



**62<sup>nd</sup> ANNUAL GENERAL MEETING HELD ON 22<sup>ND</sup> SEPTEMBER 2015**

**RESULTS OF E-VOTING/POLL ON AGM VOTING**

**DETAILS OF VOTING RESULTS**

Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and other applicable provisions of the said Act, the Members were provided with the facility to cast their votes through remote e-voting and voting at the Annual General Meeting through ballot paper, on the Resolutions forming part of the Notice of the 62<sup>nd</sup> Annual General Meeting of the Company held on 22<sup>nd</sup> September 2015 at 11.30 A.M.(AGM).

Shri Ronak Jhuthawat of M/s Ronak Jhuthawat & Co, Company Secretary in practice, Udaipur, was appointed as the Scrutinizer for conducting both the remote e-voting process (E-voting period commenced on Saturday, 19th September 2015 at 10:00 A.M. and ended on Monday, 21<sup>st</sup> September 2015 at 5:00 P.M.) and also voting at the venue of the AGM through Ballot Paper.

Based on the consolidated report submitted by the said Scrutinizer on the remote e-voting and the voting at the AGM through Ballot Paper as aforesaid, all the resolutions were duly passed with requisite majority. The results are as under:-

<b>Date of AGM:</b>	22 <sup>nd</sup> September, 2015
<b>Total number of shareholders on record date (i.e. 15<sup>th</sup> September 2015 - cut-off date for voting purpose):</b>	84611
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
- Promoters and Promoter Group	21
- Public	89
<b>No. of shareholders attended the meeting through Video Conferencing</b>	Not arranged
- Promoters and Promoter Group	
- Public	



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

Regd. Off.: Jaykaygram, PO - Tyre Factory, Kankroli - 313 342 (Rajasthan). Fax : 02952-232018 Ph.: 02952-302400 / 330011

Website : www.jktyre.com CIN : L67120RJ1951PLC045966



**VIKRANT**

## Agenda-wise

### In case of Poll/Postal ballot/E-voting:

The Mode of voting for all resolutions was remote e-voting and Poll conducted at the Meeting.

**Resolution 1:** Ordinary Resolution for considering and adoption of the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March 2015 and the reports of the Directors and Auditors thereon.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. Votes-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	118717655	117966585	99.37	117966585	0	100.00	0.00
Public-Institutional holders	30080483	16872510	56.09	16400771	471739	97.20	2.80
Public- Others	78015342	24050091	30.83	24050086	5	100.00	0.00
<b>Total</b>	<b>226813480</b>	<b>158889186</b>	<b>70.05</b>	<b>158417442</b>	<b>471744</b>	<b>99.70</b>	<b>0.30</b>

### **Resolution 2:** Ordinary Resolution for declaration of Dividend.

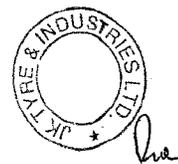
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. Votes-favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	118717655	117966585	99.37	117966585	0	100.00	0.00
Public-Institutional holders	30080483	16872510	56.09	16872510	0	100.00	0.00
Public- Others	78015342	24050091	30.83	24050086	5	100.00	0.00
<b>Total</b>	<b>226813480</b>	<b>158889186</b>	<b>70.05</b>	<b>158889181</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

**Resolution 3: Ordinary Resolution for re-appointment of Shri Vikrampati Singhania as a Director, who retires by rotation.**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. Votes-favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	118717655	117966585	99.37	117966585	0	100.00	0.00
Public-Institutional holders	30080483	16872510	56.09	12917495	3955015	76.56	23.44
Public- Others	78015342	24050091	30.83	24050036	55	100.00	0.00
<b>Total</b>	<b>226813480</b>	<b>158889186</b>	<b>70.05</b>	<b>154934116</b>	<b>3955070</b>	<b>97.51</b>	<b>2.49</b>

**Resolution 4: Ordinary Resolution for ratification of appointment of Auditors and their remuneration.**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. Votes-favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	118717655	117966585	99.37	117966585	0	100.00	0.00
Public-Institutional holders	30080483	16872510	56.09	13032096	3840414	77.24	22.76
Public- Others	78015342	24050091	30.83	24050086	5	100.00	0.00
<b>Total</b>	<b>226813480</b>	<b>158889186</b>	<b>70.05</b>	<b>155048767</b>	<b>3840419</b>	<b>97.58</b>	<b>2.42</b>



**Resolution 5: Ordinary Resolution for remuneration of the Cost Auditors.**

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. Votes-favour	No. of in 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	118717655	117966585	99.37	117966585	0	100.00	0.00
Public-Institutional holders	30080483	16872510	56.09	16872510	0	100.00	0.00
Public- Others	78015342	24050091	30.83	24050086	5	100.00	0.00
<b>Total</b>	<b>226813480</b>	<b>158889186</b>	<b>70.05</b>	<b>158889181</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

**Resolution 6: Special Resolution for remuneration of Shri Swaroop Chand Sethi as Whole-time Director from 1<sup>st</sup> April 2015 to 14<sup>th</sup> May 2015.**

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. Votes-favour	No. of in 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	118717655	117966585	99.37	117966585	0	100.00	0.00
Public-Institutional holders	30080483	16872510	56.09	16872510	0	100.00	0.00
Public- Others	78015342	24050091	30.83	24050086	5	100.00	0.00
<b>Total</b>	<b>226813480</b>	<b>158889186</b>	<b>70.05</b>	<b>158889181</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>



**Resolution 7:** Special Resolution for re-appointment of Shri Arun K. Bajoria as Whole-time Director with the designation 'Director & President- International Operations' for a period of three years with effect from 20<sup>th</sup> January 2016.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. Votes- of 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	118717655	117966585	99.37	117966585	0	100.00	0.00
Public-Institutional holders	30080483	16872510	56.09	16872510	0	100.00	0.00
Public- Others	78015342	24049591	30.83	24049586	5	100.00	0.00
<b>Total</b>	<b>226813480</b>	<b>158888686</b>	<b>70.05</b>	<b>158888681</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

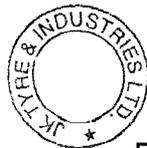
**Resolution 8:** Special Resolution for approving inviting/accepting/renewing of deposits from members/public.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. Votes- of 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	118717655	117966585	99.37	117966585	0	100.00	0.00
Public-Institutional holders	30080483	16872510	56.09	3069214	13803296	18.19	81.81
Public- Others	78015342	24050091	30.83	24049761	330	100.00	0.00
<b>Total</b>	<b>226813480</b>	<b>158889186</b>	<b>70.05</b>	<b>145085560</b>	<b>13803626</b>	<b>91.31</b>	<b>8.69</b>

Note: There are no invalid votes on any resolution.

Accordingly, I report that all the above resolutions have been passed by the members with requisite majority.

For JK Tyre & Industries Ltd.



*Arun K. Bajoria*  
(Arun K. Bajoria)

Director & President-International Operations

Place: Kankroli-313 342

Date : 23 SEP 2015



Ronak Jhuthawat & Co.

Company Secretaries

Mobile : +91 98874 22212

E-mail : csronakjhuthawat@gmail.com

**CONSOLIDATED SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
62<sup>nd</sup> Annual General Meeting of the Members of  
JK Tyre & Industries Ltd.  
Kankroli-313 342

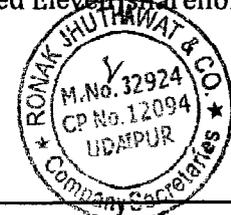
Dear Sir,

**Sub : 62<sup>nd</sup> Annual General Meeting of the Equity Shareholders of the Company of JK Tyre & Industries Ltd. held on 22<sup>nd</sup> September 2015 at 11.30 A.M. at Jaykaygram, PO-Tyre Factory, Kankroli- 313 342 (Rajasthan)**

I, Ronak Jhuthawat of M/s Ronak Jhuthawat & Co., Company Secretary in practice (Certificate of Practice no. 12094), have been appointed by the Board of Directors of JK Tyre & Industries Ltd. (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting process (remote e-voting) as well as for voting at the Annual General Meeting venue through Ballot Paper (Poll), in a fair and transparent manner and ascertaining the result thereof, in respect of resolutions transacted at the 62<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of JK Tyre & Industries Ltd., held on 22<sup>nd</sup> September, 2015 at 11:30 a.m. at Jaykaygram, PO-Tyre Factory, Kankroli- 313 342 (Rajasthan).

I submit my report as under:-

- A. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide and facilitate remote e-voting process to the members of the Company to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM. The Company has also provided the facility of voting through Ballot Paper at the venue of the AGM to members attending the meeting but have not cast their vote by remote e-voting facility.
- B. The cut-off date for determining the eligibility of the members to vote by remote e-voting or voting at the AGM is 15<sup>th</sup> September, 2015. As on "Cut off" date i.e. 15<sup>th</sup> September 2015, there were 84611 (Eighty Four Thousand Six Hundred Eleven) shareholders.



Address - Residential : 1097, Gyan Nagar, Hiran Magari, Sec. - 4, Udaipur (Raj.)  
Office : Akme Business Center 4-5 Subcity Center, Opp. Krishi Upaj Mandi, Savina, Udaipur (Raj.)

- C. The remote e- voting facility started on 19<sup>th</sup> September, 2015 (10.00 A.M.) and ended on 21<sup>st</sup> September 2015 (5.00P.M.).
- D. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended, was published in the "Business Standard" (in English language) (All editions) and in "Pratahkaal" (in Hindi language) (Udaipur Edition), both on 31st August 2015.
- E. At the 62<sup>nd</sup> AGM, after the declaration of Poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- F. The locked ballot box was subsequently opened by me in the presence of two witnesses, (1) Mr Mohit Vanawat and (2) Mr Sachin Shah, who are not in the employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by Alankit Assignments Ltd., the Registrar and Transfer Agent of the Company and also with the authorization/proxies lodged with the Company.
- G. Thereafter, the electronic votes cast through remote e-voting provided by CDSL were unblocked in the presence of said two witnesses (1) Mr Mohit Vanawat and (2) Mr Sachin Shah, on 22<sup>nd</sup> September, 2015 at 3.49 P.M. i.e. immediately after counting the votes cast through Ballot papers at the AGM.
- H. There were no poll papers which were incomplete and/or which were otherwise found defective.
- I. I did not find any invalid ballot papers.
- J. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)), and the votes cast by the members (including proxies) through Ballot Papers at AGM, the consolidated results of the remote e-voting and voting at AGM, on all items of the business transacted at the AGM held on 22<sup>nd</sup> September, 2015 are given in the Annexure enclosed herewith, forming part of this Report.
- K. All relevant documents, records and papers relating to remote e-voting as well as Poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 62<sup>nd</sup> Annual General Meeting and thereafter, I shall return these documents and other related papers to the Company.



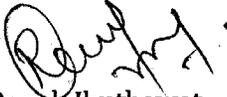
**CONCLUSION**

All the Ordinary as well as Special resolutions mentioned in the AGM notice dated 4<sup>th</sup> August 2015 under the remote e-voting and Voting through Ballot conducted at the venue of the meeting have been passed with requisite majority.

Thanking you,

Yours faithfully,

For Ronak Jhuthawat & Co.  
Company Secretaries



Ronak Jhuthawat  
Proprietor  
Membership No.32924 (COP No. 12094)



Place: Kankroli  
Date: 22.09.2015

*Witness 1*

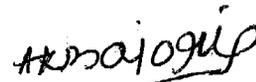
- **Witness 1:**

Name: Mohit Vanawat  
Add: 29 A, Keshav Nagar, Udaipur

- **Witness 2:**

Name: Sachin Shah *Sachin Shah*  
Add: 197, Q Road, Bhupalpura, Udaipur

**COUNTERSIGNED BY:**  
**For JK Tyre & Industries Ltd.**



(Arun K. Bajoria)

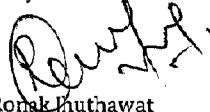
Director & President -International Operations  
Authorized Person

**JK Tyre & Industries Ltd.**  
**62nd Annual General Meeting held on 22nd September, 2015 at 11.30 a.m.**  
**CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & BALLOT**

Item No. of Notice of AGM	Subject matter of the Resolution (in brief)		REMOTE E-VOTING		POLL AT AGM		TOTAL		%age of total valid votes	Invalid Votes	
			No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast		No. of Members	No. of invalid votes
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
1	Ordinary Resolution for considering and adoption of the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March 2015 and the reports of the Directors and Auditors thereon.	In Favour	94	13,31,28,522	73	2,52,88,920	167	15,84,17,442	99.70	NIL	NIL
		Against	2	4,71,744	-	-	2	4,71,744	0.30		
		<b>Total</b>	<b>96</b>	<b>13,36,00,266</b>	<b>73</b>	<b>2,52,88,920</b>	<b>169</b>	<b>15,88,89,186</b>	<b>100.00</b>		
2	Ordinary Resolution for declaration of Dividend.	In Favour	95	13,36,00,261	73	2,52,88,920	168	15,88,89,181	100.00	NIL	NIL
		Against	1	5	-	-	1	5	0.00		
		<b>Total</b>	<b>96</b>	<b>13,36,00,266</b>	<b>73</b>	<b>2,52,88,920</b>	<b>169</b>	<b>15,88,89,186</b>	<b>100.00</b>		
3	Ordinary Resolution for re-appointment of Shri Vikrampati Singhania as a Director, who retires by rotation	In Favour	88	12,96,45,196	73	2,52,88,920	161	15,49,34,116	97.51	NIL	NIL
		Against	8	39,55,070	-	-	8	39,55,070	2.49		
		<b>Total</b>	<b>96</b>	<b>13,36,00,266</b>	<b>73</b>	<b>2,52,88,920</b>	<b>169</b>	<b>15,88,89,186</b>	<b>100.00</b>		
4	Ordinary Resolution for ratification of appointment of Auditors and their remuneration.	In Favour	90	12,97,59,847	73	2,52,88,920	163	15,50,48,767	97.58	NIL	NIL
		Against	6	38,40,419	-	-	6	38,40,419	2.42		
		<b>Total</b>	<b>96</b>	<b>13,36,00,266</b>	<b>73</b>	<b>2,52,88,920</b>	<b>169</b>	<b>15,88,89,186</b>	<b>100.00</b>		
5	Ordinary Resolution for remuneration of the Cost Auditors	In Favour	95	13,36,00,261	73	2,52,88,920	168	15,88,89,181	100.00	NIL	NIL
		Against	1	5	-	-	1	5	0.00		
		<b>Total</b>	<b>96</b>	<b>13,36,00,266</b>	<b>73</b>	<b>2,52,88,920</b>	<b>169</b>	<b>15,88,89,186</b>	<b>100.00</b>		
6	Special Resolution for remuneration of Shri Swaroop Chand Sethi as Whole-time Director from 1st April 2015 to 14th May 2015.	In Favour	95	13,36,00,261	73	2,52,88,920	168	15,88,89,181	100.00	NIL	NIL
		Against	1	5	-	-	1	5	0.00		
		<b>Total</b>	<b>96</b>	<b>13,36,00,266</b>	<b>73</b>	<b>2,52,88,920</b>	<b>169</b>	<b>15,88,89,186</b>	<b>100.00</b>		
7	Special Resolution for re-appointment of Shri Arun K. Bajoria as Whole-time Director with the designation 'Director & President- International Operations' for a period of three years with effect from 20th January 2016	In Favour	95	13,36,00,261	72	2,52,88,420	167	15,88,88,681	100.00	NIL	NIL
		Against	1	5	-	-	1	5	0.00		
		<b>Total</b>	<b>96</b>	<b>13,36,00,266</b>	<b>72</b>	<b>2,52,88,420</b>	<b>168</b>	<b>15,88,88,686</b>	<b>100.00</b>		
8	Special Resolution for approving inviting/ accepting/ renewing of deposits from members/ public.	In Favour	58	11,97,96,640	73	2,52,88,920	131	14,50,85,560	91.31	NIL	NIL
		Against	38	1,38,03,626	-	-	38	1,38,03,626	8.69		
		<b>Total</b>	<b>96</b>	<b>13,36,00,266</b>	<b>73</b>	<b>2,52,88,920</b>	<b>169</b>	<b>15,88,89,186</b>	<b>100.00</b>		

- Note : 1. This is the Annexure referred to in Consolidated Scrutinizer's Report dated 22nd September, 2015 and forming part of that Report.  
2. One Member in the Category of Remote E-voting has cast vote partly in favour and partly against, for Resolution No 1. For the purpose of number of members this member has been considered as one member in the category of the member voted against since the number of votes cast against are more than number of votes cast in favour.

For Ronak Jhuthawat & Co  
Company Secretary in Practice

  
Ronak Jhuthawat



Membership No. : ACS-32924  
Certificate of Practice No. 12094  
Kankrol, 22nd September 2015

Counter signed by  
For JK Tyre & Industries Ltd.

  
(Arun K. Bajoria)  
Director & President - International Operations  
Authorized Person