



PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

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Consolidated Report of Scrutinizer on 'Remote e-voting' and voting through 'polling paper'

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Amendment Rules, 2015, as amended from time to time]

To,

Mr. VINUMON KIZHAKKEVEETIL GOVINDAN
Chairman

6th Annual General Meeting of Jindal Poly Investment and Finance Company Limited held on Thursday, September 27, 2018 at 12:30 P.M. at Registered Office 19th K M Hapur, Bulandshahr Road, Gulaothi, Bulandshahr UP- 245408.

Dear Sir,

I, **Pragnya Parimita Pradhan**, Company Secretary in Whole Time Practice, having office at WZ-189, Second Floor, Hari Bhawan, Khampur, Opposite West Patel Nagar, New Delhi - 110008, has been appointed by the Board of Directors of **Jindal Poly Investment and Finance Company Limited** ("the company"), as scrutinizer for the purpose of scrutinizing the 'Remote e-voting process' and voting through 'Polling Paper' at the 6th Annual General Meeting (AGM) of the members of the Company, in a fair and transparent manner and ascertaining the requisite majority on 'Remote e-voting' and voting through 'Polling Paper' carried out, as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Amendment Rules, 2015 and as amended from time to time, on the resolution set out in the notice dated August 14, 2018 of the 6th AGM of the members of Jindal Poly Investment and Finance Company Limited, held on Thursday, September 27, 2018 at 12:30 P.M., at 19th K M Hapur, Bulandshahr Road, Gulaothi, Bulandshahr UP- 245408.



Accordingly, I submit the Report, on completion of Remote e-voting process and voting through polling paper, as under:-

1. The Company has engaged the services of Karvy Computershare Private Limited ('KARVY') as the Authorized Agency to provide secured system for Remote e-voting process.
2. The Remote e-voting period remained opened from Monday, September 24, 2018 (9.00 a.m. IST) and ends on Wednesday, September 26, 2018 (5.00 p.m. IST).
3. The cut-off date for the purpose of determining the entitlement for voting, through 'Remote e-voting' or 'Polling Paper, on the proposed resolutions was Friday, September 21, 2018.
4. At the 6th AGM, after the declaration of poll by the chairman, one ballot box kept for the Polling was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence along with two witnesses Mr. Rahul (WZ-189, Hari Bhawan, Khampur, Opposite West Patel Nagar, Delhi - 110008) and Mr. Praduman (WZ-189, Hari Bhawan, Khampur, Opposite West Patel Nagar, Delhi - 110008) who are not in the employment of company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Box being unblocked in their presence. The Poll papers were reconciled with the records maintained by the Registrar & Share Transfer Agents of the Company i.e. Karvy Computershare Private Limited ('KARVY') and the authorization / proxies lodged with the Company /KARVY.

Signatures RAHUL
Name Rahul

Signatures PRADUMAN
Name Praduman

6. The polling papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
7. After counting the votes cast by the members and proxy holders present at the 6th AGM, through polling papers, the votes cast through Remote e-voting were unblocked on September 27, 2018 around 1.30 p.m. in the presence of two witnesses Mr. Rahul and Mr. Praduman, who are not in the employment of the Company. They have signed below in confirmation of the remote e-votes being unblocked in their presence.

Signatures Rahul

Signatures Praduman



8. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolution were generated from KARVY's website i.e. <https://evoting.karvy.com>
9. The votes cast were also scrutinized for the purpose of eliminating duplicate voting i.e. on 'Remote e-voting' and 'voting through Polling paper'.
10. I have scrutinized and reviewed the 'Remote e-voting process' and 'voting through Polling paper' in a fair and transparent manner. Please note that one equity share of the Company represents one vote. Members' voting right is in proportion to his share in paid up capital of the Company.
11. Based on reports generated from the KARVY's website i.e. <https://evoting.karvy.com> and voting through polling paper at the 6th AGM, the consolidated report on the result of voting on each resolution is given hereunder:

ORDINARY BUSINESS

Ordinary Resolution at item No-1 - Adoption of:

- a) The Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2018, the reports of the Board of Directors and Auditors thereon; and
- b) The Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2018 along with Report of Auditors thereon;

- Voted 'FOR' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	36	75,16,595	99.9995
Remote e-voting	4	45	0.0005
Total	40	75,16,640	100



- Voted '**AGAINST**' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in ' AGAINST ' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

- Votes '**INVALID**'

Modes of Voting	Total number of members whose votes were declared ' Invalid '	Total number of Votes casted by members whose votes were declared ' Invalid '
Voting through Polling paper (in person or by proxy)	0	0
Remote e-voting	0	0
Total	0	0

Ordinary Resolution at item No. 2 - Appointment of Director in place of Mr. Ghanshyam Dass Singal (DIN: 00708019), who retires by rotation at this Annual General Meeting and being eligible offered himself for re-appointment.

- Voted '**FOR**' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in ' Favour ' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	36	75,16,595	99.9995
Remote e-voting	4	45	0.0005
Total	40	75,16,640	100



- Voted '**AGAINST**' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in ' AGAINST ' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

- Votes '**INVALID**'

Modes of Voting	Total number of members whose votes were declared ' Invalid '	Total number of Votes casted by members whose votes were declared ' Invalid '
Voting through Polling paper (in person or by proxy)	0	0
Remote e-voting	0	0
Total	0	0

SPECIAL BUSINESS

Ordinary Resolution at item No. 3 - Regularisation of appointment of Ms. Iti Goyal (DIN: 07983845) as Non-Executive Director of the Company.

- Voted '**FOR**' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in ' Favour ' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	36	75,16,595	99.9995
Remote e-voting	2	36	0.0004
Total	38	75,16,631	99.9999



- Voted '**AGAINST**' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in ' AGAINST ' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0
Remote e-voting	2	9	0.0001
Total	2	9	0.0001

- Votes '**INVALID**'

Modes of Voting	Total number of members whose votes were declared ' Invalid '	Total number of Votes casted by members whose votes were declared ' Invalid '
Voting through Polling paper (in person or by proxy)	0	0
Remote e-voting	0	0
Total	0	0

Ordinary Resolution at item No. 4 - Regularisation of appointment of Mr. Radhey Shyam (DIN: 00649458) as Non-Executive (Independent) Director of the Company.

- Voted '**FOR**' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in ' Favour ' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	36	7516595	99.9995
Remote e-voting	3	38	0.0004
Total	39	7516633	99.9999



- Voted '**AGAINST**' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in ' AGAINST ' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0
Remote e-voting	1	7	0.0001
Total	1	7	0.0001

- Votes '**INVALID**'

Modes of Voting	Total number of members whose votes were declared ' Invalid '	Total number of Votes casted by members whose votes were declared ' Invalid '
Voting through Polling paper (in person or by proxy)	0	0
Remote e-voting	0	0
Total	0	0

Special Resolution at item No. 5 - Adoption of Memorandum of Association as per the provisions of the Companies Act, 2013.

- Voted '**FOR**' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in ' Favour ' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	36	75,16,595	99.9995
Remote e-voting	4	45	0.0005
Total	40	75,16,640	100



- Voted '**AGAINST**' the resolution:

Mode of Voting	Number of Members voted	Number of votes cast in ' AGAINST ' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

- Votes '**INVALID**'

Modes of Voting	Total number of members whose votes were declared ' Invalid '	Total number of Votes casted by members whose votes were declared ' Invalid '
Voting through Polling paper (in person or by proxy)	0	0
Remote e-voting	0	0
Total	0	0

12. The register, all other papers and relevant records relating to 'Remote e-voting' and voting through polling paper at the 6th AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking You

Yours faithfully

For Pragnya Pradhan & Associates

Pragnya Parimita Pradhan

Pragnya Parimita Pradhan

Proprietor

(M. No. ACS 32778, PCS No. 12030)



Place: New Delhi

Date: 28.09.2018