

SEEMA SHARMA
Company Secretary
F-5/10A, Ground Floor,
Model Town - I
Delhi 110 009

FORM NO. : MGT - 13

REPORT OF SCRUTINIZER

[Pursuant to section 109 of Companies Act 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The chairman,

AGM of the Equity shareholders of J C T Limited held on September 25, 2014 at
Village Chohal
District Hoshiarpur
Punjab - 146 024

Dear Sir,

I, CS Seema Sharma, appointed as scrutinizer for the purpose of the poll taken on the below mentioned resolution(s) at the Annual General Meeting of the Equity shareholders of J C T Limited held on September 25, 2014 at Village Chohal, District Hoshiarpur, Punjab, submit my report as under :-

1. After the time fixed for closing of the poll by the Chairman, one - (1) Postal Ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the company and the authorizations / proxies lodged with the company.



3. I did not find any poll papers invalid.

4. The Result of the poll is as under:-

(A) As an ordinary Resolution – Item no. 1 passed with the requisite majority

Adoption of audited financial statements including consolidated financial statements of the Company for the financial year ended March 31, 2014 and Reports of the Board of Directors and Auditors thereon

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	60	13246	89.99%
(ii) Votes against the resolution	5	1473	10%
(iii) Invalid votes	0	0	0

(B) As an ordinary Resolution – Item no. 2 passed with the requisite majority

Appointment of Director in place of Ms. PriyaThapar (holding DIN: 06742680) who retires from office by rotation, and being eligible, offers herself for re-appointment.

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	60	13246	89.99%
(ii) Votes against the resolution	5	1473	10%



(iii) Invalid votes	0	0	0
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(C) As an ordinary Resolution – Item no. 3 passed with the requisite majority

Appointment of Auditors and fix their remuneration.

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	60	13246	89.99%
(ii) Votes against the resolution	5	1473	10%
(iii) Invalid votes	0	0	0

(D) As an ordinary Resolution – Item no. 4 passed with the requisite majority

Appointment of Dr. Ajit Kumar Doshi (DIN: 02298644) as an Independent Director of the company

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	50	13071	88.60%
(ii) Votes against the resolution	6	1648	11.20%
(iii) Invalid votes	0	0	0



(E) As an ordinary Resolution – Item no. 5 passed with the requisite majority

Appointment of Mr. Gordhan Bhajraj Kathuria (DIN: 00062088) as an Independent Director of the company

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	60	13246	89.99%
(ii) Votes against the resolution	5	1473	10%
(iii) Invalid votes	0	0	0

(F) As an ordinary Resolution – Item no. 6 passed with the requisite majority

Appointment of Mr. Chander Mohan Bhanot (DIN: 06462056) as an Independent Director of the company

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	60	13246	89.99%
(ii) Votes against the resolution	5	1473	10%
(iii) Invalid votes	0	0	0



(G) As special Resolution – Item no. 7 passed with the requisite majority

Approval for Creation, Offer, Issue and allotment of 44195092 Equity Shares of Rs. 2.50 each on preferential basis

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	59	13071	88.80%
(ii) Votes against the resolution	6	1548	11.20%
(iii) Invalid votes	0	0	0

(H) As special Resolution – Item no. 8 passed with the requisite majority

Approval to borrow not exceeding Rs. 650 crores

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	60	13246	89.99%
(ii) Votes against the resolution	5	1473	10%
(iii) Invalid votes	0	0	0



(I) Asspecial Resolution – Item no. 9 passed with the requisite majority

Approval of new Articles of Association of the company

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	60	13246	89.99%
(ii) Votes against the resolution	5	1473	10%
(iii) Invalid votes	0	0	0

(J) As special Resolution – Item no. 10 passed with the requisite majority

Approval for re-classification of Authorised Share Capital of the Company

	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Votes in favor of the resolution	60	13246	89.99%
(ii) Votes against the resolution	5	1473	10%
(iii) Invalid votes	0	0	0



5. Annexure (Excel Sheet) containing a list of equity shareholders who voted 'FOR', 'AGAINST' for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company.

Thanking you.

Yours Faithfully,



SEEMA SHARMA

COMPANY SECRETARY IN WHOLE-TIME PRACTICE

CP No. 4397

Date: 25.09.2014

Place: Hoshiarpur

Witness no. 1 (NEETU VERMA)

Neetu Verma

Witness no. 2 (NEELAM)

Neelam

Gordhan Kathuria

Signed by Mr. Gordhan Bhojraj Kathuria

Chairman of the meeting