



Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

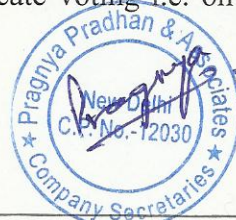
To,

The Chairman,
JINDAL POLY FILMS LIMITED,
19TH K M HAPUR BULANDSHAHR ROAD
P O GULAOTHI
BULANDSHAHR
UTTAR PRADESH
PIN: 245408

Dear Sir,

I, **Pragnya Parimita Pradhan, Company Secretary in Whole Time Practice**, having office at WZ-189, Hari Bhawan, Khampur, Opp. West Patel Nagar, New Delhi – 110008, have been appointed as the Scrutinizer by the Board of Directors of **Jindal Poly Films Limited** (the Company) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the e-voting process comprising remote e-voting and instaPoll at the venue in a fair and transparent manner in respect of the resolutions proposed at the Extra-Ordinary General Meeting of the equity shareholders of the Company held on 22nd July, 2015 at 11.30 am at 19th K M Hapur Bulandshahr Road, Gulaothi, Bulandshahr, Uttar Pradesh, submit my report as under :

1. The Company has provided the e-voting facility to the Members to exercise their votes electronically on said Resolutions through the e-voting service facility arranged by Karvy Computershare Private Limited (KCPL).
2. The members of the Company holding shares as on the "Cut-off" date of July 15, 2015 were entitled to vote on the said Resolutions.
3. The voting period for remote e-voting was commenced on July 19, 2015 (9.00 Hours IST). The voting period for remote e-voting was ended on July 21, 2015 (17.00 Hours IST) and the KCPL's e-voting platform was blocked thereafter.
4. The votes cast were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting and Ballot Forms.



I have scrutinized and reviewed the e-voting and InstaPoll process in a fair and transparent manner. Please note that one equity share of the Company represent one vote. Members' voting right is in proportion to his share in paid up capital of the Company.

I hereby submit the consolidated scrutinizer's report pursuant to rule 20(4) (xii) on all the below mentioned resolutions of the aforesaid Extra-Ordinary General Meeting.

Item No. -1 :- Approval to invest upto Rs. 1000 Crores in various Bodies Corporates by way of Special Resolution.

(i) Voted in favour of the Special Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted through InstaPoll at the EGM	36	6218	100
Voted by remote E-voting	6	30065562	98.319
Total	42	30071780	98.319

(ii) Voted against the Special Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted through InstaPoll at the EGM	0	0	0
Voted by remote E-voting	9	514151	1.681
Total	9	514151	1.681

(iii) Votes abstained/invalid:

Particulars	Number of members	Number of votes cast by them
Voted through InstaPoll at the EGM	0	0
Voted by remote E-voting	0	0
Total	0	0



Item No. -2– Approval for issue of further shares by M/s JPF Netherlands, 51% subsidiary of the company by way of Special Resolution

(i) Voted in favour of the Special Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted through InstaPoll at the EGM	36	6218	100
Voted by remote E-voting	6	30065562	98.319
Total	42	30071780	98.319

(ii) Voted against the Special Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted through InstaPoll at the EGM	0	0	0
Voted by remote E-voting	9	514151	1.681
Total	9	514151	1.681

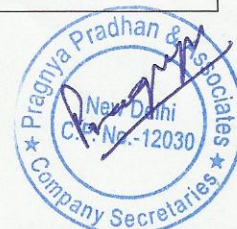
(iii) Votes abstained/invalid:

Particulars	Number of members	Number of votes cast by them
Voted through InstaPoll at the EGM	0	0
Voted by remote E-voting	0	0
Total	0	0

Item No. -3– Appointment of Mr. Anil Goel as an independent director by way of ordinary Resolution.

(i) Voted in favour of the Ordinary Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted through InstaPoll at the EGM	36	6218	100
Voted by remote E-voting	14	30579703	100
Total	50	30585921	100



(ii) Voted **against** the **Ordinary Resolution**:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted through InstaPoll at the EGM	0	0	0
Voted by remote E-voting	0	0	0
Total	0	0	0

(iii) Votes **abstained**:

Particulars	Number of members	Number of votes cast by them
Voted through InstaPoll at the EGM	0	0
Voted by remote E-voting	1	10
Total	1	10

5. All the relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the Extra-Ordinary General Meeting of the Company and the same shall be handed over thereafter to the Chairman / Company Secretary of the Company for safe keeping.

Thanking you,
Yours faithfully,

For **PRAGNYA PRADHAN & ASSOCIATES**
(Company Secretaries)



Pragnya Parimita Pradhan

(Pragnya Parimita Pradhan)
Proprietor

Date: 22/07/2015
Place: New Delhi