



JINDAL POLY INVESTMENT AND FINANCE COMPANY LTD.

Head Office: Plot No. 12, Local Shopping Complex, Sector-B1, Vasant Kunj, New Delhi-110070 (INDIA)

Phone : 011-26139256 (10 Lines) Fax : (91-11) 26125739

Website : www.jpifcl.com

Declaration of Results of e-voting and Poll

2ND Annual General Meeting of the members of JINDAL POLY INVESTMENT AND FINANCE COMPANY LIMITED held on Saturday, 20th September, 2014 at 1:30 P.M. at Registered Office: 19th K.M., Hapur-Bulandshahr Road, P.O.-Gulaothi, Distt-Bulandshahr (U.P.)

As per the provisions of the Companies Act, 2013 as the Listing Agreement entered with Stock Exchange, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 2nd Annual General Meeting (AGM). The e-voting was open from 15th Sept, 2014 to 17th, Sept, 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 2nd AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. D. P. Gupta, SGS Associates, Practicing Company Secretary, as the Scrutinizer and Ms. Pragnya Parimita Pradhan, Pragnya Pradhan and Associates, Practicing Company Secretary as the alternate Scrutinizer for the poll to be conducted at the AGM. The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received up to the 6.00 PM on 17th Sept, 2014 and poll received till the conclusion of the meeting and submitted their Report on 22nd Sept, 2014.

The Consolidated Results as per the Scrutinizers' Report dated 22nd September, 2014 is as follows:

RESO. NO.	RESOLUTIONS BE PASSED AT THE AGM	% Votes in favour	% Votes Against
ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Standalone and Consolidated Balance Sheet of the Company as at 31 st March, 2014 and Standalone and Consolidated Statement of Profit and Loss Account for the year ended on that date together with the notes annexed thereto and reports of Auditors and Directors thereon. (ORDINARY RESOLUTION)	99.54	0.46

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

C/N: U65923UP2012PLC051433



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2.	To elect Director in place of Mr. Hemant Sharma (Din no. 05235723)	97.92	2.08
3	To appoint M/s UBS & CO., Chartered Accountants (Registration no. 012351N) as Statutory Auditors from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration. (ORDINARY RESOLUTION).	99.18	0.82
SPECIAL BUSINESS			
4.	Appointment of Mr. Rashid Jilani (DIN 00010624) as Independent Director (ORDINARY RESOLUTION)	100	0
5.	Appointment of Mr. Radha Krishna Pandey (DIN 00190017) as Independent Director (ORDINARY RESOLUTION)	99.99	0.01
6.	Appointment of Ms. Gunjan Gupta (DIN 06931462) as Independent Director (ORDINARY RESOLUTION)	100	0
7	Appointment of Mr. G.D Singal (DIN 00708019) as Director liable to retire by rotation (ORDINARY RESOLUTION)	99.91	0.09
8	Appointment of Mr. G.D Singal (DIN 00708019) as Managing Director for a period of three years i.e upto 31 st July,2017 (ORDINARY RESOLUTION)	99.71	0.29

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 2nd Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For JINDAL POLY INVESTMENT AND FINANCE COMPANY LIMITED

Chairman
(Rashid Jilani)

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CIN NO.U65923UP2012PLC051433

Date: 22nd Sept, 2014

The Manager, Listing
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E)
MUMBAI - 400 051
Fax No. 022 -26598237/38

The Manager Listing
BSE Limited.
Phiroze Jeejeebhoy Towers, Dalal
Street, Fort,
MUMBAI – 400 001
Fax No. 022-22721919/2037/ 2039/
2041/2061

Sub: Clause 35A of the Listing Agreement
INDAL POLY INVESTMENT AND FINANCE COMPANY LIMITED
(Scrip Code-BSE-536773, NSE-JPOLYINVST)

With reference to Annual General Meeting, we furnish below a report under Clause 35A of the Listing Agreement for your kind information and records.

Date of the AGM/EGM	20 th September,2014			
Total number of shareholders on record date:	28203			
No. of Shareholders present in the meeting either in person or through proxy:	Promoters and Promoter Group		Public	
	In Person	Through Proxy	In Person	Through Proxy
	5	Nil	25	2
No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group		Public	
	N.A		N.A	



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Agenda Wise.

The Mode of Voting for all the Resolutions was:

1. E-voting Conducted between 15th Sept, 2014 to 17th Sept, 2014.
2. Poll conducted (Ballot) at Meeting.

Given below is the resolution wise combined result of e-voting and Poll.

RESOLUTION NO. 1 To receive, consider and adopt the Audited Standalone and Consolidated Balance Sheet of the Company as at 31st March, 2014 and Standalone and Consolidated Statement of Profit and Loss Account for the year ended on that date together with the notes annexed thereto and reports of Auditors and Directors thereon. **(ORDINARY RESOLUTION)**

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	7844687	7516387	95.815	7516387	0	100	0
Public – Institutional holders	440413	203759	46.2654	168162	35597	82.5298	17.4701
Public-Others	2226829	558	0.0251	553	5	99.1039	0.896
Total	10511929	7720704	73.45	7685102	35602	99.54	.46

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RESOLUTION NO. 2 To elect Director in place of Mr. Hemant Sharma (Din no. 05235723) (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7844687	7516387	95.815	7516387	0	100	0
Public – Institutional holders	440413	203759	46.2654	43885	159874	21.5376	78.4623
Public-Others	2226829	558	0.0251	553	5	99.1039	0.896
Total	10511929	7720704	73.45	7560825	159879	97.93	2.07

RESOLUTION NO. 3. To appoint M/s UBS & CO., Chartered Accountants (Registration no. 012351N) as Statutory Auditors from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration. (ORDINARY RESOLUTION).

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7844687	7516387	95.815	7516387	0	100	0
Public – Institutional holders	440413	180193	40.9146	117362	62831	65.1312	34.8687
Public-Others	2226829	558	0.0251	553	5	99.1039	0.896
Total	10511929	7697138	73.22	7634302	62836	99.18	0.82

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Hemant



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RESOLUTION NO. 4 Appointment of Mr. Rashid Jalani (DIN 00010624) as Independent Director (**ORDINARY RESOLUTION**)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7844687	7516387	95.815	7516387	0	100	0
Public – Institutional holders	440413	203759	46.2654	203759	0	100	0
Public-Others	2226829	558	0.0251	553	5	99.1039	0.896
Total	10511929	7720704	73.45	7720699	5	100	0

RESOLUTION NO. 5 Appointment of Mr. Radha Krishna Pandey (DIN 00190017) as Independent Director (**ORDINARY RESOLUTION**)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7844687	7516387	95.815	7516387	0	100	0
Public – Institutional holders	440413	203759	46.2654	203092	667	99.6726	0.3273
Public-Others	2226829	558	0.0251	553	5	99.1039	0.896
Total	10511929	7720704	73.45	7720032	672	99.99	0.01

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RESOLUTION NO. 6 Appointment of Ms. Gunjan Gupta (DIN 06931462) as Independent Director (**ORDINARY RESOLUTION**)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7844687	7516387	95.815	7516387	0	100	0
Public – Institutional holders	440413	203759	46.2654	203759	0	100	0
Public-Others	2226829	558	0.0251	553	5	99.1039	0.896
Total	10511929	7720704	73.45	7720699	5	100	0

RESOLUTION NO. 7 Appointment of Mr. G.D Singal (DIN 00708019) as Director liable to retire by rotation (**ORDINARY RESOLUTION**)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7844687	7516387	95.815	7516387	0	100	0
Public – Institutional holders	440413	203759	46.2654	196844	6915	96.6062	3.3937
Public-Others	2226829	558	0.0251	553	5	99.1039	0.896
Total	10511929	7720704	73.45	7713784	6920	99.91	0.09

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RESOLUTION NO. 8 Appointment of Mr. Sanjay Mittal (DIN 1327274) as Director liable to retire by rotation (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7844687	7516387	95.815	7516387	0	100	0
Public – Institutional holders	440413	180193	40.9146	157696	22497	87.515	12.4849
Public-Others	2226829	558	0.0251	553	5	99.1039	0.896
Total	10511929	7697138	73.22	7674636	22502	99.71	0.29

You are kindly requested to receive and acknowledge the receipt.

Thanking You,

Yours Faithfully,

For JINDAL POLY INVESTMENT AND FINANCE COMPANY LIMITED.

Pramod Chauhan
(Company Secretary)



PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

Deliver the best at the earliest

COMBINED REPORT OF SCRUTINIZER

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of
The Companies (Management and Administration) Rules, 2014]

To,

The Chairman

2nd Annual General Meeting of the Equity Shareholders of
JINDAL POLY INVESTMENT AND FINANCE COMPANY LIMITED held on Saturday, September
20, 2014 at 1.30 P.M., at 19th K. M, Hapur-Bulandshahr Road, P.O.-Gulaothi, Distt-Bulandshahr,
U.P.-203408

Dear Sir,

I, Pragnya Parimita Pradhan, Company Secretary in Whole Time Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 2nd Annual General Meeting of JINDAL POLY INVESTMENT AND FINANCE COMPANY LIMITED held on Saturday, September 20, 2014 at 1:30 P.M., at 19th K. M, Hapur-Bulandshahr Road, P.O.-Gulaothi, Distt-Bulandshahr, Uttar Pradesh, submit my Combined Report on the basis of poll conducted by me at the Annual General Meeting and Scrutinizer Report for e-voting submitted to the Chairman by Shri. D P Gupta, Practicing Company Secretary, as under:

(a) Ordinary Resolution at item No-1 – Adoption of Financial Statements for the financial year ended March 31, 2014 and Reports of Board of Directors and Auditors thereon

(i) Voted in favour of the resolution:

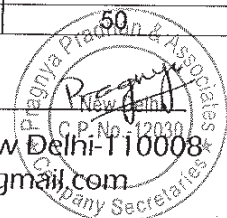
	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	11	65899	100%
E-Voting	25	7619203	99.53%
Total	36	7685102	99.54%

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	NIL	NIL	NIL
E-Voting	2	35602	0.47%
Total	2	35602	0.46%

(iii) Invalid votes:

	Total number of members (in person or by proxy or by E-voting) whose votes were declared invalid	Number of votes cast by them
Physical Poll	17	50
E-Voting	NIL	NIL
Total	17	50



(b) Ordinary Resolution at item no-2- Appointment of Mr. Hemant Sharma (Din No.05235723) as Director of the Company liable to retire by rotation, pursuant to section 160 of the Companies Act, 2013.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	10	62015	94.11%
E-Voting	13	7498810	97.96%
Total	23	7560825	97.92%

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	1	3884	5.89%
E-Voting	13	155995	2.04%
Total	14	159879	2.08%

(iii) Invalid votes:

	Total number of members (in person or by proxy or by E-Voting) whose votes were declared invalid	Number of votes cast by them
Physical Poll	17	50
E-Voting	NIL	NIL
Total	17	50

(c) Ordinary Resolution at item no-3- Appointment of M/S UBS & Co., Chartered Accountants(Registration No. 012351N) as Statutory Auditors and fixing their Remuneration thereon.

(i) Voted in favour of the resolution:

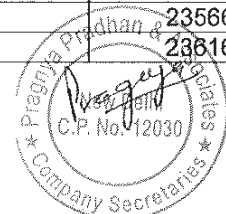
	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	11	65899	100%
E-Voting	20	7568403	99.18%
Total	31	7634302	99.18%

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	NIL	NIL	NIL
E-Voting	06	62836	0.82%
Total	06	62836	0.82%

(iii) Invalid votes:

	Total number of members (in person or by proxy or by E-Voting) whose votes were declared invalid	Number of votes cast by them
Physical Poll	17	50
E-Voting	01	23566
Total	18	23616



(d) Ordinary Resolution at item no- 4- Appointment of Mr. Rashid Jilani (DIN-00010624) as an Independent Director for one more term of 5(five) consecutive years with effect from 20th September, 2014 of the Company.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	11	65899	100%
E-Voting	25	7654800	100%
Total	36	7720699	100%

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	NIL	NIL	NIL
E-Voting	01	05	0%
Total	01	05	0%

(iii) Invalid votes:

	Total number of members (in person or by proxy or by E-Voting) whose votes were declared invalid	Number of votes cast by them
Physical Poll	17	50
E-Voting	NIL	NIL
Total	17	50

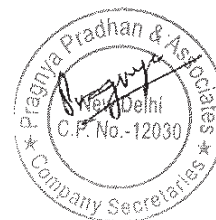
(e) Ordinary Resolution at item no - 5- Appointment of Mr. Radha Krishna Pandey (DIN-00190047) as an Independent Director for one more term of 5(five) consecutive years with effect from 20th September, 2014 of the Company

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	11	65899	100%
E-Voting	24	7654133	99.99%
Total	35	7720032	99.99%

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	NIL	NIL	NIL
E-Voting	2	672	0.01%
Total	2	672	0.01%



(iii) Invalid votes:

	Total number of members (in person or by proxy or by E-Voting) whose votes were declared invalid	Number of votes cast by them
Physical Poll	17	50
E-Voting	NIL	NIL
Total	17	50

(f) Ordinary Resolution at item no-6- Appointment of Ms. Gunjan Gupta (DIN-06931462) as an Independent Director for one more term of 5(five) consecutive years with effect from 20th September, 2014 of the Company

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	11	65899	100%
E-Voting	25	7654800	100%
Total	36	7720699	100%

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	NIL	NIL	NIL
E-Voting	1	05	0.00%
Total	1	05	0.00%

(iii) Invalid votes:

	Total number of members (in person or by proxy or by E-Voting) whose votes were declared invalid	Number of votes cast by them
Physical Poll	17	50
E-Voting	NIL	NIL
Total	17	50

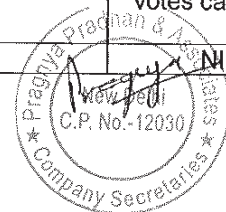
(g) Ordinary Resolution at item no-7- Appointment of Mr. G.D. Singal (DIN: 00708019) as Director of the Company liable to retire by rotation, pursuant to Section 160 of the Companies Act,2013.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	11	65899	100%
E-Voting	23	7647885	99.91%
Total	34	7713784	99.91%

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	NIL	NIL	NIL



E-Voting	03	6920	0.09%
Total	03	6920	0.09%

(iii) Invalid votes:

	Total number of members (in person or by proxy or by E-Voting) whose votes were declared invalid	Number of votes cast by them
Physical Poll	17	50
E-Voting	NIL	NIL
Total	17	50

(h) Ordinary Resolution at item no-8- Appointment of Mr. G.D. Singal (DIN: 00708019) as Whole Time Director of the Company.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	11	65899	100%
E-Voting	21	7608737	99.71%
Total	32	7674636	99.71%

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy or through E-voting)	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	NIL	NIL	NIL
E-Voting	04	22502	0.29%
Total	04	22502	0.29%

(iii) Invalid votes:

	Total number of members (in person or by proxy or by E-Voting) whose votes were declared invalid	Number of votes cast by them
Physical Poll	17	50
E-Voting	1	23566
Total	18	23616

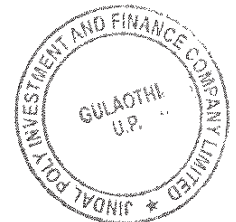
Thanking you,
Yours faithfully,

For PRAGNYA PRADHAN & ASSOCIATES
(Company Secretaries)



Pragnya Pradhan

(Pragnya Parimita Pradhan)
Proprietor



Date: 22-09-2014
Place: New Delhi