



Date: June 22, 2019

The General Manager,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

The Manager,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051

BSE Scrip Code: 500227

NSE Scrip Code: JINDALPOLY

Reference: Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 ("LODR Regulations")

Subject: Voting results of National Company Law Tribunal convened Meetings of the equity shareholders, secured creditors and unsecured creditors of the Company held on June 21, 2019

Dear Sir,

Pursuant to Order dated April 30, 2019 issued by the Hon'ble National Company Law Tribunal, Allahabad Bench ("NCLT") in the Company Application No. 97/ALD/2019, the Meetings of equity shareholders, secured creditors and unsecured creditors of Jindal Poly Films Limited ("Company") were held on Friday, June 21, 2019 at 11:00 a.m., 2:00 p.m. and 3:00 p.m., respectively, at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001, India for their approval to the Scheme of Arrangement of Jindal Poly Films Limited (Demerged Company) and Jindal Photo Imaging Limited (Resulting Company) and their respective shareholders and creditors ("Scheme of Arrangement") under sections 230 to 232 and section 66 of the Companies Act, 2013.

The Company has provided voting facility through (i) remote e-voting; and (ii) e-voting system at the venue of the Meeting to its equity shareholders and voting facility through poll to its secured creditors and unsecured creditors.

In respect to Regulation 44(3) of the LODR Regulations, we enclose herewith following documents:

- (i) the details of the proceedings of respective Meetings as **Annexure A**;
- (ii) Scrutinizer's Report in respect of voting by the equity shareholders as **Annexure B**;
- (iii) Scrutinizer's Report in respect of voting by the secured creditors as **Annexure C**; and
- (iv) Scrutinizer's Report in respect of voting by the unsecured creditors as **Annexure D**.

The Scheme of Arrangement was approved by the requisite majority of equity shareholders, secured creditors and unsecured creditors, respectively.

We request you to kindly take the same in your kind records.

Thanking you,
Yours faithfully,

For Jindal Poly Films Limited,

Sanjeev Kumar
Company Secretary and
ACS No. 18087

Regd. Office : 19th K.M. Hapur Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr (U.P.)

Encl: as above



JINDAL POLY FILMS LTD.

Annex - A

Plot No. 12, Sector B-1,
Local Shopping Complex,
Vasant Kunj,
New Delhi - 110070 (INDIA)
Phone : 011-40322100
Fax : (91-11) 40322129
Web. : www.jindalgroup.com

Dated: June 21, 2019

The General Manager,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001
BSE Scrip Code: 500227

The Manager,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051
NSE Scrip Code: JINDALPOLY

Subject: Proceeding of the NCLT convened meetings of the equity shareholders, secured creditors and unsecured creditors of Jindal poly films Limited ("Company") held on June 21, 2019 at 11:00 a.m., 2:00 p.m. and 3:00 p.m., respectively

Respected Sir/Madam,

Pursuant to the order dated April 30, 2019, passed by the Hon'ble National Company Law Tribunal, Allahabad Bench ("NCLT"), separate meetings of equity shareholders, secured creditors and unsecured creditors of the Company were held at Hotel Natraj, Kala Aam Road, Bulandshahr, Uttar Pradesh-203001, India on Friday, June 21, 2019 at 11:00 a.m., 2:00 p.m. and 3:00 p.m. respectively, for approving the scheme of arrangement between Jindal Poly Films Limited and Jindal Photo Imaging Limited and their respective shareholders and creditors ("**Scheme of Arrangement**") under section 230 to 232 and section 66 of the Companies Act, 2013.

Mr. Arun Saxena, Advocate, the Chairman and Mr. Anand Prakash Mishra, Advocate, the Alternate Chairman of the meetings as appointed by Hon'ble NCLT, chaired the meetings. The requisite quorum was present at the respective meetings. The Chairman, *inter-alia*, explained the implications, benefits and objectives of the Scheme of Arrangement. The electronic voting process was conducted at the equity shareholders' meeting and poll was conducted at the meetings of the secured creditors and unsecured creditors. Mr. Parmod Kumar, Practicing Chartered Accountant, appointed by Hon'ble NCLT, was the Scrutinizer for the remote e-voting and e-voting process at the venue of the meeting of equity shareholders and for poll at the venue of the respective meetings of secured and unsecured creditors.

In case of equity shareholders' meeting, in compliance with Hon'ble NCLT Order, with the provisions of Section 230(4) read with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations, the Company had provided the facility to the equity shareholders of the Company to cast their votes either by way of remote e-voting facility during the period

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commencing from Wednesday, May 22, 2019 at 9:00 a.m. and ending on Thursday, June 20, 2019 at 5:00 p.m. (inclusive of both the days) or e-voting process at the venue of the meeting.

In case of meeting of secured and unsecured creditors, in compliance with the Hon'ble NCLT order, voting through poll at the venue of the meeting was carried out.

We would like to inform you that the below mentioned resolution for the approval of Scheme of Arrangement is approved by the equity shareholders, secured and unsecured creditors by requisite majority under the provisions of section 230 to 232 of the Companies Act, 2013.

Resolution

***“RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of Companies Act, 2013 and subject to the approval of the Hon'ble National Company Law Tribunal, Allahabad Bench (“NCLT”) and/or other competent authorities, if any, the scheme of arrangement between Jindal Poly Films Limited and Jindal Photo Imaging Limited and their respective shareholders and creditors (hereinafter referred to as the **“Scheme”**), as circulated along with the notice of the meeting be and is hereby approved.*

***RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as **“the Board”**, which shall include any committee constituted by the Board), be and is hereby authorized to make or accept such modification(s) to the Scheme as may be required by the Hon'ble NCLT and/or any other authority while sanctioning the Scheme, and to resolve all doubts or difficulties that may arise for carrying out the Scheme and to do and execute all acts, deeds, matters and things as the Board may in its absolute discretion deems necessary or expedient for giving effect to the Scheme.”*

As per the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the detailed results of voting for the resolution proposed at the meetings of the equity shareholders, secured and unsecured creditors will be intimated separately.

We request you to kindly take note of the same.

Thanking You,
Yours faithfully,

For Jindal Poly Films Limited,



Sanjeev Kumar
Company Secretary
ACS:18087



	JINDAL POLY FILMS LIMITED
Date of the NCLT convened meetings of the equity shareholders	21-06-2019
Total number of shareholders on record date	43290
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	35
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
	<p>SPECIAL RESOLUTION</p> <p>“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of Companies Act, 2013 and subject to the approval of the Hon’ble National Company Law Tribunal, Allahabad Bench (“NCLT”) and/or other competent authorities, if any, the scheme of arrangement between Jindal Poly Films Limited and Jindal Photo Imaging Limited and their respective shareholders and creditors (hereinafter referred to as the “Scheme”), as circulated along with the notice of the meeting be and is hereby approved.</p> <p>RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which shall include any committee constituted by the Board), be and is hereby authorized to make or accept such modification(s) to the Scheme as may be required by the Hon’ble NCLT and/or any other authority while sanctioning the Scheme, and to resolve all doubts or difficulties that may arise for carrying out the Scheme and to do and execute all acts, deeds, matters and things as the Board may in its absolute discretion deems necessary or expedient for giving effect to the Scheme.”</p>							
Resolution required: (Ordinary/ Special)	Special							
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	3,26,41,089	0	0.0000	0	0	0.0000	0.0000
	Poll		3,13,12,131	95.9286	3,13,12,131	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,13,12,131	95.9286	3,13,12,131	0	100.0000	0.0000
Public- Institutions	E-Voting	9,30,093	7,04,765	75.7736	7,04,765	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,04,765	75.7736	7,04,765	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,02,15,231	10,09,366	9.8810	10,09,108	258	99.9744	0.0255
	Poll		618	0.0060	618	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10,09,984	9.887	10,09,726	258	99.9745	0.0255
Total		4,37,86,413	3,30,26,880	75.4272	3,30,26,622	258	99.9992	0.0008

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Amesara B

SCRUTINIZER'S REPORT

To,

Advocate Arun Saxena,

Chairperson

NCLT convened meeting of equity shareholders of Jindal Poly Films Limited

Subject: Report on the voting conducted through remote e-voting and e-voting at the venue of the meeting of the equity shareholders of Jindal Poly Films Limited ("Company") held on Friday, June 21, 2019 at 11:00 a.m at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001, India in pursuance of directions issued by National Company Law Tribunal, Allahabad Bench ("NCLT") vide order dated April 30, 2019 ("Order") in Company Application No. 97/ALD/2019

Dear Sir,

I, Pramod Kumar, Chartered Accountant (Membership No. 70510) have been appointed as the Scrutinizer for the purpose of voting taken on the resolution seeking approval of equity shareholders to the Scheme of Arrangement ("**Scheme**") for demerger of Photo Film Business of Jindal Poly Films Limited with and into Jindal Photo Imaging Limited and with their respective shareholders and creditors in terms of the notice dated May 9, 2019 issued for the purpose of convening of the NCLT convened Meeting of the Equity Shareholders of the Company on Friday, June 21, 2019 at 11:00 a.m. at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001, India ("**Venue**") in pursuance of directions issued by the Hon'ble NCLT vide Order.

1. In compliance of the Order issued by Hon'ble NCLT, voting through remote e-voting and e-voting at the Venue of the meeting (hereinafter collectively referred to as "**Voting through Electronic Means**") on the proposed resolution is the responsibility of the management of the Company. My responsibility as Scrutinizer was to ensure that the process of Voting through Electronic Means in a fair and transparent manner and to submit a scrutinizer report on the voting to the Chairman of this meeting on the resolution, based on the report generated from the electronic voting system provided by Karvy Fintech Private Limited ("**Karvy**" or "**Agency**").

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2. The cut-off date was May 3, 2019 for the purpose of deciding the equity shareholders entitled for the Voting through Electronic Means on the resolution seeking their approval.
3. The Company had completed the dispatch of the notice of the meeting along with the relevant annexures referred thereto, proxy forms, attendance slip, etc. to the equity shareholders of the Company by May 19, 2019 and had also published advertisement in the newspapers namely, Business Standard (English, all editions) and Rashtriya Sahara (Hindi, having circulation in Bulandshahr, Uttar Pradesh) on May 21, 2019.
4. In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Secretarial Standards-2 (Secretarial Standards on General Meetings) issued by the Institute of Company Secretaries of India and as per directions issued by the Hon'ble NCLT, the Company had provided the facility of Voting through Electronic Means through Karvy.
5. The quorum under section 103 of the Companies Act, 2013 was present and the meeting was called to order and accordingly votes were cast by electronic means.
6. Further to above, I disclose that:
 - (i) The voting through remote e-voting facility remained open for a period of 30 days commencing from Wednesday, May 22, 2019 at 9.00 a.m. and ended on Thursday, June 20, 2019 at 5.00 p.m.
 - (ii) At the NCLT convened meeting, the Chairman, after discussion on resolution mentioned in the said notice, announced that the members present at the meeting and who have not casted their vote by remote e-voting, can exercise their voting rights by electronic poll, which was made available at the Venue of the NCLT convened meeting.
 - (iii) Thereafter, on completion of the voting at the Venue of the NCLT convened meeting, the details of votes cast by way of Voting through Electronic Means were generated from the website of Karvy.

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- (iv) Voting rights of equity shareholders have been reckoned in proportion to their shares in the paid-up share capital of the Company as on May 3, 2019.

I do hereby submit my report as under:

Details of votes cast by way of Voting through Electronic Means with respect to resolution proposed in the notice dated May 9, 2019 are as under:

Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of Companies Act, 2013 and subject to the approval of the Hon’ble National Company Law Tribunal, Allahabad Bench (“NCLT”) and/or other competent authorities, if any, the scheme of arrangement between Jindal Poly Films Limited and Jindal Photo Imaging Limited and their respective shareholders and creditors (hereinafter referred to as the “Scheme”) as circulated along with notice of the meeting be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall include any committee constituted by the Board), be and is hereby authorized to make or accept such modification(s) to the Scheme as may be required by the Hon’ble NCLT, and/or any other authority while sanctioning the Scheme, and to resolve all doubts or difficulties that may arise for carrying out the Scheme and to do and execute all acts, deeds, matters and things as the Board may in its absolute discretion deems necessary or expedient for giving effect to the Scheme.”

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Total number of valid votes in favour and/or against the resolution:

Particulars	Remote e-Voting		Electronic Poll at the Venue of the meeting		Total	
	No. of members	No. of votes cast by them	No. of members	No. of votes cast by them	No. of members	No. of votes cast by them
Total valid votes	40	17,14,131	37	3,13,12,749	77	3,30,26,880
Total votes in favour of resolution	33	17,13,873	37	3,13,12,749	70	3,30,26,622
Total votes against the resolution	7	258	0	0	7	258
% of votes in favour	99.9849 %		100 %		99.9992 %	
% of votes against	0.0151%		0%		0.0008%	

Based on the foregoing, the above resolution shall be deemed to have been approved on the date of the NCLT convened meeting of equity shareholders of the Company, i.e., June 21, 2019 with the majority of members (including proxies) exercising voting rights representing three-fourth in value of shares held by members (including proxies) exercising voting rights and voted in favour through Voting through Electronic Means.


Register of votes cast through remote e-voting as well as by e-voting at the venue of NCLT convened meeting of equity shareholders of the Company and all other relevant records of voting process given/provided/maintained in electronic mode will remain in our custody until the Chairman considers, approves and signs the minutes of the NCLT convened meeting and the same shall be handed over to the Chairman/ Company Secretary/ any other person as may be authorized for safe keeping of records thereafter.

Thanking You,


CA Pramod Kumar
CP/M. No. 070510

Date: June 21, 2019

Place: Bulandshahr

Received Report

D/16743/14 21.6.2019

CA PRAMOD KUMAR

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SCRUTINIZER'S REPORT

To,

Advocate Arun Saxena,

Chairperson,

NCLT convened Meeting of Secured Creditors of Jindal Poly Films Limited

Subject: Report on the voting conducted through ballot paper at the meeting of the secured creditors of Jindal Poly Films Limited ("Company") held on Friday, June 21, 2019 at 2:00 p.m at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001, India in pursuance of directions issued by Hon'ble National Company Law Tribunal, Allahabad Bench ("NCLT") vide order dated April 30, 2019 ("Order") in Company Application No. 97/ALD/2019

Dear Sir,

I, Pramod Kumar, Chartered Accountant (Membership No. 70510) have been appointed as the Scrutinizer for the purpose of voting taken on the resolution seeking approval of secured creditors to the Scheme of Arrangement ("**Scheme**") for demerger of Photo Film Business of Jindal Poly Films Limited with and into Jindal Photo Imaging Limited and their respective shareholders and creditors in terms of notice dated May 9, 2019 issued for the purpose of convening of the NCLT convened Meeting of the Secured Creditors of the Company on Friday, June 21, 2019 at 2:00 p.m. at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001, India ("**Venue**") in pursuance of directions issued by the Hon'ble NCLT vide Order dated April 30, 2019.

- (i) The cut-off date was January 31, 2019 for the purpose of deciding the Secured Creditors entitled to vote through ballot/ polling papers at the venue of the Meeting on the resolution seeking their approval.
- (ii) The Company had completed dispatch of the notice of the meeting along with the relevant annexures referred thereto, proxy forms, attendance slip etc. to the secured creditors of the Company by May 19, 2019 and had also published advertisement in

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the newspapers namely:Business Standard (English, all editions) and Rashtriya Sahara (Hindi, having circulation in Bulandshahr, Uttar Pradesh) on May 21, 2019.

- (iii) On Friday, June 21, 2019, at the venue of the NCLT convened meeting, it was observed that the Quorum for the Meeting was not present at the stipulated time mentioned in the Order of Hon'bleNCLT, thereby, the meeting was adjourned for half an hour. Subsequently, the requisite quorum was attained by 02.30 p.m. As the Quorum for the meeting was complete, the Meeting was called to order and accordingly votes were cast by poll.
- (iv) After the time fixed for closing of the poll by the Chairperson, empty BallotBox kept for polling was locked in my presence with due identification marks placed by me.
- (v) After the conclusion of voting at the NCLT convened meeting, the locked Ballot Box was subsequently opened in my presence and ballot/ polling papers were diligently scrutinized.
- (vi) 8 (Eight)secured creditors attended the meetingthrough authorized representative.
- (vii) 8 (Eight) Ballot/Polling Papers were found in the ballot box and 8 (Eight)(valid) Ballot/Polling papers were counted for the purpose of voting.
- (viii) Secured creditors(Six Ballot/Poll Papers) of Rs. 5,50,30,71,794 /-in value, representing about 85.33%of the value of secured creditors, present and voting, voted in favor of the Scheme.

I do hereby submit my report as under:

Details of votes cast by ballot/ polling with respect to resolution proposed in the notice dated May 9, 2019 are as under:

Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of Companies Act, 2013 and subject to the approval of the Hon'ble

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National Company Law Tribunal, Allahabad Bench ("NCLT") and/or other competent authorities, if any, the scheme of arrangement between Jindal Poly Films Limited and Jindal Photo Imaging Limited and their respective shareholders and creditors (hereinafter referred to as the "Scheme") as circulated along with notice of the meeting be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall include any committee constituted by the Board), be and is hereby authorized to make or accept such modification(s) to the Scheme as may be required by the Hon'ble NCLT, and/or any other authority while sanctioning the Scheme, and to resolve all doubts or difficulties that may arise for carrying out the Scheme and to do and execute all acts, deeds, matters and things as the Board may in its absolute discretion deems necessary or expedient for giving effect to the Scheme."

(a) Votes in Favor of Resolution

Number of Secured Creditors present and voting (by authorized representatives)	Value of votes cast by Secured Creditors (Rs.)	% of value of votes cast
6	5,50,30,71,794	85.33 %

(b) Votes against the Resolution

Number of Secured Creditors present and voting (by authorized representatives)	Value of votes cast by Secured creditors (Rs.)	% of value of votes cast
2	94,62,12,497	14.67 %

(c) Invalid Votes

Number of Secured Creditors present and voting (by authorized representatives)	Value of votes cast by Secured creditors whose votes declared invalid (Rs.)
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Not Applicable	Not Applicable
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Based on the foregoing, the above resolution shall be deemed to have been approved on the date of the convened meeting of secured creditors of the Company, i.e., June 21, 2019 with majority of persons representing three-fourths in value of the secured creditors presents at the meeting, voted in favor in persons or by proxy or by authorized representative at the venue of meeting by way of Poll.

Register of votes casted through poll at the venue of NCLT convened meeting of secured creditors of the Company and all other relevant records of voting process given/provided/maintained in Poll (Physical) will remain in our custody until the Chairperson considers, approves and signs the minutes of the NCLT convened meeting and the same shall be handed over thereafter to the Chairperson/ Company Secretary/ any other person as may be authorized for safe keeping.

Thanking You,



CA Pramod Kumar
CP/M. No. 070510

Date: June 21, 2019
Place: Bulandshahr

Amneshwar - D.

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SCRUTINIZER'S REPORT

To,

Mr. Arun Saxena, Advocate,

Chairperson of NCLT convened Meeting of Unsecured Creditors of Jindal Poly Films Limited

Subject: Report on the voting conducted through ballot paper at the Meeting of the unsecured creditors of Jindal Poly Films Limited ("Company") held on Friday, June 21, 2019 at 03:00 p.m at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001, India in pursuance of directions issued by Hon'ble National Company Law Tribunal, Allahabad Bench ("NCLT") vide order dated April 30, 2019 ("Order") in Company Application No. 97/ALD/2019

Dear Sir,

I, Pramod Kumar, chartered Accountant (Membership No. 70510) have been appointed as the Scrutinizer for the purpose of voting taken on the resolution seeking approval of unsecured creditors to the Scheme of Arrangement ("Scheme") for demerger of Photo Film Business of Jindal Poly Films Limited with and into Jindal Photo Imaging Limited and with their respective shareholders and creditors in terms of the notice dated May 9, 2019 issued for the purpose of convening of the NCLT convened Meeting of the Unsecured Creditors of the Company on Friday, June 21, 2019 at 03.00p.m. at Hotel Natraj, Delhi Road, Kala Aam, Civil Lines, Bulandshahr, Uttar Pradesh-203001, India ("Venue") in pursuance of directions issued by the Hon'ble NCLT vide Order dated April 30, 2019.

- (i) The cut-off date was January 31, 2019 for the purpose of deciding the Unsecured Creditors entitled to vote through ballot/ polling papers at the venue of the Meeting on the resolution seeking their approval.
- (ii) The Company had completed the dispatch of the notice of the Meeting along with the relevant annexures referred thereto, proxy forms, attendance slip, etc. to the unsecured creditors of the Company by May 19, 2019 and had also published advertisement in the newspapers namely: Business Standard (English, all editions) and Rashtriya Sahara (Hindi, having circulation in Bulandshahr, Uttar Pradesh) on May 21, 2019.

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- (iii) The quorum under section 103 of the Companies Act, 2013 was present and the meeting was called to order and accordingly votes were cast by electronic means.
- (iv) After the time fixed for closing of the poll by the Chairperson, empty Ballot Box kept for polling were locked in my presence with due identification marked placed by me.
- (v) After the conclusion of voting at the NCLT convened Meeting, the locked Ballot Box was subsequently opened in my presence and ballot/ polling papers are diligently scrutinized.
- (vi) 6 (Six)unsecured creditors attended the Meeting in persons or by proxy or by authorized representative.
- (vii) 6 (Six) Ballot/Polling Papers were found in the ballot box and 6 (Six)(valid) Ballot/Polling papers were counted for the purpose of voting.
- (viii) Unsecured creditors(Six Ballot/Poll Papers) of Rs.4,01,12,443/- in value, representing 100% of the value of the unsecured creditors, present and voting, voted in favor of the Scheme.

I do hereby submit my report as under:

Details of votes cast by ballot/ polling with respect to resolution proposed in the notice dated May 9, 2019 are as under:

Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of Companies Act, 2013 and subject to the approval of the Hon’ble National Company Law Tribunal, Allahabad Bench (“NCLT”) and/or other competent authorities, if any, the scheme of arrangement between Jindal Poly Films Limited and Jindal Photo Imaging Limited and their respective shareholders and creditors (hereinafter referred to as the “Scheme”) as circulated along with notice of the meeting be and is hereby approved.

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Teachers Colony
Opp. I.T. Office
Bulandshahr, Uttar Pradesh- 203001
Mobile: +91 9412227775
e-mail:pramodkrca2002@yahoo.com

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall include any committee constituted by the Board), be and is hereby authorized to make or accept such modification(s) to the Scheme as may be required by the Hon'ble NCLT, and/or any other authority while sanctioning the Scheme, and to resolve all doubts or difficulties that may arise for carrying out the Scheme and to do and execute all acts, deeds, matters and things as the Board may in its absolute discretion deems necessary or expedient for giving effect to the Scheme."

(a) Votes in Favor of Resolution

Number of Unsecured Creditors present and voting(in persons or by proxies or by authorized representatives)	Value of votes cast by Unsecured Creditors (Rs.)	% of value of votes cast
6	4,01,12,443/-	100

(b) Votes against the Resolution

Number of Unsecured Creditors present and voting(in persons or by proxies or by authorized representatives)	Value of votes cast by Unsecured creditors (Rs.)	% of value of votes cast
Nil	Nil	Nil

(c) Invalid Votes

Number of Unsecured Creditors present and voting(in persons or by proxies or by authorized representatives)	Value of votes cast by Unsecured creditors whose votes declared invalid (Rs.)
Nil	Nil

CA PRAMOD KUMAR

C/o M/s Pramod & Company
Chartered Accountants

Teachers Colony
Opp. I.T. Office
Bulandshahr, Uttar Pradesh- 203001
Mobile: +91 9412227775
e-mail:pramodkrca2002@yahoo.com

Based on the foregoing, the above resolution shall be deemed to have been unanimously approved on the date of the NCLT convened Meeting of unsecured creditors of the Company, i.e., June 21, 2019 by all the unsecured creditors present and voting at the NCLT convened meeting by way of Poll.

Register of votes casted through poll at the venue of NCLT convened Meeting of unsecured creditors of the Company and all other relevant records of voting process given/provided/maintained in Poll (Physical) will remain in our custody until the Chairperson considers, approves and signs the minutes of the NCLT convened Meeting and the same shall be handed over thereafter to the Chairperson/ Company Secretary/ any other person as may be authorized for safe keeping.

Thanking You,


CA Pramod Kumar
CP/M. No. 070510

Date: June 21, 2019
Place: Bulandshahr