



JFL/NSE-BSE/2013-14/399

March 28, 2014

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400051

The Manager
Listing Department
Bombay Stock Exchange Ltd.
25th Floor, P.J. Towers,
Dalal Street, Mumbai - 400001

CM Quote: JUBLFOOD

Scrip Code: 533155

Sub: Intimation of Postal Ballot Results declared on March 28, 2014

Dear Sir/Madam,

This is with reference to the Postal Ballot Notice dated February 7, 2014 issued to members pursuant to Section 192A of the Companies Act, 1956 ("Act") read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 ("Rules"), seeking their approval by way of Postal Ballot in respect of the Special Resolution for **Increase in Investors Investment Limits**.

The summary of results, in the format prescribed under Clause 35A of the Listing Agreement is as follows:

Date of the AGM/EGM	Postal Ballot result declared on March 28, 2014
Total number of shareholders on record date	14,853 as on February 7, 2014
No. of Shareholders present in the meeting either in person or through proxy	N.A.
No. of Shareholders attended the meeting through Video Conferencing	N.A.
Details of Agenda	
Resolution required	Special Resolution for Increase in Investors Investment Limits
Mode of voting	Postal Ballot including E - voting

A Jubilant Bhartia Company

Jubilant FoodWorks Limited

Corporate & Regd. Office:
B-214, Phase-II, Dist. Gautam Budh Nagar
Noida - 201 305, UP, India
Tel : +91 120 40 90500, Fax: +91 120 4090599
PAN No. - AABCD1821C



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Details of Postal Ballot (including E-Voting):

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	32,447,474	32,022,951	98.69	32,022,951	0	100.000	-
Public Institutional holders	31,013,921	17,928,424	57.81	17,928,424	0	100.000	-
Public-Others	1,965,505	219,670	11.18	218,772	898	99.591	0.409
Total	65,426,900	50,171,045	76.68	50,170,147	898	99.998	0.002

^ Excludes 4,027 shares for which votes were invalid / neither in favour nor against the resolution.

Accordingly, the above mentioned proposed resolution has been passed as a Special Resolution with requisite majority.

Further, the proceedings of the Postal Ballot Results announcement is annexed herewith as Annexure - 1.

This is for your kind information and records.

Thanking you

For Jubilant FoodWorks Limited


(Mona Aggarwal)
Company Secretary

Encl : A/a

Corporate Identification Number: L74899UP1995PLC043677

Investor E-mail Id: investor@jublfood.com

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PROCEEDINGS OF THE POSTAL BALLOT RESULTS ANNOUNCED ON FRIDAY, 28TH DAY OF MARCH, 2014 AT 4.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT B - 214, PHASE II, DISTRICT GAUTAM BUDH NAGAR, NOIDA - 201 305, UTTAR PRADESH

INCREASE IN INVESTORS INVESTMENT LIMITS

Ms. Mona Aggarwal, Company Secretary welcomed the members and invitees at the Registered Office of the Company for announcement of Postal Ballot results.

It was informed that the Postal Ballot Notice dated February 07, 2014 issued pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, was dispatched to the members of the Company on February 19, 2014 along with Postal Ballot Form ("Form") and self-addressed pre-paid business reply envelope. The members were requested to return the duly completed forms indicating assent (for) or dissent (against), so as to reach the Scrutinizer on or before the close of working hours i.e. 1700 hours on March 24, 2014.

Further, the Company had also given option to the members to cast their vote electronically instead of dispatching the form, as per the process set out in the Postal Ballot Notice.

It was also stated that the Board of Directors had appointed Dr. S. Chandrasekaran, Practicing Company Secretary, as Scrutinizer to conduct the Postal Ballot voting process in a fair and transparent manner and in accordance with the requirements of law.

The advertisement intimating the completion of dispatch of Postal Ballot Notice and Form and the last date for receipt of reply from members was also published in newspapers on February 20, 2014.

After due scrutiny of all the Postal Ballot forms received and votes cast through e-voting, the Scrutinizer submitted his report.

The following results of the Postal Ballot were announced by Ms. Mona Aggarwal, Company Secretary, as per the Scrutinizer's Report:



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S. No.	Particulars	No. of shares (Through Postal Ballot Forms)	No. of Shares (Through e-voting)	Total No. of Shares	% Total Net Valid Votes (in percentage)
1	Total number of votes cast	49,304,431	870,641	50,175,072	N.A.
2	Less: No. of Invalid Votes	4,013	0	4,013	N.A.
3	Less: No. of Votes not Polled	14	0	14	N.A.
4	Net valid number of votes cast (4=1-2-3)	49,300,404	870,641	50,171,045	100.00
5	Total number of votes cast in favour of the Resolution	49,299,779	870,368	50,170,147	99.998
6	Total number of votes cast against the Resolution	625	273	898	0.002

Ms. Aggarwal announced that the Special Resolution in respect of **Increase in Investors Investment Limit** as set out in Notice dated February 07, 2014 and **as reproduced below**, has been passed as a Special Resolution with requisite majority through the Postal Ballot process:

"RESOLVED THAT pursuant to the applicable provisions of Foreign Exchange Management Act, 1999, as amended ("**FEMA**"), Foreign Exchange Management (Transfer or Issue of Security by a person Resident outside India) Regulations, 2000 ("**Transfer Regulations**"), as amended, and all other applicable acts, rules, regulations, circulars, directions, notifications, press notes and guidelines (including any statutory modifications or re-enactments thereof for the time being in force) and subject to all applicable approvals, permissions and sanctions of the Government of India, the Reserve Bank of India and any other regulatory authority, if required, and subject to such conditions as may be prescribed / imposed by any of the said authorities while granting such approvals, permissions or sanctions which may be agreed to by the board of directors of the Company (hereinafter referred to as "**the Board**", which term shall include a duly authorized committee of directors for the time being exercising the powers conferred by the Board), if required, the consent of the members be and is hereby accorded to the foreign institutional investors registered with the Securities and Exchange Board of India ("**SEBI**"), including their sub accounts registered with the SEBI and / or foreign portfolio investors, by whatever name called registered with SEBI (collectively "**Investors**"), to make investments in the equity shares of the Company upto an aggregate limit of 55 per cent. (fifty five per cent.) of the total issued and paid-up equity share capital of the Company at the time of making such investments, either by subscription, including, without limitation, subscription in a public offer by the Company in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended, and other applicable laws, or by direct purchase or acquisition from the open market under the Portfolio Investment Scheme under the Transfer Regulations, or by any other permissible mode under FEMA and the rules and regulations made there under, provided, however, that the shareholding of each Investor in its own account and on behalf of each of their SEBI registered sub-accounts (as applicable) shall not

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exceed such limits as may be prescribed, from time to time, under applicable laws, rules and regulations.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to file the requisite forms, application(s), intimation(s) and other documents with the office of the Registrar of Companies, the Reserve Bank of India and other regulatory authorities, take all necessary steps and actions and to do all such acts, deeds, matters and things and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto including delegation of all or any of the powers conferred herein to any committee of directors or any director or officer of the Company."

For Jubilant FoodWorks Limited



Mona Aggarwal
Company Secretary cum Compliance Officer

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