



Annexure II

Summarized proceeding of 40th Annual General Meeting of Members of the Company held on Tuesday, September 30, 2014

The 40th Annual General Meeting of members of the Company was held on Tuesday, September 30, 2014 at 11.00 A.M. at Shubham Garden, Main Road, Gattabillod - 454773

Mr. Pramod Somani Chaired the proceeding of the meeting. Total 36 members attended the meeting as per the Register of attendance.

The Chairman addressed to members about the financial performance of the Company for the financial year 2013-14 and its future outlook.

The Chairman informed the members that Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of Companies (Management and Administration) Rules, 2014, the Company had extended the E-voting facility to the members of the Company in respect of business to be transacted at Annual General Meeting. Mr. Devendra Jain, Practicing Company Secretary was appointed as Scrutinizer by the Board for E-voting process, the E-voting facility commenced from Wednesday, September 24, 2014 (10.00 A.M.) to Friday, September 26, 2014 (6.00 P.M.).

The Chairman informed the members that the Company has made arrangement for Poll for all 7 resolutions stated in Notice of AGM. Thereafter all the 7 resolutions proposed and seconded by the members.

The Chairman ordered for a Poll to be taken at meeting and also requested Mr. Devendra Jain, Scrutinizer for an orderly conduct of Poll. Thereafter, the Chairman declared the combined result of

E-voting and Poll will be put on the Company's website.

The resolutions passed by the members are as follows-

Resolution No.	RESOLUTIONS
Ordinary Business	
1	Consider and approve Audited Financial Statement, reports of the Board of directors and Auditor.
2	Re-appointment of Mr Pramod Somani who retires by rotation.
3	Re-appointment of Statutory Auditors S P Moondra & Co and Fixing their remuneration.
4	Appointment of Mr Vikas Chikne as Independent Director of the Company
5	Appointment of Mr Luv Kumar Saboo as Independent Director of the Company.
Special Business	
6	Approval of the Borrowing Power of the Company.
7	Approval of the Power of Board for Creation of Charge on securities.

For: Jyoti Overseas Limited

Pramod Somani
Chairman

Date: 30.09.2014

Place: Ghattabillod

*Registered Office : 60, Sanwariya Nagar, Near Bank of India,
Ghattabillod, Dist. Dhar (M.P.) - 454 773 India Visit at : www.jolindia.com*