



To,

July 26, 2024

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400023  
**Scrip Code: 532926**

**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot no. C/1,  
G Block, Bandra – Kurla Complex,  
Bandra (E), Mumbai – 400 051  
**Scrip Code: JYOTHYLAB**

Dear Sirs,

**Sub: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizers Report**

This is to inform you that the 33<sup>rd</sup> Annual General Meeting (AGM) of Jyothy Labs Limited (herein after referred as 'the Company') was held on **Thursday, July 25, 2024 at 11:30 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)** as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide its General Circulars no. 09/ 2023 dated September 25, 2023 read with General Circular no. 20/ 2020 dated May 5, 2020.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made there under, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), the Company had provided facility for voting to its shareholders holding shares as on July 18, 2024 (being cut-off date for the purpose of voting) to cast their votes on the items of business stated in the Notice dated May 15, 2024 convening the 33<sup>rd</sup> AGM. The remote e-voting commenced from Monday, July 22, 2024 at 9:00 a.m. and concluded on Wednesday, July 24, 2024 at 5:00 p.m.

Since the 33<sup>rd</sup> AGM was convened through VC/OAVM, shareholders were given the facility to vote through e-voting at the time of the AGM and the said e-voting facility was kept open till 15 minutes from the conclusion of the AGM and thereafter the link for e-voting was disabled.

The Company has received the Consolidated Scrutinizer's Report, from Mr. Himanshu S. Kamdar, (Membership No. FCS 5171), Partner of M/s. Rathi & Associates, Mumbai confirming details of voting through remote e-voting and e-voting at the time of the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed and approved by the shareholders on the date of AGM i.e. on July 25, 2024.

**Branch Office:**

- Indiana House, B Wing, 6<sup>th</sup> Floor, Makwana Road, Marol, Andheri (East), Mumbai-400059.
- 42-43, Shiv shakti Industrial Estate, Off Andheri Kurla Road, Marol, Andheri (East), Mumbai- 400059.

**Jyothy Labs Limited**

CIN: L24240MH1992PLC128651

'Ujala House', Ramkrishna Mandir Road,  
Kondivita, Andheri (East), Mumbai 400059.  
Tel: +91 022-6689 2800 | Fax: +91 022-6689 2805  
info@jyothy.com | www.jyothy.com



A disclosure of voting results in terms of Regulation 44 of the Listing Regulations and the Consolidated Scrutinizer's report on remote e-voting and e-voting at the time of the AGM together with declaration of Results by Mr. Shreyas Trivedi, person authorised by the Chairperson of the AGM, is enclosed herewith. A copy of the said Scrutinizer's Report and declaration of Results is also being placed on the website of the Company i.e. [www.jyothy.com](http://www.jyothy.com).

Kindly take the above on your record and disseminate the same for the information of investors.

Thanking you,

Yours faithfully,  
**For Jyothy Labs Limited**

**Shreyas Trivedi**  
**Head – Legal & Company Secretary**

Encl.: as above

**Branch Office:**

- Indiana House, B Wing, 6<sup>th</sup> Floor, Makwana Road, Marol, Andheri (East), Mumbai-400059.
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## Jyothy Labs Limited

### Format for Voting Results

<b>Date of the AGM</b>	July 25, 2024
<b>Total number of shareholders on record date i.e. July 18, 2024</b>	1,66,866
<b>No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:</b>	Not Applicable since the AGM was held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	13
Public:	67

#### Agenda-wise disclosure

<b>Resolution Required :Ordinary</b>	<b>1 - Adoption of the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2024 and the reports of the Board of Directors and Statutory Auditors thereon.</b>
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

Category	Mode of Voting	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	E-Voting	230934685	230934685	100.0000	230934685	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>230934685</b>	<b>100.0000</b>	<b>230934685</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	108859043	97647585	89.7009	97532910	114675	99.8826	0.1174
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>97647585</b>	<b>89.7009</b>	<b>97532910</b>	<b>114675</b>	<b>99.8826</b>	<b>0.1174</b>
Public Non Institutions	E-Voting	27414916	126311	0.4607	117841	8470	93.2943	6.7057
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>126311</b>	<b>0.4607</b>	<b>117841</b>	<b>8470</b>	<b>93.2943</b>	<b>6.7057</b>
<b>Total</b>		<b>367208644</b>	<b>328708581</b>	<b>89.5155</b>	<b>328585436</b>	<b>123145</b>	<b>99.9625</b>	<b>0.0375</b>

For Jyothy Labs Limited

  
**Shreyas Trivedi**  
 Head- Legal & Company Secretary



## Jyothy Labs Limited

Resolution Required :Ordinary      2 - Declaration of final dividend of Rs. 3.50 per equity share of face value of Rs. 1 each of the Company for the Financial Year 2023-24.

Whether promoter/ promoter group are interested in the agenda/resolution?      No

Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	230934685	230934685	100.0000	230934685	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>230934685</b>	<b>100.0000</b>	<b>230934685</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	108859043	97874210	89.9091	97874210	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>97874210</b>	<b>89.9091</b>	<b>97874210</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27414916	126311	0.4607	117849	8462	93.3007	6.6993
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>126311</b>	<b>0.4607</b>	<b>117849</b>	<b>8462</b>	<b>93.3007</b>	<b>6.6993</b>
<b>Total</b>		<b>367208644</b>	<b>328935206</b>	<b>89.5772</b>	<b>328926744</b>	<b>8462</b>	<b>99.9974</b>	<b>0.0026</b>



## Jyothy Labs Limited

Resolution Required :Ordinary		3 - Appointment of Director in place of Ms. M. R. Jyothy (DIN: 00571828), who retires by rotation and being eligible, offers herself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	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	E-Voting	230934685	230934685	100.0000	230934685	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>230934685</b>	<b>100.0000</b>	<b>230934685</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	108859043	97576842	89.6360	95494659	2082183	97.8661	2.1339
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>97576842</b>	<b>89.6360</b>	<b>95494659</b>	<b>2082183</b>	<b>97.8661</b>	<b>2.1339</b>
Public Non Institutions	E-Voting	27414916	126311	0.4607	117562	8749	93.0734	6.9266
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>126311</b>	<b>0.4607</b>	<b>117562</b>	<b>8749</b>	<b>93.0734</b>	<b>6.9266</b>
<b>Total</b>		<b>367208644</b>	<b>328637838</b>	<b>89.4962</b>	<b>326546906</b>	<b>2090932</b>	<b>99.3638</b>	<b>0.6362</b>



## Jyothy Labs Limited

Resolution Required :Ordinary		4 - Approval of payment of remuneration to Cost Auditors.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	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	E-Voting	230934685	230934685	100.0000	230934685	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>230934685</b>	<b>100.0000</b>	<b>230934685</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	108859043	97874210	89.9091	97874210	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>97874210</b>	<b>89.9091</b>	<b>97874210</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27414916	126311	0.4607	115974	10337	91.8162	8.1838
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>126311</b>	<b>0.4607</b>	<b>115974</b>	<b>10337</b>	<b>91.8162</b>	<b>8.1838</b>
<b>Total</b>		<b>367208644</b>	<b>328935206</b>	<b>89.5772</b>	<b>328924869</b>	<b>10337</b>	<b>99.9969</b>	<b>0.0031</b>



## Jyothy Labs Limited

Resolution Required :Special		5 - Re-appointment of Ms. M. R. Jyothy (DIN: 00571828) as the Chairperson and Managing Director of the Company, for a period of 5 (Five) years with effect from April 1, 2025 to March 31, 2030 (both days inclusive) on key terms and conditions including remuneration as specified in the resolution.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	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	E-Voting	230934685	230934685	100.0000	230934685	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>230934685</b>	<b>100.0000</b>	<b>230934685</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	108859043	95221638	87.4724	42051716	53169922	44.1619	55.8381
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>95221638</b>	<b>87.4724</b>	<b>42051716</b>	<b>53169922</b>	<b>44.1619</b>	<b>55.8381</b>
Public Non Institutions	E-Voting	27414916	126311	0.4607	117689	8622	93.1740	6.8260
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>126311</b>	<b>0.4607</b>	<b>117689</b>	<b>8622</b>	<b>93.1740</b>	<b>6.8260</b>
<b>Total</b>		<b>367208644</b>	<b>326282634</b>	<b>88.8548</b>	<b>273104090</b>	<b>53178544</b>	<b>83.7017</b>	<b>16.2983</b>



**JYOTHY LABS LIMITED**  
**33<sup>RD</sup> ANNUAL GENERAL MEETING HELD ON JULY 25, 2024**

**Declaration of results of remote e-voting / e-voting at the time of the AGM in respect of resolutions proposed in the Notice dated May 15, 2024 convening the 33<sup>rd</sup> Annual General Meeting of Jyothy Labs Limited held on July 25, 2024**

The Company had provided the facility of remote e-voting and e-voting at the time of the AGM to its members to enable them to cast their votes on the resolutions proposed in the Notice convening the 33<sup>rd</sup> Annual General Meeting (AGM), as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in compliance with the guidelines of the Ministry of Corporate Affairs (MCA) issued vide its General Circular no. 09/ 2023 dated September 25, 2023 read with General Circular No. 20/ 2020 dated May 5, 2020 and SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.

Members voting through remote e-voting till July 24, 2024 (upto 5:00 p.m.) being the last date fixed for remote e-voting and members e-voting at the time of the AGM, have been considered by the Scrutinizer. The Company had appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary, Partner, Rathi & Associates as the Scrutinizer to scrutinize the voting process at the 33<sup>rd</sup> AGM of the Company.

Based on the Scrutinizer's report dated July 26, 2024, ***I hereby declare that all the 5 (Five) resolutions, as set out in the Notice dated May 15, 2024 convening the 33<sup>rd</sup> AGM of the Company have been duly passed with requisite majority***, the details of which are specified as below:

<b>Item No.</b>	<b>Brief description</b>	<b>% Votes in Favour (Assent)</b>	<b>% Votes Against (Dissent)</b>	<b>Passed as</b>
1	To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, comprising of the Audited Balance Sheet as at March 31, 2024, the Statement of Profit & Loss and Cash Flow Statement for the financial year April 1, 2023 to March 31, 2024 including its Schedules and the Notes attached thereto and forming part thereof and the reports of the Board of Directors and the Statutory Auditors thereon; and	99.96	0.04	Ordinary

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**Jyothy Labs Limited**

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	(b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, comprising of the Audited Consolidated Balance Sheet as at March 31, 2024, the Statement of Consolidated Profit & Loss and Cash Flow Statement for the financial year April 1, 2023 to March 31, 2024 including its Schedules and the Notes attached thereto and forming part thereof together with the report of the Statutory Auditors thereon.			
2	Declaration of final dividend of Rs. 3.50 per equity share of face value of Re. 1 each of the Company for the Financial Year 2023-24.	100.00*	0.00*	Ordinary
3	Appointment of Director in place of Ms. M. R. Jyothy (DIN: 00571828), who retires by rotation and being eligible, offers herself for re-appointment.	99.36	0.64	Ordinary
4	Approval of payment of remuneration to Cost Auditors.	100.00*	0.00*	Ordinary
5	Re-appointment of Ms. M. R. Jyothy (DIN: 00571828) as the Chairperson and Managing Director of the Company, for a period of 5 (five) years with effect from April 1, 2025 to March 31, 2030 (both days inclusive) on key terms and conditions including remuneration as specified in the resolution.	83.70	16.30	Special

\* Rounded off to nearest percentage

The Consolidated Scrutinizer's report on remote e-voting and e-voting at the time of the 33<sup>rd</sup> AGM is enclosed herewith.

**For Jyothy Labs Limited**

**Shreyas Trivedi**

**Head – Legal & Company Secretary and**

**Person authorised to declare voting result by the Chairperson of 33<sup>rd</sup> AGM**

**Encl.:** As above

**Branch Office:**

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# Rathi & Associates

## COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.  
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

July 26, 2024

**The Chairperson/ Company Secretary**

**JYOTHY LABS LIMITED**

Ujala House,

Ram Krishna Mandir Road,

Kondivita, Andheri (East),

Mumbai- 400059.

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting prior to and e-voting during the 33<sup>rd</sup> Annual General Meeting of the Members of Jyothy Labs Limited held on Thursday, July 25, 2024

Jyothy Labs Limited (the Company) vide resolution of its Board of Directors dated May 15, 2024, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting prior to and e-voting during the 33<sup>rd</sup> Annual General Meeting (AGM) on the resolutions contained in the Notice dated May 15, 2024 for the AGM, as prescribed under Section 108 of the Companies Act, 2013 ("the Act") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue in compliance with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs Government of India ("MCA Circulars") read with Securities Exchange Board of India Circular dated May 13, 2022 bearing Ref. No: SEBI/HO/CFD/CMD2/CIR/P/ 2022/62, October 7, 2023 bearing Ref. No: SEBI/HO/CFD/POD-2/P/CIR/2023/167 (collectively "Circulars"). The Company had provided e-voting facility during the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder, the circulars issued by the MCA and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in

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the aforesaid Notice convening the AGM. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting prior to the AGM and e-voting during the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes casted "in favour" or "against" on the resolutions, based on the reports generated from the system related to remote e-voting and e-voting as per the facility provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide remote e-voting facility prior to and e-voting facility during the AGM.

As required under Section 101 of the Act read with aforementioned circulars issued by MCA, Notice convening AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by electronic means. In compliance with the requirements of the MCA circulars, the AGM of the Company was held through VC/OAVM.

Following resolutions were proposed for approval by remote e-voting prior to and e-voting during the AGM by the Members of the Company:

- 1) **Resolution No. 1 as an Ordinary Resolution** for consideration and adoption of:
  - (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, comprising of the Audited Standalone Balance Sheet as at March 31, 2024, the Statement of Standalone Profit & Loss and Cash Flow Statement for the Financial Year April 1, 2023 to March 31, 2024 including its Schedules and the Notes attached thereto and forming part thereof along with the Reports of the Board of Directors ('the Board') and the Statutory Auditors thereon; and
  - (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024, comprising of the Audited Consolidated Balance Sheet as at March 31, 2024, the Statement of Consolidated Profit & Loss and Cash Flow Statement for the Financial Year April 1, 2023 to March 31, 2024 including its Schedules and the Notes attached thereto and forming part thereof together with the Report of the Statutory Auditors thereon.
- 2) **Resolution No. 2 as an Ordinary Resolution** for declaration of final dividend of Rs. 3.50 per equity share of face value of Rs. 1 each of the Company for the Financial Year 2023-24.
- 3) **Resolution No. 3 as an Ordinary Resolution** for re-appointment of Ms. M. R. Jyothy (DIN: 00571828), who retired by rotation and being eligible, had offered herself for re-appointment.
- 4) **Resolution No. 4 as an Ordinary Resolution** for approval of remuneration of M/s. R. Nanabhoy & Co., Cost Accountants (Firm Registration Number 000010), appointed as the Cost Auditors of the Company by the Board of Directors on recommendation of the Audit Committee of the Company for conducting audit of the cost accounting records of the Company for the financial year ending March 31, 2025.



5) **Resolution No. 5 as a Special Resolution** for re-appointment of Ms. M. R. Jyothy (DIN: 00571828) as the Chairperson and Managing Director of the Company, for a period of 5 (Five) years, with effect from April 1, 2025 to March 31, 2030 (both days inclusive) on the key terms and conditions including remuneration as specified in the resolution.

The Company provided remote e-voting facility to the members to cast votes on aforesaid resolutions prior to the AGM. The Company also provided e-voting facility during the 33<sup>rd</sup> AGM to those members who did not cast their votes through remote e-voting facility, to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to members of the Company to cast their votes from 9.00 a.m. on Monday, July 22, 2024 to 5.00 P.M. on Wednesday, July 24, 2024. Accordingly, votes casted through remote e-voting upto 5.00 P.M. on July 24, 2024 and votes casted through e-voting during the 33<sup>rd</sup> AGM, have been considered for my scrutiny.

After conclusion of the 33<sup>rd</sup> Annual General Meeting, the voting through remote e-voting prior to AGM and e-voting during the AGM were unlocked. In case of members who cast votes through remote e-voting prior to as well as e-voting during the AGM, the voting through remote e-voting of such members was treated as valid. A summary of the votes cast by members through remote e-voting prior to AGM and e-voting during the AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to AGM and e-voting during the AGM in respect of the abovementioned resolutions may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairperson in writing) and who has also countersigned this Report.

Thanking you,

Yours sincerely,

For **RATHI & ASSOCIATES**  
**COMPANY SECRETARIES**



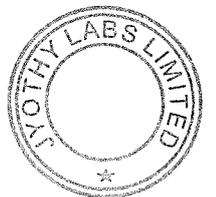
**HIMANSHU S. KAMDAR**  
**PARTNER**  
MEM. NO.: FCS 5171  
COP NO. 3030  
UDIN:F005171F000829005  
P.R.No.668/2020



**COUNTERSIGNED BY**  
For **JYOTHY LABS LIMITED**



**SHREYAS TRIVEDI**  
**COMPANY SECRETARY**  
MEMBERSHIP NO. A12739



ANNEXURE

Summary of voting through remote e-voting prior to AGM and e-voting during the AGM for:  
**Resolution No. 1 as an Ordinary Resolution** for consideration and adoption of:

- (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, comprising of the Audited Standalone Balance Sheet as at March 31, 2024, the Statement of Standalone Profit & Loss and Cash Flow Statement for the Financial Year April 1, 2023 to March 31, 2024 including its Schedules and the Notes attached thereto and forming part thereof along with the Reports of the Board of Directors ('the Board') and the Statutory Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024, comprising of the Audited Consolidated Balance Sheet as at March 31, 2024, the Statement of Consolidated Profit & Loss and Cash Flow Statement for the Financial Year April 1, 2023 to March 31, 2024 including its Schedules and the Notes attached thereto and forming part thereof together with the Report of the Statutory Auditors thereon.

Sr. No.	Particulars	Resolution 1	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting during AGM	8	1,746
b.	Votes cast through remote e-voting prior to AGM	586	33,07,29,154
	<b>Total</b>	<b>594</b>	<b>33,07,30,900</b>
c.	Less: Invalid voting	7	20,22,319
d.	<b>Net Valid voting</b>	<b>587</b>	<b>32,87,08,581</b>
	(i) Voting with assent for the Resolution	581	32,85,85,436
	<b>% of Assent</b>		<b>99.96</b>
	(ii) Voting with dissent for the Resolution	6	1,23,145
	<b>% of Dissent</b>		<b>0.04</b>



**Resolution No. 2 as an Ordinary Resolution for declaration of final dividend of Rs. 3.50 per equity share of face value of Rs. 1 each of the Company for the Financial Year 2023-24.**

Sr. No.	Particulars	Resolution 2	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting during AGM	8	1,746
b.	Votes cast through remote e-voting prior to AGM	587	33,09,55,779
	<b>Total</b>	<b>595</b>	<b>33,09,57,525</b>
c.	Less: Invalid voting	7	20,22,319
d.	<b>Net Valid voting</b>	<b>588</b>	<b>32,89,35,206</b>
	(i) Voting with assent for the Resolution	584	32,89,26,744
	% of Assent		*100.00
	(ii) Voting with dissent for the Resolution	4	8,462
	% of Dissent		*0.00

\* Rounded off to nearest percentage



Resolution No. 3 as an Ordinary Resolution for re-appointment of Ms. M. R. Jyothy (DIN: 00571828), who retired by rotation and being eligible, had offered herself for re-appointment.

Sr. No.	Particulars	Resolution 3	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting during AGM	8	1,746
b.	Votes cast through remote e-voting prior to AGM	588	33,06,58,411
	<b>Total</b>	<b>596</b>	<b>33,06,60,157</b>
c.	Less: Invalid voting	7	20,22,319
d.	<b>Net Valid voting</b>	<b>*589</b>	<b>32,86,37,838</b>
	(i) Voting with assent for the Resolution	556	32,65,46,906
	<b>% of Assent</b>		<b>99.36</b>
	(ii) Voting with dissent for the Resolution	33	20,90,932
	<b>% of Dissent</b>		<b>0.64</b>

# includes votes casted by four shareholders who voted partly in favour and partly against the resolution.



**Resolution No. 4 as an Ordinary Resolution** for approval of remuneration of M/s. R. Nanabhoy & Co., Cost Accountants (Firm Registration Number 000010), appointed as the Cost Auditors of the Company by the Board of Directors on recommendation of the Audit Committee of the Company for conducting audit of the cost accounting records of the Company for the financial year ending March 31, 2025

Sr. No.	Particulars	Resolution 4	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting during AGM	8	1,746
b.	Votes cast through remote e-voting prior to AGM	587	33,09,55,779
	<b>Total</b>	<b>595</b>	<b>33,09,57,525</b>
c.	Less: Invalid voting	7	20,22,319
d.	<b>Net Valid voting</b>	<b>588</b>	<b>32,89,35,206</b>
	(i) Voting with assent for the Resolution	578	32,89,24,869
	% of Assent		*100.00
	(ii) Voting with dissent for the Resolution	10	10,337
	% of Dissent		*0.00

\* Rounded off to nearest percentage



**Resolution No. 5 as a Special Resolution** for re-appointment of Ms. M. R. Jyothy (DIN: 00571828) as the Chairperson and Managing Director of the Company, for a period of 5 (Five) years, with effect from April 1, 2025 to March 31, 2030 (both days inclusive) on the key terms and conditions including remuneration as specified in the resolution.

Sr. No.	Particulars	Resolution 5	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting during AGM	8	1,746
b.	Votes cast through remote e-voting prior to AGM	585	32,83,03,207
	<b>Total</b>	<b>593</b>	<b>32,83,04,953</b>
c.	Less: Invalid voting	7	20,22,319
d.	<b>Net Valid voting</b>	<b>586</b>	<b>32,62,82,634</b>
	(i) Voting with assent for the Resolution	429	27,31,04,090
	<b>% of Assent</b>		<b>83.70</b>
	(ii) Voting with dissent for the Resolution	157	5,31,78,544
	<b>% of Dissent</b>		<b>16.30</b>

# includes votes casted by one shareholder who voted partly in favour and partly against the resolution.

