

# Virendra Bhatt

Company Secretary

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Date: 29/09/2014

The Chairman,  
The Jamshri Ranjitsinghji Spg. & Wvg. Mills Company Limited  
Fatehchand Damani Nagar,  
Station Road,  
Solapur- 413001

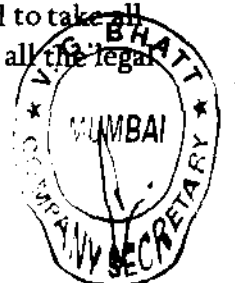
Dear Sir,

I have scrutinized the Postal Ballot Voting Process of The Jamshri Ranjitsinghji Spg. & Wvg. Mills Company Limited at the Registered Office of the Company Situated at Fatehchand Damani Nagar, Station Road, Solapur- 413001 at their RT Agent Computech Sharecap Ltd. having its Registered Office at 147, Mahatma Gandhi Road, 3rd Floor, Opp. Jehangir Art Gallery, Fort, Mumbai- 400023 regarding passing the following Resolutions:

RESOLUTION -1: Special Resolution u/s 180 (1) of the Companies Act, 2013 through Postal Ballot for approving the Limits of Borrowings

RESOLVED THAT pursuant to the provisions of Section 180(1) (c) and other applicable provisions, if any, of the companies Act, 2013 the consent of the Company be and is hereby to the Board of Directors (hereinafter referred to as "the Board" which shall include any committee(s) thereof), to borrow from time to time all such sum (s) of money (including by way of External Commercial Borrowings in foreign denominated currencies from any foreign sources /foreign countries as prescribed by the guidelines in this regard) as the Board may deem requisite for the purpose of the Company, notwithstanding that the money (s) to be borrowed together with the money(s) already borrowed by the Company and outstanding (apart from the temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital and free reserves of the Company i.e. reserves not set apart for any specific purpose or Rs. 50,00,00,000/- ( Rupees Fifty Crores only.) whichever is higher.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all necessary steps and do all necessary things in this regard in order to comply with all the legal



and procedural formalities and further to authorize any of its Committee(s) / Director(s) or any officer(s) of the Company to do all such acts, deeds or things as may be necessary to give effect to the aforesaid resolution and matters related thereto.”

The Total Postal Ballot Papers (including E-votes) received by me is as under:

	TOTAL		INVALID/NOT VOTED		VALID	
	NO. OF BALLOTS/ E-VOTES	VOTING RIGHTS	NO. OF BALLOTS/ E-VOTES	VOTING RIGHTS	NO. OF BALLOTS/ E-VOTES	VOTING RIGHTS
PHYSICAL	57	12431	3	92	54	12339
E-VOTES	7	5207892	0	0	7	5207892
<b>TOTAL</b>	<b>64</b>	<b>5220323</b>	<b>3</b>	<b>92</b>	<b>61</b>	<b>5220231</b>

Details of Valid Ballots	No. of Ballots/ E-Votes	No. of Votes Cast	Percentage (%) voted
Assent	58	5218558	99.97%
Dissent	3	1673	0.03%
<b>Total</b>	<b>61</b>	<b>5220231</b>	<b>100.00%</b>

NOTE:

I have to report that for resolution 1, votes cast in favour were 5218558 representing 99.97% of the total votes cast and Dissent were 1673 representing 0.03% of the total votes cast.

I have to further report that total numbers of shareholders were 64 representing 5220323 votes entitled on 5220323 Shares. The Company has dispatched postal ballots under post as well as through electronic media on 1<sup>st</sup> August, 2014 out of which 64 ballot papers were received.

The Postal Ballot Register as per relevant documents for the same are available for inspection to the members of the company at the Registered Office of the Company. The Register along with all the records will be handed over to you at your office as per the said rules.



**RESOLUTION 2 – Special Resolution u/s 180 (1) of the Companies Act, 2013 for providing Security in connection with the borrowings of the Company**

“RESOLVED THAT pursuant to Section 180(1) (a) and other applicable provisions, of the Companies Act, 2013, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “ the Board” which shall include any committee(s) thereof) , to create mortgage(s) ,charge(s), hypothecation and/or floating charge(s) on all or any of the immovable and/or movable assets/properties of the Company, present and future , of every nature and kind whatsoever , and the undertaking of the Company in certain events, to secure loans and/or borrowings of the Company including fund based and non-fund based facilities for working capital requirements and Bank guarantees ,etc, the aggregate of which shall not, at any time, exceed the limit of Rs. 50,00,00,000/- (Rs. Fifty Crores only) from financial institutions/Banks and other agencies /parties with interest, additional interest, liquidated damages, commitment charges, premium on prepayment or on redemption, costs, charges already created or to be created in future by the Company in such manner and in such from as may be deemed prudent, desirable and necessary by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all necessary steps and do all necessary things in this regard in order to comply with all the legal and procedural formalities and further to authorize any of its Committee(s)/ Director(s) or any officer(s) of the Company to do all such acts, deeds of things as may be necessary to give effect to the aforesaid resolution and matters related thereto.”

The Total Postal Ballot Papers (including E-votes) received by me is as under:

	TOTAL		INVALID		VALID	
	NO. OF BALLOTS/ E-VOTES	VOTING RIGHTS	NO. OF BALLOTS/ E-VOTES	VOTING RIGHTS	NO. OF BALLOTS/ E-VOTES	VOTING RIGHTS
PHYSICAL	57	12431	4	142	53	12289
E-VOTES	7	5207892	0	0	7	5207892
TOTAL	64	5220323	4	142	60	5220181



Details of Valid Ballots	No. of Ballots/ E-Votes	No. of Votes Cast	Percentage (%) voted
Assent	56	5218408	99.97%
Dissent	4	1773	0.03%
<b>Total</b>	<b>60</b>	<b>5220181</b>	<b>100.00%</b>

I have to report that for resolution 2, votes cast in favour were 5218408 representing 99.97% of the total votes cast and Dissent were 1773 representing 0.03% of the total votes cast.

The votes cast in favour are more than the votes cast against the resolution.

I have to further report that total numbers of shareholders were 64 representing 5220323 votes entitled on 5220323 Shares. The Company has dispatched postal ballots under post as well as through electronic media on 1<sup>st</sup> August, 2014 out of which 64 ballot papers were received.

The Postal Ballot Register as per relevant documents for the same are available for inspection to the members of the company at the Registered Office of the Company. The Register along with all the records will be handed over to you at your office as per the said rules.

**RESOLUTION 3:** Special Resolution u/s 180 (1) of the Companies Act, 2013 for Investment providing of loans/guarantees/securities.

“ RESOLVED THAT pursuant to the provisions of Section 186 read with the Companies ( Meetings of Board of and its powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act 2013 ( including any statutory modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions of the appropriate authorities, departments or bodies as may be necessary, consent of the Company be and is hereby accorded to authorize the Board of Directors to give loans of guarantee or provide any security in connection with a loan to any person or body corporate or to make investment in securities or other body corporate the aggregate of which shall not exceed 100% of Free Reserves and Securities premium Account or Rs. 10,00,00,000/- (Rupees Ten Crores only) ,whichever is higher.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all necessary steps and do all necessary things in this regard in order to comply with all the formalities and further to authorize any of its Committee(s) /Director(s) or any officer(s) of the Company to do all such acts, deeds



or things as may be necessary to give effect to the aforesaid resolution and matters related thereto: ”

The Total Postal Ballot Papers (including E-votes) received by me is as under:

	TOTAL		INVALID		VALID	
	NO. OF BALLOTS/ E-VOTES	VOTING RIGHTS	NO. OF BALLOTS/ E-VOTES	VOTING RIGHTS	NO. OF BALLOTS/ E-VOTES	VOTING RIGHTS
PHYSICAL	57	12431	4	142	53	12289
E-VOTES	7	5207892	0	0	7	5207892
TOTAL	64	5220323	4	142	60	5220181

Details of Valid Ballots	No. of Ballots/ E-Votes	No. of Votes Cast	Percentage (%) voted
Assent	56	5218408	99.97%
Dissent	4	1773	0.03%
Total	60	5220181	100%

I have to report that for resolution 3, votes cast in favour were 5218408 representing 99.97% of the total votes cast and Dissent were 1773 representing 0.03% of the total votes cast.

The votes cast in favour are more than the votes cast against the resolution.

I have to further report that total numbers of shareholders were 60 representing 5220181 votes entitled on 5220181 Shares. The Company has dispatched postal ballots under post as well as through electronic media on 1<sup>st</sup> August, 2014 out of which 64 ballot papers were received.



The Postal Ballot Register as per relevant documents for the same are available for inspection to the members of the company at the Registered Office of the Company. The Register along with all the records will be handed over to you at your office as per the said rules.



Virendra G. Bhatt

A. C. S. No: 1157

C. P. No: 124