

JKAGL:SECTL:SE:2014

5th September 2014

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

Through BSE Listing Centre

Scrip Code : 536493

Re : Results of Voting by Postal Ballot/E-voting

Dear Sir,

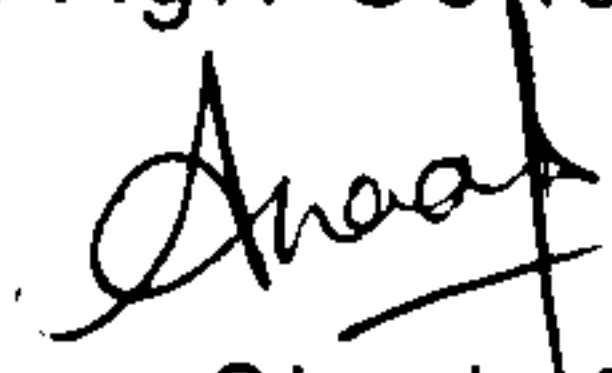
This is further to our letter No. JKAGL:SECTL:SE:2014 dated 4th August 2014 thereby submitting copies of Postal Ballot Notice dated 25th July 2014, for passing of Special Resolutions by the members of the Company.

We have to inform that the Special Resolutions as set out in the aforesaid Notice have been passed on 5th September 2014 with requisite majority.

In this connection, we enclose herewith following:

1. Results of voting by Postal Ballot/E-voting, declared by the Company.
2. Scrutinizers Report on Voting by Postal Ballot/E-voting

Thanking You.

Yours faithfully,
for JK Agri Genetics Ltd.
(Anoop Singh Gusain)
Company Secretary

Encl: as above

Cc. - Central Depository Services (India) Ltd.



POSTAL BALLOT RESULTS

Date of Postal Ballot Notice	25 th July, 2014
Total number of shareholders on record date	8,333 (As on the cut off date - 25 th July 2014)
Mode of voting	Postal Ballot and E-voting

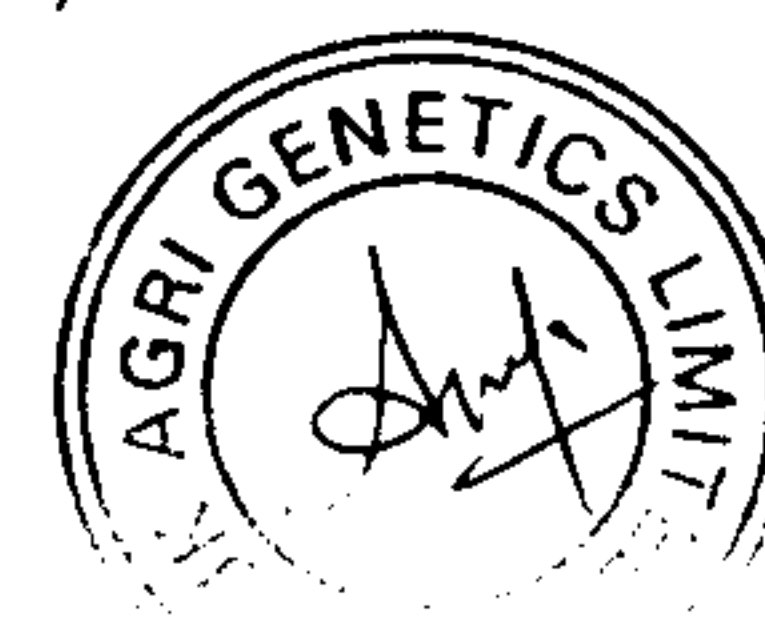
Agenda-wise

In case of Poll/Postal Ballot/E-voting:

Resolution No. 1: Confirmation of Corporate Guarantee not exceeding ₹ 20 Crore approved by the Board of Directors of the Company at its meeting held on 23rd October, 2013 in favour of Yes Bank/ ICICI Bank/ other banks in terms of Section 372A of the Companies Act, 1956; **(Special Resolution)**

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	2356980	2344994	99.50	2344994	0	100	0
Public - Institutional Holders	1048	0	0	0	0	0	0
Public-Others	1245878	248917	19.98	248857	60	99.98	0.02
Total	3603906	2593911	71.98	2593851	60	99.99	0.01

Resolution No. 2: Authorisation to the Board of Directors of the Company to give any loan to any person or other body corporate; give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, in one or more tranches upto an amount, the aggregate outstanding of which should not exceed, at any given time ₹150 Crore in terms of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules 2014. **(Special Resolution)**



Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	2356980	2344994	99.50	2344994	0	100	0
Public - Institutional holders	1048	0	0	0	0	0	0
Public-Others	1245878	248918	19.98	248853	65	99.97	0.03
Total	3603906	2593912	71.98	2593847	65	99.99	0.01

Note: All the aforesaid resolutions were passed with requisite majority.

For JK Agri Genetics Limited



(Anoop Singh Gusain)
Company Secretary

Place: New Delhi
Date: 05/09/2014



PRANAV KUMAR & ASSOCIATES

Company Secretaries

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SCRUTINIZER'S REPORT

The Chairman,
JK Agri Genetics Limited
7, Council House Street,
Kolkata – 700 001, India.

Subject: Passing of Resolutions through postal ballot (including voting through electronic means) in accordance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

Dear Sir(s),

In terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Board of Directors of JK Agri Genetics Limited (The Company) at its Meeting held on 27th May, 2014, has appointed me as the Scrutinizer for conducting the postal ballot voting process (including voting through electronic means) for passing of the proposed Special Resolutions:-

Resolution No. 1

- Confirmation of Corporate Guarantee not exceeding Rs. 20 Crore approved by the Board of Directors of the Company at its meeting held on 23rd October, 2013 in favour of Yes Bank/ ICICI Bank/ other banks in terms of Section 372A of the Companies Act, 1956;

Resolution No. 2

- Authorisation to the Board of Directors of the Company to give any loan to any person or other body corporate; give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, in one or more tranches upto an amount, the aggregate outstanding of which should not exceed, at any given time Rs. 150 Crore in terms of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules 2014.

On the basis of documents produced, information furnished and verification of postal ballot forms received/e-voting casted by the members of the company, I submit my report as under:

1. The dispatch/email of the Postal Ballot Notice/Forms along with postage pre-paid business reply envelop to 8,333 Members of the Company whose name(s) appeared on the Register of Members/List of Beneficial Owners as on 25th July, 2014, was completed on 2nd August, 2014.
2. Particulars of all the Postal Ballot Forms received in physical form from the members and e-voting have been registered in a register maintained separately for the purpose.



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PRANAV KUMAR & ASSOCIATES

Company Secretaries

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- All the Postal Ballot Forms received and e-voting casted up to the close of working hours, i.e. 5.30 P.M. on Tuesday, 2nd September, 2014, the last day and time fixed by the Company for the receipt of the ballot forms/e-voting, were scrutinized by me.
- No Postal Ballot Form received after the close of working hours, i.e. 5.30 P.M. on Tuesday, 2nd September, 2014, the last day and time fixed by the Company has been considered by me and the e-voting facility to the Members organized by the Company through Central Depository Services (India) Ltd. was disabled at 5.30 P.M. on Tuesday, 2nd September, 2014.
- The votes casted by members electronically were unblocked on 2nd September, 2014 around 6.00 p.m. in the presence of two witnesses, CA Deepanshu Pal, Partner, M/s DPAK & Associates, chartered accountants and Ms Toshi Choudhary, employee of Alacridy Corporate Solutions Private Limited, New Delhi, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

CA Deepanshu Pal

Ms Toshi Choudhary

- I did not find any incomplete, unsigned, incorrect, defective or mutilated Postal Ballot Forms.
- The Postal Ballot Forms and other related papers / registers and records will be handed over to the Company for safe custody of the same after signing of the Minutes of Postal Ballot process.
- The summary of the votes cast and Ballot Forms received Resolution-wise is as given below:

SUMMARY OF VOTES CAST (PHYSICAL AND ELECTRONIC)

For Resolution No.1

Sl. No.	Particulars	Through Postal Ballot	Through E-Voting	Total
1	Total postal ballot forms received	203	22	225
2	Total number of votes cast	248881	2345046	2593927
3	Less: Invalid no. of votes cast	Nil	Nil	Nil
4	Valid no. of votes cast	248881	2345046	2593927
5	No. of votes with assent for the Resolution	248805	2345046	2593851
6	No. of votes with dissent for the Resolution	60	Nil	60
7	No. of votes abstain for the Resolution	16	Nil	16

% of total valid votes cast in favour of the Resolution: 99.99%

% of total valid votes cast against the Resolution: 0.01%



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For Resolution No. 2

Sl. No.	Particulars	Through Postal Ballot	Through E-Voting	Total
1	Total postal ballot forms received	203	22	225
2	Total number of votes cast	248881	2345046	2593927
3	Less: Invalid no. of votes cast	Nil	Nil	Nil
4	Valid no. of votes cast	248881	2345046	2593927
5	No. of votes with assent for the Resolution	248801	2345046	2593847
6	No. of votes with dissent for the Resolution	65	Nil	65
7	No. of votes abstain for the Resolution	15	Nil	15

% of total valid votes cast in favour of the Resolution: 99.99%

% of total valid votes cast against the Resolution: 0.01 %

- The Special Resolutions have been passed with requisite majority since votes cast in favour of the resolutions are three times more than the votes cast against the resolutions.
- You may accordingly declare result of the voting by Postal Ballot/ evoting.

For M/s Pranav Kumar & Associates
Company Secretaries

Pranav Kumar
Partner

C.P. No.: 3429; FCS-5013

Place : New Delhi
Date : 03/09/2014