

COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING & POLL FOR M/s JINDAL POLY FILMS LIMITED

To,

The Board of Directors
M/s Jindal Poly Films Limited
19th K. M., Hapur-Bulandshahr Road
P. O.- Gulaothi, Bulandshahr,
Uttar Pradesh -245408

Sub: Combined Scrutinizer's Report on Remote E-voting and voting at the AGM through Physical Ballot Forms/ E-voting

Dear Sir,

The Board of Directors of the Company at its meeting held on 28th August, 2018 has appointed Mr. Deepak Kukreja as Scrutinizer and Ms. Monika Kholi as alternate Scrutinizer, partner DMK Associates, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 and all other provisions as applicable, to conduct the e-voting and voting through ballot paper process for its 44th Annual General Meeting held on September 29, 2018.

The Company has engaged Karvy Computershare Private Limited as the service provider, for extending the facility of electronic voting to the shareholders of the Company. The e-voting process was started on Wednesday, 26th September, 2018 at 09:00 A.M. to Friday, the 28th day of September, 2018 upto 05:00 P.M. The e-voting results were unblocked by me on 29th September, 2018 at in the presence of two witnesses.

At the 44th Annual General Meeting of the Company held on September 29, 2018, the Chairman of the Company had suo-moto called for a poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the poll process.

As on 22th September, 2018, the cut-off date there were 44,824 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through e-voting/ voting through ballot papers conducted at the 44th Annual General Meeting of the Company.

The Paid up Share Capital of the Company as on cut-off date was Rs. 43,78,64,130 /- divided into 43,786,413 shares of Rs.10/- each.

ORDINARY BUSINESS

RESOLUTION NO. 1 TO RECEIVE, CONSIDER AND ADOPT:

(A) THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018, AND



THE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON;

(B) THE AUDITED CONSOLIDATED FINANCIAL STATEMENT OF COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018 INCLUDING THE AUDITED CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2018 AND THE CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE REPORTS OF THE AUDITORS THEREON.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(share) through E-voting and Instapoll	% of total number of valid votes cast
37	900011	38	31313351	32213362	99.92

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Insta poll	% of total number of valid votes cast
1	1	0	0	1	0.08

(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 – Insta Poll	No. of votes cast (Shares) – Insta Poll	Total no. of votes cast through E-voting and poll
1	28436	0	0	28436



RESULT

As there was no vote cast against the resolution, we report that the ordinary resolution is passed with regard to item no. 1 as set out in the Notice of the AGM with requisite majority.

RESOLUTION NO. 2 – TO DECLARE DIVIDEND OF RS.1 PER EQUITY SHARE, FOR THE FINANCIAL YEAR 2017-2018 ON THE EQUITY SHARES OF THE COMPANY.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Insta poll	% of total number of valid votes cast
38	928448	38	31313351	32241799	100

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
1	1	0	0	1	0

(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 –InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast through E-voting and poll
0	0	0	0	0



RESULT

As there was no vote cast against the resolution, we report that the ordinary resolution is passed with regard to item no. 2 as set out in the Notice of the AGM with requisite majority.

RESOLUTION NO. 3 – TO APPOINT A DIRECTOR IN PLACE OF MS. SAKSHI GUPTA(DIN: 07388012) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Insta poll	% of total number of valid votes cast
36	919378	38	31313351	32232729	99.98

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
3	9071	0	0	9071	0.02

(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 – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

RESULT



As there was no vote cast against the resolution, we report that the ordinary resolution is passed with regard to item no. 3 as set out in the Notice of the AGM with requisite majority.

SPECIAL BUSINESS

**RESOLUTION NO. 4 – TO APPOINT MR. SAGATO MUKERJI (DIN 06465901)
AS A DIRECTOR.**

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)- E Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
37	928446	38	31313351	32241797	99.99

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)- E-Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
2	3	0	0	3	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 – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

RESULT



As there was no vote cast against the resolution, we report that the ordinary resolution is passed with regard to item no. 4 as set out in the Notice of the AGM with requisite majority.

**RESOLUTION NO. 5 – TO APPOINT MR. SAGATO MUKERJI (DIN 06465901)
AS WHOLE TIME DIRECTOR.**

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E-Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
37	928445	38	31313351	32241796	99.99

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E-Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
2	3	0	0	3	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 – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

RESULT



As there was no vote cast against the resolution, we report that the ordinary resolution is passed with regard to item no. 5 as set out in the Notice of the AGM with requisite majority.

ITEM NO. 6. TO APPOINT MRS. SONAL AGARWAL (DIN 08212478) AS AN INDEPENDENT DIRECTOR

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)- E-Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
38	928448	38	31313351	32241799	100

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)- E-Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
1	1	0	0	1	0

(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 – Insta Poll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

RESULT



As there was no vote cast against the resolution, we report that the special resolution is passed with regard to item no. 6 as set out in the Notice of the AGM with requisite majority.

ITEM NO. 7. RATIFICATION OF REMUNERATION TO THE COST AUDITORS

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)- E-Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
36	928444	38	31313351	32241795	99.99

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)- E-Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
3	5	0	0	5	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 – Insta Poll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

RESULT



As there was no vote cast against the resolution, we report that the ordinary resolution is passed with regard to item no. 7 as set out in the Notice of the AGM with requisite majority.

ITEM NO. 8 TO APPOINT MR. RATHI BINOD PAL (DIN 0092049) AS A WHOLE-TIME DIRECTOR.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)- E-Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
38	928448	38	31313351	32241799	100

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)- E-Voting	No. of Members/ Proxies voted – InstaPoll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast(shares) through E-voting and Instapoll	% of total number of valid votes cast
1	1	0	0	1	0

(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 – Insta Poll	No. of votes cast (Shares) – InstaPoll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

RESULT

As there was no vote cast against the resolution, we report that the Special Resolution is passed with regard to item no. 8 as set out in the Notice of the AGM with requisite majority.



**DMK ASSOCIATES
COMPANY SECRETARIES**

The relevant records relating to E – Voting and Poll were sealed and handed over to the Company Secretary of the Company for safe keeping.

Thanking you

Yours Sincerely
For DMK ASSOCIATES
COMPANY SECRETARIES



DEEPAK KUKREJA
SCRUTINIZER
(Practicing Company Secretary)
31/36, Basement, Old Rajinder Nagar
Delhi - 110060
FCS No: 4140
CP No: 8265

Date : September 29, 2018
Place : New Delhi

Chairman
(R.K. Pandey)