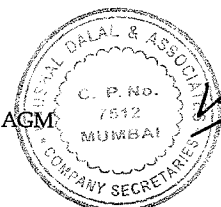
To,  
The Chairman,  
JD Orgochem Limited  
301, Sumer Kendra,  
P.B Marg, Worli,  
Mumbai- 400 018.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on voting done through Remote E-Voting Process and Tab Voting at 43<sup>rd</sup> Annual General Meeting of JD Orgochem Limited held on Wednesday, 27<sup>th</sup> September, 2017.**

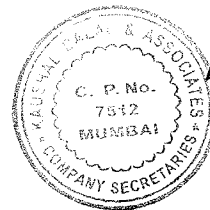
I, Kaushal Dalal, Proprietor of M/s. Kaushal Dalal & Associates, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of JD Orgochem Limited ("the Company") pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the Electronic Voting ("Remote e-Voting") and the Poll Process ("Tab Voting") for the resolutions contained in the Notice convening the 43<sup>rd</sup> Annual General Meeting ("the Meeting") of the Members of the Company, submit my Consolidated report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. The Company had appointed Link Intime India Private Limited ("Link Intime") for conducting the e-voting by the members of the Company at the Meeting. After the announcement of Tab Voting by the Chairman, Electronic Tablets were placed before the Members, in my presence to exercise their vote and members whose details were correct and reconciled with the records maintained by Link Intime, and the authorizations lodged with the Company voted through Electronic tablets.
3. The Remote e-Voting commenced on Saturday, 23<sup>rd</sup> September, 2017 at 9.00 a.m. and ended on Tuesday, 26<sup>th</sup> September, 2017 at 5.00 p.m.



**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

4. The Remote e-Voting Result was unblocked at Mumbai from the website of Central Depository Services (India) Limited i.e. [www.evotingindia.com](http://www.evotingindia.com) after the votes cast by Tab Voting at the Meeting in the presence of Mr. Niket Shah and Ms. Shilpa Tiwari who are not in the employment of the Company.
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" or "AGAINST" for each resolution is enclosed.
6. The Consolidated Result (Remote e-Voting+ Tab Voting) is as under:-



**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

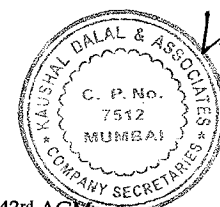
(a) **Item No 1:**

- (i) To receive, consider, approve and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2017 together with Board's Report and Auditors' Report thereon.

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	25	8078444
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>25</b>	<b>8078444</b>
<b>B. Tab Voting</b>		
Total Votes received by Tab Voting	17	425060
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>425060</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Tab Voting	42	8503504
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>42</b>	<b>8503504</b>

- (i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
22	8078341	99.9987
<b>B. Tab Voting</b>		
17	425060	100.00
<b>C. Combined (A+B)</b>		
39	8503401	99.9988



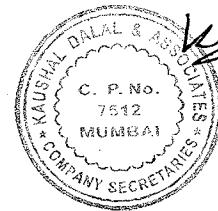
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
3	103	0.0013
<b>B. Tab Voting</b>		
Nil	Nil	0
<b>C. Combined (A+B)</b>		
3	103	0.0012

(iii) Invalid Votes:

Sr. No.	Category	No. of vote by Remote E-Voting / Tab Voting	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Re. 1/- each)
<b>I. REMOTE E-VOTING</b>			
There were no invalid votes casted			
<b>II. TAB VOTING</b>			
There were no invalid votes casted			



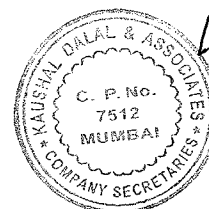
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(b) Item No 2: To appoint a Director in place of Shrikant K. Kothari (DIN: 00184811), who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	25	8078444
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>25</b>	<b>8078444</b>
<b>B. Tab Voting</b>		
Total Votes received by Tab Voting	17	425060
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>425060</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Tab Voting	42	8503504
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>42</b>	<b>8503504</b>

(i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
22	8078341	99.9987
<b>B. Tab Voting</b>		
17	425060	100.00
<b>C. Combined (A+B)</b>		
39	8503401	99.9988



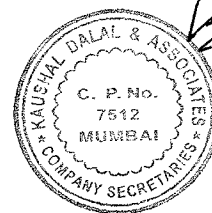
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
3	103	0.0013
<b>B. Tab Voting</b>		
Nil	Nil	0
<b>C. Combined (A+B)</b>		
3	103	0.0012

(iii) Invalid Votes:

Sr. No.	Category	No. of vote by Remote E-Voting / Tab Voting	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Re. 1/- each)
<b>I. REMOTE E- VOTING</b>			
There were no invalid votes casted			
<b>II. TAB VOTING</b>			
There were no invalid votes casted			



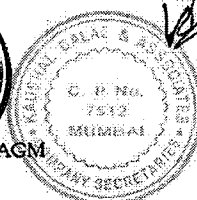
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

- (c) Item No 3 : To appoint Hiren C. Sanghavi of M/s. Hiren C. Sanghavi & Associates, Chartered Accountants (Firm Registration No.112057W) as a Statutory Auditor in place of Maganlal Thacker of M/s. Maganlal & Ajay Mehta, Chartered Accountants (Firm Registration No.105730W), retiring Statutory Auditor and to determine their remuneration.

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	25	8078444
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>25</b>	<b>8078444</b>
<b>B. Tab Voting</b>		
Total Votes received by Tab Voting	17	425060
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>425060</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Tab Voting	42	8503504
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>42</b>	<b>8503504</b>

- (i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
22	8078341	99.9987
<b>B. Tab Voting</b>		
17	425060	100.00
<b>C. Combined (A+B)</b>		
39	8503401	99.9988





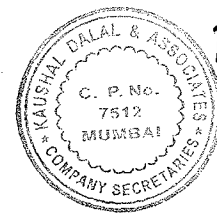
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
3	103	0.0013
<b>B. Tab Voting</b>		
Nil	Nil	0
<b>C. Combined (A+B)</b>		
3	103	0.0012

(iii) Invalid Votes:

Sr. No.	Category	No. of vote by Remote E-Voting / Tab Voting	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Re. 1/- each)
<b>I. REMOTE E-VOTING</b>			
There were no invalid votes casted			
<b>II. TAB VOTING</b>			
There were no invalid votes casted			



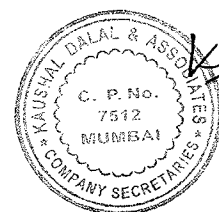
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(d) Item No 4: Re-appoint Mahendra K. Kothari (DIN: 00183613) as Managing Director for a period of one (1) year w.e.f 04<sup>th</sup> November, 2016 to 03<sup>rd</sup> November, 2017.

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	25	8078444
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>25</b>	<b>8078444</b>
<b>B. Tab Voting</b>		
Total Votes received by Tab Voting	17	425060
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>425060</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Tab Voting	42	8503504
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>42</b>	<b>8503504</b>

(i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
22	8078341	99.9987
<b>B. Tab Voting</b>		
17	425060	100.00
<b>C. Combined (A+B)</b>		
39	8503401	99.9988



**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
3	103	0.0013
<b>B. Tab Voting</b>		
Nil	Nil	0
<b>C. Combined (A+B)</b>		
3	103	0.0012

(iii) Invalid Votes:

Sr. No.	Category	No. of vote by Remote E-Voting / Tab Voting	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Re. 1/- each)
<b>I. REMOTE E-VOTING</b>			
There were no invalid votes casted			
<b>II. TAB VOTING</b>			
There were no invalid votes casted			



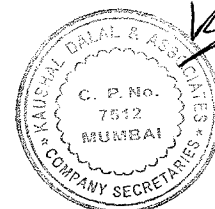
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(e) Item No 5: Service of Documents.

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	25	8078444
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>25</b>	<b>8078444</b>
<b>B. Tab Voting</b>		
Total Votes received by Tab Voting	17	425060
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>425060</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Tab Voting	42	8503504
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>42</b>	<b>8503504</b>

(i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
22	8078341	99.9987
<b>B. Tab Voting</b>		
17	425060	100.00
<b>C. Combined (A+B)</b>		
39	8503401	99.9988



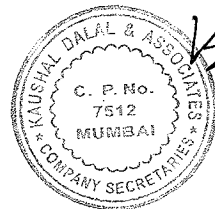
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
3	103	0.0013
<b>B. Tab Voting</b>		
Nil	Nil	0
<b>C. Combined (A+B)</b>		
3	103	0.0012

(iii) Invalid Votes:

Sr. No.	Category	No. of vote by Remote E-Voting / Tab Voting	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Re. 1/- each)
<b>I. REMOTE E-VOTING</b>			
There were no invalid votes casted			
<b>II. TAB VOTING</b>			
There were no invalid votes casted			



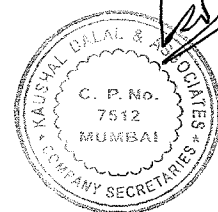
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(f) Item No 6: Change in place of keeping and maintaining of Registers, Returns etc.

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	25	8078444
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>25</b>	<b>8078444</b>
<b>B. Tab Voting</b>		
Total Votes received by Tab Voting	17	425060
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>425060</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Tab Voting	42	8503504
<u>Less:</u> Total Number of Invalid Votes	Nil	Nil
<b>Total Number of Valid Votes</b>	<b>42</b>	<b>8503504</b>

(i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
22	8078341	99.9987
<b>B. Tab Voting</b>		
17	425060	100.00
<b>C. Combined (A+B)</b>		
39	8503401	99.9988



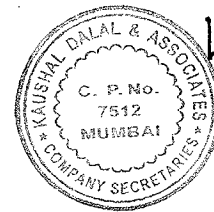
**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
3	103	0.0013
<b>B. Tab Voting</b>		
Nil	Nil	0
<b>C. Combined (A+B)</b>		
3	103	0.0012

(iii) Invalid Votes:

Sr. No.	Category	No. of vote by Remote E-Voting / Tab Voting	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Re. 1/- each)
<b>I. REMOTE E-VOTING</b>			
There were no invalid votes casted			
<b>II. TAB VOTING</b>			
There were no invalid votes casted			



**KAUSHAL DALAL & ASSOCIATES**  
**COMPANY SECRETARIES**

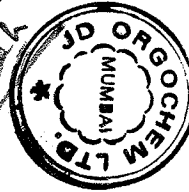
7. The aforesaid Consolidated Report is tabulated on the basis of Acceptance and Rejection of votes through Remote e-voting and Tab Voting.
8. The Register of Remote e-Voting and Tab Voting will be send to the Chairman and the Company Secretary of the Company after the Chairman considers, approves and signs the minutes of the Annual General Meeting in Compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

For Kaushal Dalal & Associates  
Practicing Company Secretary



Kaushal Dalal  
(Proprietor)  
M. No: FCS 7141  
CP No: 7512

Received on behalf  
of chairman  
K. Dalal



Date: 28<sup>th</sup> September, 2017  
Place: Mumbai