

COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING & E-VOTING (INSTA POLL) FOR 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 E-voting (Insta Poll) at the 45th Annual General Meeting

Dear Sir,

The Board of Directors of the Company at its meeting held on 14, August, 2019 has appointed Mr. Deepak Kukreja as Scrutinizer and Ms. Monika Kohli as alternate Scrutinizer, both being Partners of DMK Associates, Company Secretaries, New Delhi to conduct the remote e-voting and e-voting (Insta Poll) (hereinafter referred as Insta Poll) for its 45th Annual General Meeting held on September 25, 2019 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.

The Company has engaged Karvy Fintech 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 Sunday, 22nd September, 2019 at 09:00 A.M. to Tuesday, the 24th day of September, 2019 upto 05:00 P.M. The e-voting results were unblocked by me on 25th September, 2019 at 11:42 A.M. in the presence of two witnesses.

At the 45th Annual General Meeting of the Company held on September 25, 2019, the Chairman of the Company pursuant to provisions of the Companies Act, 2013 & SEBI (LODR) 2015 had 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 Insta Poll.

As on 18th September, 2019, the cut-off date there were 42,065 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through e-voting/ Insta Poll conducted at the 45th Annual General Meeting of the Company.

ORDINARY BUSINESS

RESOLUTION NO. 1 -ORDINARY RESOLUTION

1. ADOPTION OF THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS

(a) To receive consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 including the Audited Balance Sheet as



Monika Kohli

**DMK ASSOCIATES
COMPANY SECRETARIES**

at March 31, 2019 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; and

b) To receive consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 including the Audited Consolidated Balance Sheet as at March 31, 2019 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 FAVOUROF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted –	No. of votes cast (Shares) –	Total no. of votes cast through E-voting and	% of total number of valid votes cast
30	32732441	40	661	32733102	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 –Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
3	7	0	0	7	0

(III) INVALID/ABSTAIN VOTES OF THE RESOLUTION:

No. of Members voted/ abstain in E-voting	No. of votes Cast / abstain (Shares)-E Voting	No. of Members/Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll



**DMK ASSOCIATES
COMPANY SECRETARIES**

1	18036	0	0	18036
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RESULT

As the number of votes cast in favor of the resolution was more than the number of votes cast against, we report that the **Ordinary Resolution** with regard to Item no. 1 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO.2 –ORDINARY RESOLUTION

TO DECLARE DIVIDEND OF RS.1 PER EQUITY SHARE, FOR THE FINANCIAL YEAR 2018-2019 ON THE EQUITY SHARES OF THE COMPANY.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
32	32750479	40	661	32751140	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 –Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
2	5	0	0	5	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 – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

RESULT

As the number of votes cast in favor of the resolution was more than the number of votes cast against, we report that the **Ordinary Resolution** with regard to Item no. 2 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 3 – ORDINARY RESOLUTION

TO APPOINT A DIRECTOR IN PLACE OF Mr. RATHI BINOD PAL, DIRECTOR (DIN 00092049) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted –Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
30	32747889	40	661	32748550	99.9921



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(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted –Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
4	2595	0	0	2595	.0079

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

RESULT

As the number of votes cast in favor of the resolution was more than the number of votes cast against, we report that the **Ordinary Resolution** with regard to Item no. 3 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO.4 -ORDINARY RESOLUTION

TO APPOINT A DIRECTOR IN PLACE OF MR. SANJEEV SAXENA, WHOLE TIME DIRECTOR (DIN 07899506) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.




(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted -Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
21	32322934	40	661	32323595	98.6945

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
13	427550	0	0	427550	1.3055

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

RESULT

As the number of votes cast in favor of the resolution was more than the number of votes cast against, we report that the **Ordinary Resolution** with regard to Item no. 4 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

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SPECIAL BUSINESS

RESOLUTION NO. 5 –ORDINARY RESOLUTION

RATIFICATION OF REMUNERATION TO THE COST AUDITORS

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E-Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
32	32750479	40	661	32751140	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 – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
2	5	0	0	5	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 – Poll	No. of votes cast (Shares) –Poll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

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RESULT

As the number of votes cast in favor of the resolution was more than the number of votes cast against, we report that the **Ordinary Resolution** with regard to Item no. 5 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

The relevant records relating to remote E – Voting and E- Voting (Insta Poll) shall remain in the safe custody of the scrutinizer until the chairman considers, approves and sign the Minutes of Annual General Meeting and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you

Yours Sincerely

For DMK ASSOCIATES
COMPANY SECRETARIES

Monika



[Signature]

MONIKA KOHLI
SCRUTINIZER
(Practicing Company Secretary)
31/36, Basement, Old Rajinder Nagar
Delhi - 110060
FCS No: 5480
CP No: 4936

Date : September 26, 2019

Place : New Delhi

[Signature]



Signed by Chairman of the Meeting
(Radha Krishna Pandey)