



16th January, 2018

To,

The Chairman

JAYASWAL NECO INDUSTRIES LIMITED

F-8, MIDC Industrial Area, Hingna Road,

Nagpur - 440016

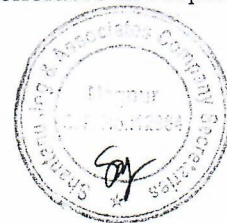
Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and physical ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Extraordinary General Meeting (EGM) of Jayaswal Neco Industries Limited held on Monday, January 15, 2018 at 12.30 P.M.

I, Shantanu Jog, Proprietor of M/s. Shantanu Jog & Associates, Practicing Company Secretaries, Nagpur having Membership No. ACS 27894 and CP No. 12964 had been appointed as the Scrutinizer by the Board of Directors of Jayaswal Neco Industries Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, to scrutinize the voting done through remote e-voting process and by ballot at the EGM in respect of the resolutions covered in this Report and proposed at the Extraordinary General Meeting of Jayaswal Neco Industries Limited held on Monday, January 15, 2018 at 12.30 P.M.

The Notice dated December 11, 2017 along with explanatory statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the resolutions covered in this Report.

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The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for providing remote e-voting to the Shareholders of the Company to enable them to cast their vote electronically.

The Company had also provided voting facility through Ballot to the shareholders present at the Extraordinary General Meeting and who had not cast their vote earlier through remote e-voting facility. The cut-off date for dispatch of the Notice of the Extraordinary General Meeting (EGM) was **15th December, 2017** and as on that date, there were 39596 Members in the Company. The notice of the EGM and E-voting details were sent to all the shareholders through courier. However, this excludes those cases which are disputed and have been held in abeyance.

The Notice sent contained the detailed procedure to be followed by the members who were casting their votes electronically as provided in the Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended from time to time.

The shareholders of the company holding shares as on the "cut-off" date i.e **Monday, January 08, 2018** were entitled to vote on the resolutions as contained in the Notice of the Extraordinary General Meeting.

The Company completed the dispatch of the Notices to the Members on **21st December, 2017**.

As prescribed in Clause (v) of sub rule 4 of the Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended, the Company also released an advertisement, which was published in English in "Financial Express" and "Indian Express" newspapers having country-wide circulation on 28th December, 2017 and also in Marathi in "Loksatta" newspaper dated 28th December, 2017. The Notice published in the newspapers carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended from time to time.

The voting period for remote e-voting commenced on **Thursday, January 11, 2018 at 09:00 a.m. (IST)** and ended on **Sunday, January 14, 2018 at 05:00 p.m. (IST)** and the NSDL e-voting platform was blocked thereafter.





After the closure of the voting at the Extraordinary General Meeting, the ballot box kept for the purpose of casting of votes was unlocked in presence of witnesses and the votes cast were counted by me as Scrutinizer and thereafter unblocked the votes cast under remote e-voting facility in the presence of Mr. Avadhut Jog and Ms. Arpita Gachake who acted as witnesses and who were not in the employment of the company, as prescribed under sub rule 4(xii) of Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended from time to time. The report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system.

I now submit my Consolidated Report as under on the result of the remote e-voting and voting at the meeting in respect of the below mentioned Resolutions.

Special Business

Resolution 1: Ordinary Resolution

TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY:

Manner of Voting	Total Votes	Votes in favour of the resolution		Votes against the resolution		Invalid
		No of Members	No of Votes and %	No of Members	No of Votes and %	
Remote E-voting	41951	15	41551 99.0465%	1	400 0.9535%	-
Voting at EGM	558527628	34	558527628 100%	-	-	-
TOTAL	558569579	49	558569179 99.9999%	1	400 0.0001%	-

Total Members abstained from voting: **01**

Total Shares held by Members who have abstained from voting: **200**





Resolution 2: Special Resolution

TO AMEND THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

Manner of Voting	Total Votes	Votes in favour of the resolution		Votes against the resolution		Invalid
		No of Members	No of Votes and %	No of Members	No of Votes and %	
Remote E-voting	41951	14	41351 98.5697%	2	600 1.4303%	-
Voting at EGM	558527628	34	558527628 100%	-	-	-
TOTAL	558569579	48	558568979 99.9999%	2	600 0.0001%	-

Total Members abstained from voting: **01**

Total Shares held by Members who have abstained from voting: **200**

Resolution 3: Special Resolution

TO AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY:

Manner of Voting	Total Votes	Votes in favour of the resolution		Votes against the resolution		Invalid
		No of Members	No of Votes and %	No of Members	No of Votes and %	
Remote E-voting	41951	14	41351 98.5697%	2	600 1.4303%	-
Voting at EGM	558527628	34	558527628 100%	-	-	-
TOTAL	558569579	48	558568979 99.9999%	2	600 0.0001%	-

Total Members abstained from voting: **01**

Total Shares held by Members who have abstained from voting: **200**





Resolution 4: Special Resolution

**FURTHER ISSUE OF SHARES TO PROMOTERS ON PREFERENTIAL BASIS
UNDER DEBT RESTRUCTURING SCHEME:**

Manner of Voting	Total Votes	Votes in favour of the resolution		Votes against the resolution		Invalid
		No of Members	No of Votes and %	No of Members	No of Votes and %	
Remote E-voting	41951	13	41346 98.5578%	3	605 1.4422%	-
Voting at EGM	558527628	34	558527628 100%	-	-	-
TOTAL	558569579	47	5585689749 9.9999%	3	605 0.0001%	-

Total Members abstained from voting: **01**

Total Shares held by Members who have abstained from voting: **200**

Resolution 5: Special Resolution

**FURTHER ISSUE OF SHARES ON PREFERENTIAL BASIS TO LENDERS ON
CONVERSION OF DEBT INTO EQUITY UNDER THE DEBT RESTRUCTURING
SCHEME:**

Manner of Voting	Total Votes	Votes in favour of the resolution		Votes against the resolution		Invalid
		No of Members	No of Votes and %	No of Members	No of Votes and %	
Remote E-voting	41951	14	41546 99.0345%	2	405 0.9655%	-
Voting at EGM	558527628	34	558527628 100%	-	-	-
TOTAL	558569579	48	558569174 99.9999%	2	405 0.0001%	-

Total Members abstained from voting: **01**

Total Shares held by Members who have abstained from voting: **200**





Resolution 6: Special Resolution

TO APPROVE GRANTING THE RIGHT OF CONVERSION OF THE WHOLE OR PART OF THE LOAN/FACILITY INTO EQUITY SHARES UPON OCCURRENCE OF EVENT OF DEFAULT AS PER THE TERMS OF MASTER RESTRUCTURING AGREEMENT:

Manner of Voting	Total Votes	Votes in favour of the resolution		Votes against the resolution		Invalid
		No of Members	No of Votes and %	No of Members	No of Votes and %	
Remote E-voting	41751	13	41301 98.9222%	2	450 1.0778%	-
Voting at EGM	558527628	34	558527628 100%	-	-	-
TOTAL	558569379	47	558568929 99.9999%	2	450 0.0001%	-

Total Members abstained from voting: **02**

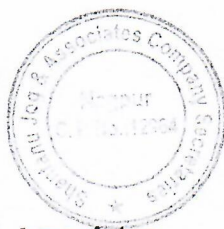
Total Shares held by Members who have abstained from voting: **400**

Thanking You.

Yours Faithfully,

ShantanuJog

Shantanu Jog & Associates,
Practicing Company Secretaries
ACS: 27894 CP NO: 12964
Plot No.15, Universal Meridian Apartments,
Shop No.6, New Sneha Nagar,
Nagpur-440025



Jayaswal Neco Industries Limited

Chairman/Authorized Signatory



JAYASWAL NECO INDUSTRIES LTD

CIN : L28920MH1972PLC016154

(FORMERLY JAYASWALS NECO LIMITED)

REGD. OFFICE : F-8, MIDC INDUSTRIAL AREA, HINGNA ROAD, NAGPUR - 440 016 (INDIA)

PHONES : +91-7104-237276, 237471, 237472, 236251, 325682, 325683, 325684,

FAX : +91-7104-237583, 236255 • E-mail : contact@necoindia.com • Website : www.necoindia.com



17th January, 2018

To,

Manager (Listing),
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E),
MUMBAI – 400 051.

Manager (Listing),
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort,
MUMBAI – 400 001.

Dear Sir(s),

Sub: Submission of Voting Results of Extra Ordinary General Meeting of the Company held on 15th January, 2018.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the voting results of the business transacted at the Extra Ordinary General Meeting (EGM) of the Company held on 15th January, 2018 as **Annexure I**.

We are also enclosing herewith the Scrutinizer's Report on the remote e- voting and voting through Ballot paper at the EGM.

You are requested to kindly take the same on record.

Thanking you.

For Jayaswal Neco Industries Limited

Ashutosh Mishra
General Manager (Company Secretary & Compliance Officer)
(Membership No. A23011)



BRANCH OFFICES :

"NECO HOUSE" D-307, Defence Colony,
NEW DELHI - 110 024, (INDIA)
PHONES : 0 11 - 3 2 0 4 1 6 9 5
FAX NO. : 0 11 - 2 4 6 4 2 1 9 0

301, TULSIANI CHAMBERS
NARIMAN POINT, MUMBAI 400 021 (INDIA)
P H . : (0 2 2) 4 2 1 3 - 4 8 1 3 ,
(022) : 22832381 FAX : (022) 22832367

TRUST HOUSE, 5th FLOOR,
32-A, CHITTARANJAN AVENUE,
KOLKATTA - 700012 INDIA FAX : 033-22122560
PHONES: 033-22122368, 22120502

178-A, LIGHT INDUSTRIAL AREA,
BHILAI - 490026 CHHATISGARH, INDIA
PHONES : 0 7 8 8 - 2 2 8 2 8 4 5
F A X : 0 7 8 8 - 2 2 8 6 6 7 9

Annexure I

Sr. No.	Particulars	Details	
1	Date of Extra Ordinary General Meeting	15 th January, 2018	
2	Total number of shareholders on record date/Cut-off date:	39,706 Shareholders as on 08 th January, 2018 (Cut off Date)	
3	No. of shareholders present in the meeting either in person or through proxy:	Promoters and Promoter Group	Public
		15	20
4	No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group	Public
		The Company has not provided the facility to the shareholder for attending the meeting through Video Conferencing.	

Details of the Agenda:

1. To increase the Authorised Share Capital of the Company.

Resolution Required:			Ordinary Resolution					
Whether any Promoter/Promoter Group are interested in the Resolution			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares $3 = \frac{(2)}{(1)} * 100$	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled $6 = \frac{(4)}{(2)} * 100$	% of votes against on votes polled $7 = \frac{(5)}{(2)} * 100$
Promoter & Promoter Group	e-Voting	436854921	-	-	-	-	-	-
	Poll*		436854921	100.0000	436854921	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		436854921	100.0000	436854921	-	100.0000	-
Public institutions	e-Voting	-	-	-	-	-	-	-
	Poll*		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	e-Voting	121714658	41951	0.0345	41551	400	99.0465	0.9535
	Poll*		121672707	99.9655	121672707	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		121714658	100.0000	121714258	400	99.9997	0.0003
Total		558569579	558569579	100.0000	558569179	400	99.9999	0.0001

*Voting through Ballot Paper



The Chairman declared that the resolution related to item no. 1 of the notice of the Extra Ordinary General Meeting (EGM) held on 15th January, 2018 as placed before the EGM was passed with requisite majority as an Ordinary resolution.

2. To amend the Capital Clause of the Memorandum of Association of the Company.

Resolution Required:			Special Resolution					
Whether any Promoter/Promoter Group are interested in the Resolution			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares $3 = \frac{(2)}{(1)} * 100$	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled $6 = \frac{(4)}{(2)} * 100$	% of votes against on votes polled $7 = \frac{(5)}{(2)} * 100$
Promoter & Promoter Group	e-Voting	436854921	-	-	-	-	-	-
	Poll*		436854921	100.0000	436854921	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	436854921	436854921	100.0000	436854921	-	100.0000	-
Public institutions	e-Voting	-	-	-	-	-	-	-
	Poll*		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	e-Voting	121714658	41951	0.0345	41351	600	98.5698	1.4302
	Poll*		121672707	99.9655	121672707	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	121714658	121714658	100.0000	121714058	600	99.9995	0.0005
Total		558569579	558569579	100.0000	558568979	600	99.9999	0.0001

*Voting through Ballot Paper

The Chairman declared that the resolution related to item no. 2 of the notice of the Extra Ordinary General Meeting (EGM) held on 15th January, 2018 as placed before the EGM was passed with requisite majority as a Special resolution.

3. To amend the Articles of Association of the Company.

Resolution Required:			Special Resolution					
Whether any Promoter/Promoter Group are interested in the Resolution			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares $3 = \frac{(2)}{(1)} * 100$	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled $6 = \frac{(4)}{(2)} * 100$	% of votes against on votes polled $7 = \frac{(5)}{(2)} * 100$
Promoter & Promoter	e-Voting	436854921	-	-	-	-	-	-
	Poll*		436854921	100.0000	436854921	-	100.0000	-



Group	Postal Ballot		-	-	-	-	-	-
	Total	436854921	436854921	100.0000	436854921	-	100.0000	-
Public institutions	e-Voting		-	-	-	-	-	-
	Poll*	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	e-Voting		41951	0.0345	41351	600	98.5698	1.4302
	Poll*	121714658	121672707	99.9655	121672707	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	121714658	121714658	100.0000	121714058	600	99.9995	0.0005
Total		558569579	558569579	100.0000	558568979	600	99.9999	0.0001

*Voting through Ballot Paper

The Chairman declared that the resolution related to item no. 3 of the notice of the Extra Ordinary General Meeting (EGM) held on 15th January, 2018 as placed before the EGM was passed with requisite majority as a Special resolution.

4. To issue shares to Promoters on preferential basis under Debt Restructuring Scheme.

Resolution Required:			Special Resolution					
Whether any Promoter/Promoter Group are interested in the Resolution			YES					
Category	Mode of Voting	No. of shares held (100)	No. of votes polled (2)	% of votes polled on outstanding shares $3 = \frac{[(2)/(1)]}{100} \times 100$	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled $6 = \frac{[(4)/(2)]}{100} \times 100$	% of votes against on votes polled $7 = \frac{[(5)/(2)]}{100} \times 100$
Promoter & Promoter Group	e-Voting		-	-	-	-	-	-
	Poll*	436854921	436854921	100.0000	436854921	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	436854921	436854921	100.0000	436854921	-	100.0000	-
Public institutions	e-Voting		-	-	-	-	-	-
	Poll*	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	e-Voting		41951	0.0345	41346	605	98.5578	1.4422
	Poll*	121714658	121672707	99.9655	121672707	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	121714658	121714658	100.0000	121714053	605	99.9995	0.0005
Total		558569579	558569579	100.0000	558568974	605	99.9999	0.0001

*Voting through Ballot Paper

The Chairman declared that the resolution related to item no. 4 of the notice of the Extra Ordinary General Meeting (EGM) held on 15th January, 2018 as placed before the EGM was passed with requisite majority as a Special resolution.



5. To issue shares on preferential basis to Lenders on conversion of debt into equity under the Debt Restructuring Scheme.

Resolution Required:			Special Resolution					
Whether any Promoter/Promoter Group are interested in the 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 & Promoter Group	e-Voting	436854921	-	-	-	-	-	-
	Poll*		436854921	100.0000	436854921	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		436854921	100.0000	436854921	-	100.0000	-
Public institutions	e-Voting	-	-	-	-	-	-	-
	Poll*		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	e-Voting	121714658	41951	0.0345	41546	405	99.0346	0.9654
	Poll*		121672707	99.9655	121672707	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		121714658	100.0000	121714253	405	99.9997	0.0003
Total		558569579	558569579	100.0000	558569174	405	99.9999	0.0001

*Voting through Ballot Paper

The Chairman declared that the resolution related to item no. 5 of the notice of the Extra Ordinary General Meeting (EGM) held on 15th January, 2018 as placed before the EGM was passed with requisite majority as a Special resolution.



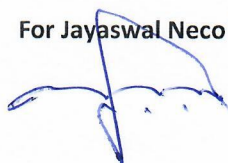
6. To approve granting the right of conversion of the whole or part of the loan/facility into Equity Shares upon occurrence of event of default as per the terms of Master Restructuring Agreement.

Resolution Required:			Special Resolution					
Whether any Promoter/Promoter Group are interested in the Resolution			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares $3 = \frac{(2)}{(1)} * 100$	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled $6 = \frac{(4)}{(2)} * 100$	% of votes against on votes polled $7 = \frac{(5)}{(2)} * 100$
Promoter & Promoter Group	e-Voting	436854921	-	-	-	-	-	-
	Poll*		436854921	100.0000	436854921	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	436854921	436854921	100.0000	436854921	-	100.0000	-
Public institutions	e-Voting	-	-	-	-	-	-	-
	Poll*		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	e-Voting	121714458	41751	0.0343	41301	450	98.9222	1.0778
	Poll*		121672707	99.9657	121672707	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	121714458	121714458	100.0000	121714008	450	99.9996	0.0004
Total		558569379	558569379	100.0000	558568929	450	99.9999	0.0001

*Voting through Ballot Paper

The Chairman declared that the resolution related to item no. 6 of the notice of the Extra Ordinary General Meeting (EGM) held on 15th January, 2018 as placed before the EGM was passed with requisite majority as a Special resolution.

For Jayaswal Neco Industries Limited




Ashutosh Mishra
General Manager (Company Secretary & Compliance Officer)
(Membership No. A23011)