



PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

Deliver the best at the earliest

Report of Scrutinizer

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and 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** pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the Postal Ballot and e-voting Process in a fair and transparent manner in respect of the Special Resolution stated in the Notice of the Postal Ballot dated June 15, 2015 proposed to be passed by equity shareholders of the Company, submit my report as under :

1. The Notice of the Postal Ballot dated June 15, 2015 along with Postal Ballot Form and postage-prepaid self-addressed Business Reply Envelope was sent to all the members of the Company, dispatch of which was completed on June 30, 2015, for seeking their approval on the Special Resolution as set out in said Postal ballot Notice through Postal Ballot and E-voting process.
2. The Company has provided the e-voting facility to the Members to exercise their votes electronically on said Special Resolution through the e-voting service facility arranged by Karvy Computershare Private Limited (KCPL).
3. The members of the Company holding shares as on the "Cut-off" date of June 19, 2015, were entitled to vote on the said Special Resolution.



4. The voting period for e-voting and Postal Ballot was commenced on July 01, 2015 (9.00 Hours IST). The voting period for e-voting was ended on July 30, 2015 (18.00 Hours IST) and the KCPL's e - voting platform was blocked thereafter. The last date for the receipt of Postal Ballot Forms by the Scrutinizer was July 30, 2015.
5. The Postal ballot Register was prepared to record equity shareholder's Assent or Dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholder, number of shares held by them, nominal value of such shares, whether the shares have differential voting rights, if any, details of postal ballots which are received in defaced or mutilated form and postal ballot forms which are invalid.
6. The Ballot Papers received were scrutinized and reconciled with the records maintained by Registrar and Share Transfer Agent (RTA). The Postal Ballot Forms which were incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over-written, wrongly signed have been rejected and treated as invalid.
7. The votes casted through e-voting were unblocked on July 30, 2015 around 6.01 p.m. in the presence of two witnesses, Ms. Kirti Kataria (WZ-189, Hari Bhawan, Khampur, Opp. West Patel Nagar, Delhi -110008) and Mr. Vaibhav (WZ-189, Hari Bhawan, Khampur, Opp. West Patel Nagar, Delhi -110008), who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature: Kirti Kataria
Name Kirti Kataria

Signature: Vaibhav
Name Vaibhav

8. The votes casted were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting and Postal Ballot Forms

I have scrutinized and reviewed the Postal ballot and e-voting 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 now submit my Report as under on the result of the Postal ballot and e-voting in respect of the following Resolutions:



Item No. -1-Special Resolution authorising the Board of Directors to to give guarantees and / or to provide security in connection with a loan/any other form of debt to any other body corporate whether Indian or overseas or any person up to a maximum amount of Rs. 2,000 Crores (Rupees two Thousand Crores only) outstanding at any point of time notwithstanding that the aggregate amount of all the loans / guarantees / securities / investments so far made together with the proposed guarantees and/or securities to be made, exceeds the prescribed limits under the Companies Act, 2013.

(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 By Physical Postal Ballot Forms	5	1,252	0.004
Voted by E-voting	15	3,00,66,412	98.315
Total	20	3,00,67,664	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 By Physical Postal Ballot Forms	0	0	0.000
Voted by E-voting	10	5,14,171	1.681
Total	10	5,14,171	1.681

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
0	0

Item No. -2-Special Resolution authorising the Board of Directors to give any loans/any other form of debt to any person or other body corporate, whether Indian or overseas up to maximum amount of Rs. 500 Crores (Rupees Five hundred Crores only) outstanding at any point of time notwithstanding that the aggregate amount of all the loans / guarantees / securities / investments so far made together with the proposed loans to be made, exceeds the prescribed limits under the Companies Act, 2013.



(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 By Physical Postal Ballot Forms	5	1,252	0.004
Voted by E-voting	14	3,00,66,372	98.315
Total	19	3,00,67,624	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 By Physical Postal Ballot Forms	0	0	0.000
Voted by E-voting	10	5,14,171	1.681
Total	10	5,14,171	1.681

(iii) Abstain votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
1	40

9. All the relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot process 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: 31-07-2015
Place: New Delhi