



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. Ghanshyam Das Singal
Chairman

7th Annual General Meeting of Jindal Poly Investment and Finance Company Limited held on Friday, September 27, 2019 at 12:00 P.M. at Hotel Natraj, Kala Aam, Delhi Road, Civil Lines, Bulandshahr, Uttar Pradesh- 203001.

Dear Sir,

I, **Pragnya Parimita Pradhan**, Company Secretary in Whole Time Practice, having office at 46, LGF, JOR BAGH, NEW DELHI - 110003, 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 7th 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, 2019 of the 7th AGM of the members of Jindal Poly Investment and Finance Company Limited, held on Friday, September 27, 2019 at 12:00 P.M., at Hotel Natraj, Kala Aam, Delhi Road, Civil Lines, Bulandshahr, Uttar Pradesh-203001.

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 Fintech 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 Tuesday, September 24, 2019 (9.00 a.m. IST) and ends on Thursday, 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 20, 2019.
4. At the 7th 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. Ravi Grover (Grover Ahuja & Associates, New Delhi) and Mr. Amit Sharma (Seelampur, New Delhi) who are not in the employment of company and poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar & Share Transfer Agents of the Company i.e. Karvy Fintech Private Limited ('KARVY') and the authorization / proxies lodged with the Company /KARVY.
6. No polling papers were found incomplete and /or defective.
7. After counting the votes cast by the members present at the 7th AGM, through polling papers, the votes cast through Remote e-voting were unblocked on September 27, 2019 around 12.45 p.m. in the presence of two witnesses Mr. Ravi Grover and Mr. Amit Sharma, who are not in the employment of the Company.
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 scrutinize 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 represent 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 7th AGM, the consolidate report on the result of voting on each resolution is given hereunder:



ORDINARY BUSINESS

Ordinary Resolution at item No-1 – Adoption of:

- a) Audited Standalone Financial Statements for the year ended 31st March, 2019, and the Reports of the Directors and Auditors thereon and
- b) Audited Consolidated Financial Statements year ended 31st March, 2019

- 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)	29	117	0.002
Remote e-voting	13	75,62,529	99.998
Total	42	75,62,646	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 Ms. Itri Goyal, Director (DIN 07983845)), who retires by rotation and being eligible, offers herself 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)	29	117	0.002
Remote e-voting	13	75,62,529	99.998
Total	42	75,62,646	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. 3 - Appointment of M/s APT and Co. LLP, Chartered Accountants (Firm Registration No.-014621C) as Statutory Auditors of the Company for a term of five consecutive years in place of retiring auditors, M/s UBS and Company, Chartered Accountants (Firm Registration No.- 012351N), to hold the office from the conclusion of 7th (Seventh) Annual General Meeting till the conclusion of the 12th (Twelfth) Annual General Meeting to be held in the year 2024, at such remuneration and reimbursement of out of pocket expenses as may be decided by the Board of Directors of the Company from time to time.

- 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)	29	117	0.002
Remote e-voting	13	75,62,529	99.998
Total	42	75,62,646	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	0	0



proxy)		
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 7th 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: 28.09.2019