

Declaration of Result of Postal Ballot and E-Voting.

Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 ("**Rules**") 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), Clause 35B of the Equity Listing Agreement with Stock Exchanges and Circular No. CIR/CFD/DIL/5/2013 dated February 4, 2013 read with Circular No. CIR/CFD/DIL/8/2013 dated May 21, 2013, both issued by the Securities & Exchange Board of India ("**SEBI Circulars**"), the Notice of Postal Ballot and E-voting dated 3rd July, 2015 had been circulated to the Shareholders of the Company seeking their consent for Resolutions as stated herein below on the matter set out therein.

The Company had also offered e-voting facility to the Shareholders to enable them to cast their votes electronically (e-voting) on the Resolutions proposed in the Notice of Postal Ballot and E-Voting.

The Voting (by means Postal Ballot and E-voting) was open from Sunday, 12th July, 2015 at 9.00 AM (IST) and ends on Monday, 10th August, 2015 at 5.00 PM (IST).

The Board of Directors had appointed Mr. Ravi Grover of Grover Ahuja & Associates, Practicing Company Secretaries (Membership No. FCS 6048 CP No. 3448) as Scrutinizer and Ms. Pragnya Parimita Pradhan of Pragnya Pradhan & Associates, Practicing Company Secretaries (Membership No. ACS 32778 CP No. 12030) as alternate Scrutinizer, for conducting the entire Postal Ballot process including e-voting in a fair and transparent manner.

Mr. Ravi Grover, Scrutinizer has carried out the scrutiny of all the Postal Ballot forms received and votes casted by means of E-voting from Sunday, 12th July, 2015 at 9.00 AM (IST) and ends on Monday, 10th August, 2015 at 5.00 PM (IST) and submitted his Report dated 11th August, 2015 to the Chairman of the Board, on 12nd August, 2015.



Jindal Photo Limited

Head Off. : 11/6-B, Basement, Opp. Telephone Exchange, Pusa Road, New Delhi - 110005 Phone : 91-11-26767000, Fax: 91-11-26787015
Regd. Office & Works : 260/23, Sheetal Industrial Estate, Demeni Road, Dadra - 396193 (U.T. of D & N.H.) Ph. : 0260-2668371, 72, 79, Fax: 0260-2668354
Works : J & K SIDCO, Phase - I, Industrial Growth Centre, Samba - 184 121 Jammu (J & K) Ph. : 09906094988, Telefax: 01923-243028
CIN : L33209 DN 2004 PLC 000198, E-mail : jindalphoto@jindalgroup.com, Website : www.jindalphoto.com

The Result as per Scrutinizer's above mentioned Report is as follows:

Item No. of Notice	Matter	Type of Resolution	No. of Votes in favour	% of votes in Favour	No. of Votes Against	% of votes Against
1	To approve the Scheme of Arrangement among M/s Jindal Photo Limited and M/s Jindal Poly Films Limited and their respective Shareholders and Creditors.	# Ordinary Resolution	146429	89.50%	17184	10.50%

In term of SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 4, 2013 read with Circular No. CIR/CFD/DIL/8/2013 dated May 21, 2013, the Scheme shall be acted upon only if the votes cast by the public shareholders in favour (Assent) of the proposal are more than the number of votes cast by the public shareholders against (Dissent) it. The term 'public' shall carry the same meaning as defined under Rule 2 of Securities Contracts (Regulation) Rules, 1957.

Based on the Report of Scrutinizer, the Resolution as set out in the Notice of Postal Ballot and E-Voting dated 3rd July, 2015 has been duly approved by the shareholders of the Company with Requisite majority.

Date: 12th August, 2015

For **Jindal Photo Ltd.**



(Authorised Signatory)
 Krishnaswamy Ramaswamy Iyer
 Whole-time Director
 DIN: 02276762

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