

Through Speed Post / Courier

Without Prejudice

Date: February 27, 2015

From:

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| 1) <b>Bharat Jayantilal Patel</b><br>Requisitionist & Member<br>3-3A, Churchgate House,<br>1 <sup>st</sup> Floor, 32/34 Veer Nariman Road,<br>Fort, Mumbai 400001             | 2) <b>Hardik Bharat Patel</b><br>Requisitionist & Member<br>602, Boston House, Suren Road,<br>Andheri (East), Mumbai 400093                    |
| 3) <b>PAT Financial Consultants Pvt. Ltd.</b><br>Requisitionist & Member<br>3-3A, Churchgate House,<br>1 <sup>st</sup> Floor, 32/34 Veer Nariman Road,<br>Fort, Mumbai 400001 | 4) <b>Finquest Financial Solutions Pvt. Ltd.</b><br>Requisitionist & Member<br>602, Boston House, Suren Road,<br>Andheri (East), Mumbai 400093 |

To,

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| (1) <b>Jyoti Limited</b><br>Nanubhai Amin Marg,<br>Industrial Area, P.O. Chemical Industries,<br>Vadodra 390003  | (2) <b>Mr. Rahul Nanubhai Amin</b><br>Chairman & Managing Director<br>Jyoti Limited<br>'Narikel', Bhayli-Raipura Road, Bhayli,<br>Vadodara - 391410           |
| (3) <b>Mr. Uresh Vivekchandra Desai</b><br>Director - Jyoti Limited<br>28, Ganga Park, Race Course Circle, Alkapuri,<br>Vadodara - 390015                | (4) <b>Mr. Vijaykumar Omprakash Gulati</b><br>Director - Jyoti Limited<br>B-11, Industrial Soc., New Sama Road,<br>Baroda - 390002, Gujarat                   |
| (5) <b>Mr. Shrikar Shriram Bhattbhatt,</b><br>Director - Jyoti Limited<br>Ramvilas Khedkar Falia Wadi, Vadodra<br>390017, Gujarat                        | (6) <b>Mr. Tushar Charandas Dayal,</b><br>Director - Jyoti Limited<br>Harsh, 1-A,B, Saimee Society No. 2, Ellora<br>Park, Subhanpura, Baroda 390007, Gujarat, |
| (7) <b>Mr. Marutkumar Pambhai Patel,</b><br>Director - Jyoti Limited<br>Sampatrao Colony, Alkapuri, Vadodra-<br>390007, Gujarat                          | (8) <b>Mr. Rajesh Mansukhlal Khajuria,</b><br>Director - Jyoti Limited<br>182, Sardar Nagar, Nizampura, Vadodra -<br>390002, Gujarat.                         |
| (9) <b>The Company Secretary</b><br><b>Jyoti Limited</b><br>Nanubhai Amin Marg,<br>Industrial Area, PO Chemical Industries<br>Vadodara - 390003, Gujarat | (10) <b>MCS Limited</b><br><b>Registrar &amp; Transfer Agent of</b><br><b>Jyoti Limited</b><br>Neelam Apartment,<br>88 Sampatrao Colony,<br>Vadodara - 390007 |

Dear Sirs,

Sub : Calling of Extraordinary General Meeting ('EGM') of the members of Jyoti Limited ('the Company') by the Requisitionists & Members detailed above.





Ref: (1) Order dated 19<sup>th</sup> February, 2015 Passed by the Hon'ble Gujarat High Court in Appeal from Order No. 548/2015. (2) Our Letter dated February 24, 2015 – Requesting for list of members in pursuance of the Hon'ble Gujarat High Court Order (3) S.L.Ps. (C) No. 6513-14/2015 before Hon'ble Supreme Court filed by Jyoti Limited and others (4) Order dated February 25, 2015 passed by the Hon'ble Supreme Court in the above S.L.P's (5) Public Notice dated February 25, 2015 issued by Jyoti Limited in Newspapers edition of February 26, 2015

- 1) We refer to the subject and orders/documents referred above.
- 2) You may please note that as per para 7.2 of the order dated February 19, 2015 the Hon'ble Gujarat High Court has directed the respondents to provide the list of members of the Company to the Requisitionists within seven days of the date of the Order i.e. on or before March 26, 2015 and also the Requisitionists may take further actions in accordance with law for convening the EGM.
- 3) In addition to the Company, all the directors of the Company as well as the Secretary of the Company are also respondents in the Appeal from Order No. 548/2015 before the Hon'ble Gujarat High Court and accordingly all the directors and the Company Secretary are also bound to ensure compliance of the order dated February 19, 2015 passed by the Hon'ble Gujarat High Court.
- 4) Further, the Hon'ble Supreme Court on February 25, 2015 in S.L.P.'s No. 6513-14/2015 filed by Jyoti Limited and others, has only ordered to list the matter on March 16, 2015 and **has not stayed the operation of the Order dated February 19, 2015 passed by the Hon'ble Gujarat High Court in the Appeal from Order No. 548/2015 filed by the Requisitionists.** During the hearing before the Hon'ble Supreme Court on 25.02.2015, the only assurance given by the Senior Counsel on our behalf was not to initiate contempt proceedings. However, neither by any order of the Hon'ble Supreme Court nor by any statement on our behalf, you are absolved of your obligations and duty to strictly abide by the order and direction of the Hon'ble Gujarat High Court. The Public Notice given by you proceeds on a basis as if order of the Hon'ble Gujarat High Court made on 19.03.2015 is stayed. Any such interpretation or basis of your action of giving the above Public Notice would be an attempt to over-reach the process of law.
- 5) We had vide our letter dated February 24, 2015 called upon you to provide the following on or before February 26, 2015:
  - a) The latest list of members along with their address and number of share held of Jyoti Limited (printed as well as in electronic form).
  - b) Signatures of all the members as per the list to be provided as per point (a) above, so as to verify the signatures of the members depositing proxies with the Requisitionists as well as the members attending the EGM.
- 6) In view of the above, the Public Notice published on 26.02.2015 is in blatant disregard of the order and direction dated 19.2.2015 of the Hon'ble Gujarat High Court, and an attempt to frustrate the order and direction of the Hon'ble Gujarat High Court, and also to mislead the members of the Company, which is obvious from the following wrong statements contained in the said Public Notice:-

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- a) Ld. Senior Advocate appearing on behalf of Sh. Bharat Patel & Ors. stated that they will await outcome of the SLP on 16.03.2015.
- b) Members of the Company and others are informed that at present there is no need to supply the list of members to Sh. Bharat Patel & Ors. And hence no extraordinary general meeting can be convened as per the requisition dated 18.12.2014.
- c) The public notice dated 21.02.2015 issued by Sh. Bharat Patel & Ors. which is published in English daily Economic Times and other Newspapers is clearly mischievous and has no basis in law.
- d) In view of the above, no question of convening the extraordinary general meeting of the Company can and does survive.
- 7) We hereby call upon you to forthwith recall the above Public Notice and also to desist from making statements which are not true, have no basis of law and are beyond the scope of the orders passed by the Hon'ble Gujarat High Court and Hon'ble Supreme Court.
- 8) As mentioned earlier, the Order dated February 25, 2015 passed by the Hon'ble Supreme Court has not stayed the operation of the Order dated February 19, 2015 passed by the Hon'ble Gujarat High Court and hence you are once again requested to comply with the Hon'ble Gujarat High Court's order dated February 19, 2015. All the directors of the Company as well as the Secretary of the Company will be jointly and severally be held liable and responsible for non compliance of the directions issued in order dated February 19, 2015 passed by Hon'ble Gujarat High Court.

Thanking you,



**Bharat Jayantilal Patel**  
Requisitionist & Member  
3-3A, Churchgate House,  
1<sup>st</sup> Floor, 32/34 Veer Nariman Road,  
Fort, Mumbai 400001



**Hardik Bharat Patel**  
Requisitionist & Member  
602, Boston House, Suren Road,  
Andheri (East), Mumbai 400093



Bharat Jayantilal Patel on behalf of  
**PAT Financial Consultants Pvt. Ltd.**  
Requisitionist & Member  
3-3A, Churchgate House,  
1<sup>st</sup> Floor, 32/34 Veer Nariman Road,  
Fort, Mumbai 400001



Hardik Bharat Patel on behalf of  
**Finquest Financial Solutions Pvt. Ltd.**  
Requisitionist & Member  
602, Boston House, Suren Road,  
Andheri (East), Mumbai 400093



CC:

- 1) BSE Limited
- 2) Securities & Exchange Board of India