

**SEEMA K & ASSOCIATES**  
Company Secretaries  
154, Vardhman Fortune Mall,  
G T Karnal Road, Delhi 110 033  
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## **Consolidated Scrutinizer's Report**

**(Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules 2014 as amended)**

To,

The Chairman,

J C T Limited

Village Chohal

District Hoshiarpur

Punjab -146 024

### **Annual General Meeting of Equity shareholders of J C T Limited held on August 14, 2019**

Dear Sir,

Pursuant to the Resolution passed by the Board of Directors of J C T Limited (hereinafter referred to as the "Company") on 30<sup>th</sup> May, 2019, I, Seema S Khanna, Company Secretary in Whole-time Practice having office at 154, Vardhman Fortune Mall, G T Karnal Road, Delhi, have been appointed as a Scrutinizer for the purpose of:

- scrutinizing e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended
- scrutinizing Poll process on demand under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended

on the resolutions set out in the Notice of Annual General Meeting of J C T Limited held on 14<sup>th</sup> August, 2018 at the Registered Office at Village Chohal, District Hoshiarpur, Punjab.

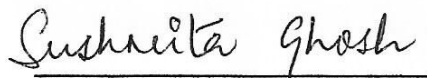
The cut-off date (record date) for the purposes of identifying the shareholders entitled to vote on the resolutions placed for the approval of the shareholders was August 7<sup>th</sup>, 2019.

As prescribed in the aforesaid rules, the e-voting facility was kept open for three days from Sunday, August 11<sup>th</sup>, 2019 (9.00 A.M.) till Tuesday, August 13<sup>th</sup>, 2019 (5.00 P.M.)

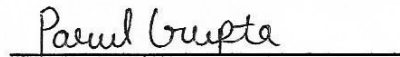
As prescribed in the clause (v) of sub rule 3 of the Rule 20, the company also released an advertisement on 5<sup>th</sup> August, 2019 in Hindi and English Newspapers.

The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the facility of electronic voting in respect of resolution to be passed at the Annual General Meeting. At the end of the voting period on Tuesday, August 13<sup>th</sup>, 2019, the voting portal of the service provider was blocked forthwith.

On August 14<sup>th</sup>, 2019 the votes cast by e-voting were unblocked by me as scrutinizer in the presence of Ms. Sushmita Ghosh R/o S-33A, Sunder Block, Gali No. 2, Shakarpur, Delhi-110 092 and Ms. Parul Gupta R/o 4947, Gali no. 40, Ragarpura, Karol Bagh, New Delhi - 110005 who acted as witnesses, as prescribed in sub rule 3(xi) of the said Rule 20. The witnesses are not the employees of the Company.



**Witness 1: Ms. Sushmita Ghosh**



**Witness 2: Ms. Parul Gupta**

As Scrutinizer, the report of the e-voting carried out by the shareholders was duly compiled, the details of which are as follows:

The total paid-up equity share capital of the Company as on 14<sup>th</sup> August, 2019 was Rs. 209,60,66,470/- divided into 83,84,26,588 equity shares of Rs.2.50/- each.

There are in all 33 shareholders holding 23,65,88,425 equity shares of the company (resolution no. 1 to 8), who have participated in the e-voting process carried out by the company and 59 shareholders holding 2,69,982 equity shares who have participated in the poll process.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and polls for the resolutions contained in the 70<sup>th</sup> Notice of the Annual General Meeting of Shareholders of the Company. My responsibility as Scrutinizer for the voting process (e voting and through poll) is restricted to make a consolidated Scrutinizer's report of votes cast 'in favour' or 'against' for the respective resolutions, based on the reports generated from the e-voting system provided by National Security Depository Limited (NSDL) and report generated for voting by use of ballots at the Meeting. I submit my consolidated report on all resolutions contained in the Notice of Annual General Meeting as under:

**Item No. 1**

***Adoption of Financial Statements for the financial year ended 31<sup>st</sup> March, 2019***

**Detail of votes cast:**

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
92	236858407	90	236739969	2	118438

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
80	236728495	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	11474	0.01

**Item No. 2**

***Appointment of Ms. Priya Thapar, Director***

**Detail of votes cast:**

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
92	236858407	90	236739969	2	118438

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
80	236728495	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	11474	0.01

### Item No. 3

#### *Ratification of appointment of Statutory Auditors*

##### Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
92	236858407	90	236739969	2	118438

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
81	236736095	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	3874	0.01

**Item No. 4**

***Approval of Cost Auditor's remuneration***

**Detail of votes cast:**

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
92	236858407	90	236739969	2	118438

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
80	236728495	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	11474	0.01

**Item No. 5**

***Re-appointment of Mr. A K Doshi as an Independent Director for second term***

**Detail of votes cast:**

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
92	236858407	90	236739969	2	118438

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
79	236728418	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	11551	0.01

**Item No. 6**

***Re-appointment of Mr. C M Bhanot as an Independent Director for second term***

**Detail of votes cast:**

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
92	236858407	90	236739969	2	118438

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
80	236728495	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	11474	0.01

**Item No. 7**

***Revision in remuneration of Mr. Samir Thapar, Chairman and Managing Director for the period from 01.04.2019 to 30.09.2021***

**Detail of votes cast:**

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
92	236858407	90	236739969	2	118438

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
78	236727918	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
12	12051	0.01

**Item No. 8**

***Revision in remuneration of Ms. Priya Thapar, as Whole-time Director for the period from 01.04.2019 to 30.09.2021***

**Detail of votes cast:**

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
92	236858407	90	236739969	2	118438

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
77	236727618	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
13	12351	0.01

The electronic data and all other relevant documents/records relating to voting is under my safe custody and will be handed over to the chairman and/or the company secretary of the company after the chairman considers, approves and signs the minutes of the Annual General Meeting in compliance with rule 20(3)(xiii) of the companies (Management & Administration) Rules, 2014.

Yours Sincerely,



**SEEMA KHANNA**

**COMPANY SECRETARY IN WHOLE-TIME PRACTICE**

CP No. 4397

Date: 14.08.2019

Place: Delhi