



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]

The Chairman,

25th Annual General Meeting of the Equity Shareholders of Polycon International Limited held on Friday, 30th September, 2016 at 1.00 PM at Rotary Bhawan, Church Road, M I Road, Jaipur - 302001.

Dear Sir,

I, Brij Kishore Sharma, Proprietor of M/s. B K Sharma & 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 25th Annual General Meeting of the Equity Shareholders of Polycon International Limited, held on Friday, 30th September, 2016 at 1:00 P.M., at Rotary Bhawan, Church Road, M I Road, Jaipur-302001, Rajasthan.

1. The Remote E-voting remained open from 26th September, 2016 at 09.00 AM to 29th September, 2016 at 05.00 PM.
2. The Shareholders holding shares as on the "cut off" date i.e. Friday, 23rd September, 2016, were entitled to vote on the proposed resolutions (item no. 1 to 3) as set out in the Notice dated 30th May, 2016 convening the 25th Annual General Meeting of Polycon International Limited).
3. The details of the Members, who have cast votes through remote-evoting, were downloaded from the e-voting website of 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.
5. The ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were 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 30th September, 2016 at 3.13 P.M. in the presence of two witnesses, Mr. Kartik Sharm, 1537, Baba Harish Chandra Marg, Chandpole Bazar, Jaipur-302001 and Ms. Varsha Jangir, A-123, Chand Bhari Nagar,







B K SHARMA & Associates

Company Secretaries

Khatipura, Jaipur-302012 (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.


Name: Mr. Kartik Sharma


Name: Ms. Varsha Jangir

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), i.e., www.evotingindia.com
9. The overall result of Remote E-voting and Poll at AGM is as under :
- a) Resolution 1: To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2016 and 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	12	1639887	44.9833
Ballot at AGM	20	2005657	55.0167
Total	32	3645544	100.00

(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 appoint a Director in place of Shri K.C. Bhandari (holding DIN: 07291163) who retires by rotation and is 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	12	1639887	44.9833
Ballot at AGM	20	2005657	55.0167
Total	32	3645544	100.00

(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- To ratify the appointment of Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of next Annual General Meeting (AGM) 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	12	1639887	44.9833
Ballot at AGM	20	2005657	55.0167
Total	32	3645544	100.00





(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 & Associates
Company secretaries
FRN: S2013RJ233500

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



Place: Jaipur
Dated: 30th September, 2016