



**Consolidated 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,**

26<sup>th</sup> Annual General Meeting of the Equity Shareholders of Polycon International Limited held on Friday, 29<sup>th</sup> September, 2017 at Rotary Bhawan, Church Road, M.I. Road, Jaipur 302001 at 1:00 PM and concluded at 1:40 PM.

Dear Sir,

I, B. K. 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 26<sup>th</sup> Annual General Meeting of the Equity Shareholders of Polycon International Limited, held on Friday, the 29<sup>th</sup> September, 2017 at 1:00P.M., at Rotary Bhawan, Church Road, M.I. Road, Jaipur 302001, submit my Report as under:

1. The Remote E-voting remained open from 26<sup>th</sup> September, 2017 at 9:00 AM to 28<sup>th</sup> September, 2017 at 05:00 PM.
2. The Shareholders holding shares as on the "cut off" date i.e. Friday, 22<sup>nd</sup> September, 2017, were entitled to vote on the proposed resolutions (item no. 1 to 5 as set out in the Notice dated 30<sup>th</sup> May, 2017 convening the 26<sup>th</sup> 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), i.e., [www.evotingindia.com](http://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 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 29<sup>th</sup> September, 2017 at 14:53 in the presence of two witnesses, Ms. Manpreet Kaur Sehmi, Sehmi Machines Private Limited, Prem Nagar, Foy sagar Road, Ajmer-305001 and Ms. Riya, Ward No. 22, Opposite Hanuman Mandir, Nohar, Distt. Hanumangarh (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

  
.....  
Name: Manpreet Kaur Sehmi

  
.....  
Name: Riya

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 of the Company for the year ended 31st March, 2017 and Reports of the Board 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	1637022	9	58.44
Ballot at AGM	2301957	23	41.56
<b>Total</b>	<b>3938979</b>	<b>32</b>	<b>100.00</b>







(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 Rajiv Baid (DIN : 00212265) who retires by rotation 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	1637022	9	58.44
Ballot at AGM	2301957	23	41.56
Total	3938979	32	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	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

(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		
<b>Total</b>		

- c) Resolution 3- To appoint M/s Tambi Ashok & Associates, Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of this 26<sup>th</sup> Annual General Meeting (AGM) till the conclusion of 31<sup>st</sup> 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	1637022	9	58.44
Ballot at AGM	2301957	23	41.56
<b>Total</b>	<b>3938979</b>	<b>32</b>	<b>100.00</b>





(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	-	-	-
<b>Total</b>	-	-	-

(iii) Invalid/Abstained votes:

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

d) Resolution 4- Re-appointment of Mr. Rajiv Baid as an Executive Director and Chief Financial Officer of the Company.

(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	1637022	9	58.44
Ballot at AGM	2301957	23	41.56
<b>Total</b>	<b>3938979</b>	<b>32</b>	<b>100.00</b>







(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	-	-	-
<b>Total</b>	-	-	-

(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	-	-
<b>Total</b>	-	-

e) Resolution 5 – Re-appointment of Mr. Lal Chand Baid as a Chairman and Managing Director of the Company.

(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	1637022	9	58.44
Ballot at AGM	2301957	23	41.56
<b>Total</b>	<b>3938979</b>	<b>32</b>	<b>100.00</b>





(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	-	-	-
<b>Total</b>	-	-	-

(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	-	-
<b>Total</b>	-	-

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: 29<sup>th</sup> September, 2017