



**AWANISH
DWIVEDI & ASSOCIATES**
COMPANY SECRETARIES

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**COMBINED SCRUTINIZER'S REPORT FOR E-VOTING AND POLL
FOR JINDAL SAW LIMITED**

To,

**Mr. Hawa Singh Chaudhari
The Chairman**

Extra- ordinary General Meeting of the Equity Shareholders of
Jindal Saw Limited

Held on 9th November, 2014 at A-1, UPSIDC Industrial Area,
Nandgaon Road, Kosi Kalan, Mathura- 281403, Uttar Pradesh

**Sub: Passing of resolution through electronic and poll conducted at the EGM of
Jindal Saw Limited**

Dear Sir,

Jindal Saw Limited (hereinafter referred as "**the Company**") through its letter dated 10th October, 2014 has appointed me as Scrutinizer for the E-voting, which commenced on Monday 3rd November, 2014 and concluded on Wednesday 5th November, 2014 and has also appointed me as Scrutinizer for the conduct of poll at the Extra- Ordinary General Meeting of the Company held on 9th November, 2014.

The Company has availed the service of the National Securities Depositories Limited ("**the NSDL**") for e-voting facility on the designated website <https://www.evoting.nsdl.com> for shareholders of the Company. The votes were unblocked on Thursday, 6th November, 2014 in the presence of 2 (two) witnesses Mr. Rahul Malhotra and Mr. Ashutosh Kumar, who are not in the employment of the Company.

The Chairman of the meeting, at the Extra- Ordinary General Meeting, have called for poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through poll process. The Chairman of the EGM has appointed me as the Scrutinizer for the same.

After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling were locked in my presence with due identification marks placed by me.



The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company, M/s RCMC Share Registry Pvt. Ltd. and the authorizations / proxies lodged with the Company.

The combined result of E-voting together with that of the Poll is as under:

a. Preferential Issue of Compulsory Convertible Debentures.

Voted in "Favour" or "Against" of the resolution:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes Nos.
		Nos.	%age	Nos.	%age	
Item No. 1 (as Special Resolution)	E-Voting	16,78,93,086	99.999	640	00.001	000
	Poll	7,58,266	100.000	000	000	000
	Total	16,86,51,352	99.999	640	00.001	000

Agenda Item No. 1 of notice of EGM stands passed under E-voting as well as poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and physically, in respect of the votes casted through e-voting and poll by the shareholders of the Company. The poll papers and all other relevant records were sealed and handed over to Mr. Sunil Jain, Company Secretary of the Company.

Thanking You.

Yours faithfully

Awanish K. Dwivedi
CS Awanish K. Dwivedi
AWANISH DWIVEDI & ASSOCIATES
Company Secretaries
ACS NO.: 25435
CP NO.: 9080



PLACE: Kosi Kalan (U.P.)
DATE: 09/11/2014