



B K Sharma and Associates
Company Secretaries

Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 (3)(xii) & Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman,

27th Annual General Meeting of the Equity Shareholders of Polycon International Limited held on Friday, 28th September, 2018 at F-11, Hirawala Industrial Area, P.O. Kanota, Jaipur-303012 at 1.00 PM and concluded at 1.50 PM.

Dear Sir,

I, B. K. Sharma, Proprietor of M/s. B K Sharma and Associates, Company Secretaries, having its registered office at AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, Jaipur- 302019, was appointed as Scrutinizer for the purpose of Remote e-voting and the poll taken on the below mentioned resolution(s) at the 27th Annual General Meeting of the Equity Shareholders of Polycon International Limited held on Friday, 28th September, 2018 at F-11, Hirawala Industrial Area, P.O. Kanota, Jaipur-303012, submit my Report as under:

1. The Remote E-voting remained open from 25th September, 2018 at 9.00 AM to 27th September, 2018 at 05.00 PM.
2. The Shareholders holding shares as on the "cut off" date i.e. Friday, 21st September, 2018, were entitled to vote on the proposed resolutions (item no. 1 to 3) as set out in the Notice dated 13th August, 2018 convening the 27th Annual General Meeting of Polycon International Limited.
3. The details of the Members, who have cast votes through remote-e-voting, were downloaded from the e-voting website of the Central Depository Services (India) Limited (CDSL) www.evotingindia.com.
4. After the time fixed for closing of the poll by the Chairman, ONE ballot box kept for polling was locked in our presence with due identification marks placed by us.



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5. The locked ballot box was subsequently opened in my presence and poll paper was diligently scrutinized. The poll paper was reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
6. We did not find any poll paper invalid.
7. The Remote E-voting was unblocked on Friday the 28th September, 2018 at 2:19 PM in the presence of two witnesses, Mr. Rahul Sharma, 26, Friends Colony, Lal Kothi, Jaipur—302015 and Ms. Swati Pal, 2, Vishnu Colony, Sodala, Jaipur-302006, (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

Name: Rahul Sharma

Name: Swati Pal

8. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the Remote E-voting website of Central Depository Services (India) Limited (CDSL) www.evotingindia.com.
 9. The overall result of Remote E-voting and Poll at AGM is as under :
- a) **Resolution1: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.**

(i) **Voted in favour of resolution:**

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	1417150	61.61
Ballot at AGM	22	2274257	38.39
Total	30	3691407	100.00





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(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-

(iii) Invalid/Abstained votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-

b) Resolution 2-To re-appoint Mr. K C Bhandari (DIN: 07291163) who retires by rotation at this Annual General Meeting and being eligible, offers himself for reappointment.

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	1417150	61.61
Ballot at AGM	22	2274257	38.39
Total	30	3691407	100.00





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(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-

(iii) Invalid/Abstained votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-

c) Resolution 3- Ratification of the appointment of Statutory Auditors of the Company to hold office from the conclusion of this 27th Annual General Meeting till the conclusion of 31st Annual General Meeting and to fix their remuneration.

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	1417150	61.61
Ballot at AGM	22	2274257	38.39
Total	30	3691407	100.00





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(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	-	-	-
Ballot at AGM	-	-	-
Total	-	-	-


(iii) Invalid/Abstained votes:

Mode of Polling	Number of members voted	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-

10. The Register, all the poll papers and relevant records relating to electronic voting and Poll at AGM were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you.

For **B K Sharma and Associates**
Company Secretaries
FRN: S2013RJ233500


[B K SHARMA]
Proprietor
CP. NO- 12636
M. No.: F6206



Place: Jaipur
Dated: 28th September, 2018