



PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

Deliver the best at the earliest

Scrutinizer(s) Report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules 2014)

To

The Chairman

M/s Jindal Poly Investment & Finance Company Limited

19th K. M. Hapur - Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr,
Uttar Pradesh - 203408.

Fifth Annual General Meeting of the Equity Shareholders of the Company held on 27th day of September, 2017 at 12.30 P.M. at 19th K. M. Hapur - Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr, Uttar Pradesh - 203408.

Dear Sir,

I, CS Pragnya Parimita Pradhan, a Practicing Company Secretary has been appointed as a Scrutinizer by the Board of Directors of **Jindal Poly Investment & Finance Company Limited (the Company)** for the purpose of scrutinizing the voting through Poll at the 5th Annual General Meeting (AGM) of the Shareholders of Jindal Poly Investment & Finance Company Limited held on 27th September, 2017 at 12.30 P.M. at 19th K. M. Hapur - Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr, Uttar Pradesh - 203408 and through remote e-voting during the period from 24th September, 2017 (9.00 am) to 26th September, 2017 (5.00 pm) in a fair and transparent manner and ascertaining the requisite majority on voting through poll and remote e-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended in respect of resolutions contained in the Notice dated 11th August, 2017.

1. The remote e-voting period remained open from 24th September, 2017 (9.00 am) to 26th September, 2017 (5.00 pm) and was disabled for voting thereafter.
2. The members holding shares as on the cut-off date i.e. 19th September, 2017 were entitled to vote on the proposed resolutions (Item No. 1 to 4 as set out in the Notice of Annual General Meeting) by remote e-voting and voting by poll at the AGM.
3. Ballot Box kept for the purpose of voting through Poll, was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



6. After counting the votes cast through Poll by the members and proxy holders present, the votes cast through remote e-voting were unblocked on 27th September, 2017 in the presence of two witnesses Mr. Bhabagrahi and Mr. Bidyut Pradhan, not in the employment of the Company.
7. In accordance with the provisions of Companies Act, 2013 and Companies (Management & Administration) Rules, 2014 with respect to voting and on proper scrutiny, I report the result as under:
- a) Ordinary Resolution passed for adoption of a) The Audited Financial Statement of the Company for the financial year ended March 31, 2017, the report of the Board of Directors and Auditors thereon; and b) The Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2017 together with the Report of the Auditors thereon – 100% in favour of the resolution and 0% against the resolution.
 - b) Ordinary Resolution passed for reappointment of Ms. Astha Sharma (DIN: 07259891), a Director retiring by rotation – 100% in favour of the resolution and 0% against the resolution.
 - c) Ordinary Resolution passed for ratification of the appointment of M/s. UBS & Company, Chartered Accountants (Firm Registration No. 012351N), Chartered Accountants, as Statutory Auditors till the conclusion of the next Annual General Meeting on such remuneration as may be as may be mutually agreed between the Board of Directors of the Company and the Auditors– 99.9999% in favour of the resolution and 0.0001 % against the resolution.
 - d) Special Resolution passed for re-appointment of Mr. Ghanshyam Dass Singal (DIN: 00708019) as Managing Director of the Company, for a period of 3 (three) years upto 10th August, 2020- 99.9999% in favour of the resolution and 0.0001 % against the resolution.
8. In conclusion, all the 4(four) Resolutions have been passed with requisite majority.
9. The Management of the Company is responsible to ensure the compliances with the requirement of the Companies Act, 2013 and Rules made thereunder and SEBI (Listing Obligations & Disclosure Requirement) Regulation, 2015 at 5th AGM of the Company. My responsibilities as Scrutinizer is restricted to make Scrutinizers Report of Votes cast.
10. The details of the above mentioned result has been given in the Annexure.
11. The Register, all other papers and relevant records relating to remote e-voting and voting through Poll shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be thereafter handed over to the Company Secretary for safe keeping

Place: New Delhi

Date: 28.09.2017

Counter Signed by

For Jindal Poly Investment and Finance Company Limited

Vinumon K. Govindan

Chairman



Pragnya Primita Pradhan
Pragnya Primita Pradhan
Practising Company Secretary
ACS – 32778; CP - 12030

ANNXURE TO THE SCRUTINISER REPORT

Date of AGM/ EGM	27 th September, 2017
Total No. of Shareholders on Record date	21515
No. of Shareholders present in the meeting either in person or through proxy	
Promoter	In Person:- 4 (Though Corporate Representative) Through Proxy: Nil
Public	In Person : 31 Through Proxy:-Nil
No. of Shareholders attended meeting through Video conferencing :	Nil
Promoter:	
Public:	



1. **Item No 1- Details of the voting result as per clause 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in respect of Ordinary Resolution for adoption of the (a) Audited Standalone Financial Statements for the year ended 31st March, 2017, and the Reports of the Auditors' and Directors thereon and (b) audited Consolidated Financial Statements year ended 31st March, 2017, and the Reports of the Auditors' thereon:**

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	7518387	0	0.0000	00	0	0.0000	0.0000
	Poll		7516387	99.9734	7516387	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7516387	99.9734	7516387	0	100	0
Public- Institutions	E-Voting	221163	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2772379	537	0.0194	537	0	100.0000	0.0000
	Poll		209	0.0075	209	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		746	0.0269	746	0	100	0
	Total	1051192	7517133	71.5105	7517133	0	100.0000	0.0000

Pragya

Neelhi

C.P. No.-12030

Pragya

Neelhi

C.P. No.-12030

Pragnya
Nehru
C.P. No. 120307
Pragya & Associates
Pragya & Associates
Pragya & Associates

2. Item No -2- Details of the voting result as per clause 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in respect of Ordinary Resolution passed for reappointment of Ms. Astha Sharma (DIN: 07259891), who retires by rotation and being eligible, offers himself for re-appointment:

ORDINARY									
Resolution required: (Ordinary/ Special)	No								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	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	E-Voting	7518387	0	0.0000	00	0	0.0000	0.0000	
	Poll		7516387	99.9734	7516387	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		7516387	99.9734	7516387	0	100	0	
Public- Institutions	E-Voting	221163	0	0.0000	00	0	0.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total								
Public- Non Institutions	E-Voting	2772379	537	0.0194	537	0	100.0000	0.0000	
	Poll		209	0.0075	209	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total								
	Total		746	0.0269	746	0	100	0	
	Total	1051192	7517133	71.5105	7517133	0	100.0000	0.0000	

Item No -3- Details of the voting result as per clause 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in respect of Ordinary Resolution passed for for ratification of the appointment of M/s. UBS & Company, Chartered Accountants (Firm Registration No. 012351N), Chartered Accountants, as Statutory Auditors till the conclusion of the next Annual General Meeting on such remuneration as may be as may be mutually agreed between the Board of Directors of the Company and the Auditors :

ORDINARY									
Resolution required: (Ordinary/ Special)	No								
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	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	E-Voting	7518387	0	0.0000	00	0	0.0000	0.0000	
	Poll		7516387	99.9734	7516387	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		7516387	99.9734	7516387	0	100	0	
Public- Institutions	E-Voting	221163	0	0.0000	00	0	0.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		0	0	0	0	0	0	
Public- Non Institutions	E-Voting	2772379	537	0.0194	530	7	98.6964	1.3035	
	Poll		209	0.0075	209	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		746	0.0269	739	7	99.0617	0.9383	
	Total	1051192	7517133	71.5105	7517126	7	99.9999	0.0001	



Item No -4- Details of the voting result as per clause 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in respect of Special Resolution passed for re-appointment of Mr. Chanshyam Dass Singal (DIN: 00708019) as Managing Director of the Company, for a period of 3 (three) years upto 10th August, 2020.

SPECIAL - To approve the appointment of Managing Director									
Resolution required: (Ordinary/ Special)	No								
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	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	E-Voting	7518387	0	0.0000	00	0	0.0000	0.0000	0.0000
	Poll		7516387	99.9734	7516387	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		7516387	99.9734	7516387	0	100	0	
Public- Institutions	E-Voting	221163	0	0.0000	00	0	0.0000	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		0	0.0000	00	0	0	0	
Public- Non Institutions	E-Voting	2772379	537	0.0194	530	7	98.6964	1.3035	0.0000
	Poll		209	0.0075	209	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		746	0.0269	739	7	99.0617	0.9383	

Naresh

Pragna

C.P.No-12030

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