



JINDAL POLY FILMS LTD.

Plot No. 12, Sector B-1,
Local Shopping Complex,
Vasant Kunj, New Delhi-110070 (INDIA)
Phone : 011-40322100
Fax : (91-11) 403322129
Web. : www.jindalgroup.com

JPFL/DE-PT/SE/2018-19

September 20, 2019.

The Manager, Listing
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E)
MUMBAI - 400 051
(Scrip Code NSE: Jindal Poly)

The Manager Listing
BSE Limited.
Phiroze Jeejeebhoy Towers, Dalal
Street, Fort,
MUMBAI – 400 001

(Scrip Code BSE : 500227)

Sub: Result in respect of the Postal Ballot Notice dated August 14, 2019

Dear Sir/Madam,

Please find enclosed the herewith following documents regarding Postal Ballot Notice dated August 14, 2019 issued to the Equity Shareholders of the Company seeking their consent for the Resolutions as set out therein:

1. Duly signed copy of the Postal Ballot Results dated September 20, 2019.
2. Scrutinizer Report dated September 19, 2019

Kindly bring it to the notice of all concerned.

For JINDAL POLY FILMS LTD.

Company Secretary
(Sanjeev Kumar)
ACS: 18087.

Encl.A/a





Declaration of Result of Postal Ballot and E-Voting.

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and Clause 44 of the SEBI (LODR) Regulations, 2015 (Listing Regulations) the Notice of Postal Ballot (including E-voting) dated August 14, 2019 was circulated on August 19, 2019 to all 42,308 Equity Shareholders of the Company whose names appeared on the Register of Members/List of Beneficiaries as on the cut-off date of August 9, 2019. Postal Ballot Notice were sent to 19,811 equity shareholders through permissible mode along with self-address postage prepaid envelopes, whose email Ids were not registered with the Company and 22,497 postal ballot notices and forms were sent through electronic means, whose email Ids were registered with the Company, seeking their consent for Resolutions on the matter as set out therein.

In compliance with the Rules as the Listing Regulations, the Company has provided e-Voting facility to all - members / Shareholders (including companies /FIs/FILs etc.) to enable them to cast their votes electronically. The E voting started on August 20, 2019 at 9:00 A.M. and ended on September 18, 2019 at 5:00 P.M.

The Company has engaged M/s Karvy Fintech Private Limited as the service provider, for extending the facility of electronic voting to the Members of the Company.

The Board of Directors of the Company has appointed Mr. Deepak Kukreja (FCS-4140), Practicing Company Secretary (CP No. 8265) and in case of failing him Mrs. Monika Kohli (FCS 5480),Practicing Company Secretary (CP No.4936), Partners of M/s DMK Associates, Company Secretaries, New Delhi,, as Scrutinizer for conducting the Postal Ballot and remote e-voting process in a fair and transparent manner and to receive and scrutinize the completed Physical Postal Ballot Forms from the Shareholders.

Mr. Deepak Kukreja, Scrutinizer has carried out the scrutiny of all the Postal Ballot forms received and votes casted by means of E-voting and submitted his Report dated September 19, 2019 to Mr. R. K. Pandey Director and Chairman of the Board.

The Result as per Scrutinizer's Report on the following Resolutions are as under:

RESOLUTION NO. 1: TO CONSIDER AND APPROVE THE ALTERATION OF MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY. (SPECIAL RESOLUTION)

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 read with Rules made thereunder and other applicable provisions of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof, for the time being in force and subject to the approval of the Ministry of Corporate Affairs, Government of India and such other approvals as may be necessary if any, from other competent statutory authorities, and term(s) and condition(s), mendment(s), modification(s) as may be required or suggested by any such competent authorities and agreed to by the Board of Directors, which term shall include any Committee or one or more Directors of the Company, Clause II (A) of the Main Objects of the Memorandum of Association of the Company be altered by inserting the New Clause No. 13 after the existing Clause No. 12 as mentioned below.





Clause No.13 : To carry on the business as manufacturers, processors, refiners, smelters, makers, converters, furnishers, re-rollers, importers, exporters, agents, merchants, buyers, sellers or dealers in all kinds of Copper including mild, high carbon, spring, high speed, tool, strips, sheets, coils, wires, flats, plates, blooms, bars, slabs, squares, structural, tubes, poles, pipes, pillets, billets and other materials and other non-ferrous metal.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid Resolution as may be suggested by the Registrar of Companies, Ministry of Corporate Affairs or such other Authority arising from or incidental to the said amendment."

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting and Postal Ballot Forms	No. of votes Cast (Shares)-E Voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
65	31942231	99.99	72.95

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting and Postal Ballot Forms	No. of votes Cast (Shares)-E Voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
9	3406	0.01	0.01

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No of Members / Proxies voted Postal Ballot Forms	No of votes cast (Shares)-Postal Ballot Forms	Total No. of Votes cast through E-voting and Postal Ballot
0	0	2	208	208

RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, so the resolution has been approved as Special Resolution.





RESOLUTION NO. 2 – TO CONSIDER AND REAPPOINT MR. RADHA KRISHNA PANDEY AS AN INDEPENDENT DIRECTOR OF THE COMPANY. (SPECIAL RESOLUTION)

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and provisions of Regulation 17(1A) and other applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, continuation of Mr. Radha Krishna Pandey (DIN 00190017) as an Independent Director from 1st April, 2019 till 19th September, 2019 be and is hereby ratified and confirmed by the Company and further that Mr. Radha Krishna Pandey (DIN 00190017), who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation w.e.f 1st April,2019 and to hold the office till 31st March, 2024.”

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting and Postal Ballot Forms	No. of votes Cast (Shares)-E Voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
65	31942793	99.99	72.96

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting and Postal Ballot Forms	No. of votes Cast (Shares)-E Voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
8	2804	0.01	0.01

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No of Members / Proxies voted Postal Ballot Forms	No of votes cast (Shares)-Postal Ballot Forms	Total No. of Votes cast through E-voting and Postal Ballot
0	0	2	208	208





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RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, so the resolution has been approved as Special Resolution.

The Report of Scrutinizers is enclosed herewith.

Date: September 20, 2019

For Jindal Poly Films Ltd.

Chairman
(R K Pandey)
(DIN: 00190017)



To,
The Chairman
M/s Jindal Poly Films Limited
19th K M Hapur Bulandshahr Road,
P O Gulaothi,
Bulandshahr, Uttar Pradesh- 245408

**SUB: SCRUTINIZER REPORT ON RESULT OF POSTAL BALLOT AND E -
VOTING**

Dear Sir,

The Board of M/s Jindal Poly Films Limited at its meeting held on 14th August 2019 has appointed us as Scrutinizer pursuant to section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with SEBI circular no. CIR/CFD/CMD/16/2015 dated November 30, 2015, to conduct the Postal Ballot process and E voting in a fair and transparent manner with respect to the resolutions proposed for approval from members relating to:

- I. Consider and approve the alteration of main object clause of the Memorandum of Association of the Company.
- II. Re-appoint Mr. Radha Krishna Pandey as an Independent Director of the Company.

WE SUBMIT OUR REPORT AS UNDER:

1. The Company has completed the dispatch of all postal ballot notice(s) and forms along with self address postage prepaid envelope to its Members, whose name appeared on the Register of Members/List of Beneficiaries as on Friday 9th August 2019.
2. In compliance to provisions of Rule 20 and 22 of the Companies (Management and Administration) rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has provided e-Voting facility to all its Public Shareholders (including companies /FIs/FIIs etc.) to enable them to cast their votes electronically. The E voting started on Tuesday 20th August 2019 at 9.00 A.M. and ended on Wednesday 18th September 2019 at 5:00 P.M.



**DMK ASSOCIATES
COMPANY SECRETARIES**

3. The Company has engaged Karvy Fintech Private Limited as the service provider, for extending the facility of electronic voting to the Members of the Company.
4. The e-voting were unblocked immediately after the end of E voting period.
5. The company has taken the permission to receive the physical postal ballots forms from Vasant Kunj, Post office vide B.R. PERMIT NO.TECH/BR-D(SW). Total 13 postal Ballots were received by the said post office upto 5:00 p.m. till September 18, 2019, which were subsequently handed over to us. Also we have downloaded the E-voting report from the website of Karvy Fintech Private Limited in respect of members, who voted through e-voting on 18th September 2019.
6. The Particulars of all the postal ballot forms received from the Members in physical forms(s) and electronic ballot report generated from website of Karvy Fintech Private Limited have been entered in a register separately maintained for the purpose.
7. All the postal ballot forms and e votes received upto 5:00 pm on 18th September 2019 i.e. last date and time fixed by the company for receipt of the same, were considered.
8. The Postal ballot forms were matched with Register of members of the Company/ list of beneficiaries as on 9th August 2019.
9. The Electronic votes matched with Register of members of the Company/ list of beneficiaries as on 9th August 2019.
10. There were 525 envelopes containing postal ballot form along with Postal Ballot notice, which were returned undelivered. These envelopes have not been opened and are kept separately as received.
11. We did not find any defaced or mutilated ballot paper.
12. The Members has given the facility to exercise their voting either by electronic or physical mode.
13. The total paid up shares capital of the Company as on cut-off date was Rs. 437,864,130/- divided into 43,786,413 equity shares of Rs. 10/-
14. After our scrutiny, the summary of postal ballot forms and E voting is given below:-



S. No.	Particulars	No. of Members voted in Physical postal ballot forms	No. of votes Cast (Shares)- Physical Ballot forms	No. of Members voted in E-voting	No. of votes Cast (Shares)- E Voting
Resolution No. 1					
1.	Total postal ballot received	13	1512	63	31944333
2.	Less: invalid votes	02	208	00	00
3.	Net valid votes	11	1304	63	31944333
4.	With Assent	11	1304	54	31940927
5.	With dissent	00	0	09	3406
Resolution No. 2					
1.	Total postal ballot received	13	1512	63	31944333
2.	Less: invalid votes	2	208	00	00
3.	Net valid votes	11	1304	63	31944333
4.	With Assent	11	1304	55	31941489
5.	With dissent	0	0	08	2844

15. Based on above the combined result is as under

RESOLUTION NO. 1: TO CONSIDER AND APPROVE THE ALTERATION OF MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY



(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted through E-voting and Postal Ballot Forms	Total no. of votes cast(shares) through E-voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
65	31942231	99.99	72.95

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted through E-voting and Postal Ballot Forms	Total no. of votes cast(shares) through E-voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
9	3406	0.01	0.01

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares) -E Voting	No. of Members/ Proxies voted - Postal Ballot Forms	No. of votes cast (Shares) - Postal Ballot Forms	Total no. of votes cast through E-voting and Postal Ballot
0	0	2	208	208

RESULT

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special resolution with



regard to Item no. 1 as set out in the Notice of Postal ballot and E voting is passed in favour of the resolution as Special Resolution.

RESOLUTION NO. 2: TO CONSIDER AND REAPPOINT MR. RADHA KRISHNA PANDEY AS AN INDEPENDENT DIRECTOR OF THE COMPANY

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted through E-voting and Postal Ballot Forms	Total no. of votes cast(shares) through E-voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
65	31942793	99.99	72.96

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted through E-voting and Postal Ballot Forms	Total no. of votes cast(shares) through E-voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
8	2804	0.01	0.01

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)- E Voting	No. of Members/ Proxies voted - Postal Ballot Forms	No. of votes cast (Shares) - Postal Ballot Forms	Total no. of votes cast through E-voting and Postal Ballot
0	0	2	208	208



[Handwritten Signature]

RESULT


As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special resolution with regard to Item no. 2 as set out in the Notice of Postal ballot and E voting is passed in favour of the resolution as Special Resolution..

17. The Register of Postal Ballot maintained in electronic form containing details of e-voting and physical voting separately.
18. We have handed over the postal ballot forms and other related papers/registers and records for safe custody to Mr. Sanjeev Kumar, Company Secretary of the Company (who has been authorized by the Board to supervise the postal ballot process).
19. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you

Yours Sincerely

For DMK ASSOCIATES


Deepak Kukreja
Practicing Company Secretary
FCS No: 4140
CP No: 8265
31/36, Basement, Old Rajinder Nagar
Delhi - 110060



Place : New Delhi
Date : September 19, 2019