

## Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and administration) Rules, 2014 as amended]

To,  
The Chairman of the 111<sup>th</sup> Annual General Meeting  
Jost's Engineering Company Limited  
Great Social Building, 60, Sir Phirozeshah Mehta Road, Mumbai-400001.

Sir,

I, Sandeep Dar, Practicing Company Secretary, was appointed by the Board of Directors of Jost's Engineering Company Limited (CIN: L28100MH1907PLC000252), at their meeting held on May 26, 2018, as a scrutinizer for the purpose of scrutinizing the e-voting as well as voting by ballot process to be carried out as per the provisions of section 108 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014 as amended, on the resolutions proposed as per the notice of 111<sup>th</sup> Annual General Meeting of the members of Jost's Engineering Company Limited held on Monday, the July 30, 2018 at 11.45 A. M. at the Registered office of the Company at Great Social Building, 60, Sir Phirozeshah Mehta Road, Mumbai-400001.

Accordingly, I submit my report on remote e-voting as well as voting through Ballot as under:

1. The E-Voting period remained open from 10.00 A. M. on Friday, July 27, 2018 and closed at 5:00 P. M. on Sunday, July 29, 2018.
2. The Shareholders holding shares as on the "cut off" date, i.e. July 23, 2018 were entitled to vote on the 7 (Seven) resolutions as mentioned in the Notice of the 111<sup>th</sup> Annual General Meeting of Jost's Engineering Company Limited.
3. The votes cast through remote e-voting were unblocked on Monday, July 30, 2018 in the presence of two witnesses, not in employment of the Company.
4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E- Voting website of Central Depository Services (India) Limited (www.evotingindia.com)
5. The ballot forms deposited on voting at the Annual General Meeting were collected and scrutinized after conclusion of voting at the Annual General Meeting. The total number of ballot forms received and rejected/accepted were as follows:

Number of Ballot Forms Deposited	
Ballot Received	3 (Three)
Ballot Rejected	0 (zero)
Ballot Accepted	3 (Three)



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6. There were no invalid votes in physical ballot voting and electronic voting system.
7. The results of the remote e-voting and voting through ballot in respect of resolutions contained in the Notice of 111<sup>th</sup> Annual General Meeting are as under:

**Item-1: Ordinary Resolution - Adoption of Financial Statements for the year ended March 31, 2018 and reports of Directors and Auditors thereon.**

**A. Voted in favour of Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	3	257	0.06
Electronic (e-voting)	15	463256	99.94
<b>Total</b>	<b>18</b>	<b>463513</b>	<b>100</b>

**B. Voted against Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	NIL	NIL	NIL
Electronic (e-voting)	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

**Item-2: Ordinary Resolution – Declaration of Dividend for the year ended March 31, 2018.**

**A. Voted in favour of Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	3	257	0.06
Electronic (e-voting)	15	463256	99.94
<b>Total</b>	<b>18</b>	<b>463513</b>	<b>100</b>

**B. Voted against Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	NIL	NIL	NIL
Electronic (e-voting)	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>



*Sandeep Dar*  
2

**Item-3: Ordinary Resolution – Re-appointment of Mrs. Shikha Jain (DIN 06778623) who retires by rotation.**

**A. Voted in favour of Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	3	257	0.06
Electronic (e-voting)	15	463256	99.94
<b>Total</b>	<b>18</b>	<b>463513</b>	<b>100</b>

**B. Voted against Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	NIL	NIL	NIL
Electronic (e-voting)	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

**Item-4: Ordinary Resolution – Ratification of Appointment of Messrs Singhi & Co., Chartered Accountants, as Auditors for the period from the conclusion of 111<sup>th</sup> AGM until the conclusion of 112<sup>th</sup> AGM.**

**A. Voted in favour of Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	3	257	0.06
Electronic (e-voting)	15	463256	99.94
<b>Total</b>	<b>18</b>	<b>463513</b>	<b>100</b>

**B. Voted against Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	NIL	NIL	NIL
Electronic (e-voting)	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>



*Sandeep Dar*

**Item-5: Ordinary Resolution – Approval of Appointment of Mr. Vishal Jain as a Vice Chairman and Managing Director for a period of three years w.e.f. 4<sup>th</sup> October 2017 and payment of remuneration to him.**

**A. Voted in favour of Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	3	257	0.06
Electronic (e-voting)	15	463256	99.94
<b>Total</b>	<b>18</b>	<b>463513</b>	<b>100</b>

**B. Voted against Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	NIL	NIL	NIL
Electronic (e-voting)	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

**Item-6: Special Resolution – Approval for giving loans, giving guarantees, providing securities and making investments upto an aggregate sum of Rs. 50 crores.**

**A. Voted in favour of Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	3	257	0.06
Electronic (e-voting)	15	463256	99.94
<b>Total</b>	<b>18</b>	<b>463513</b>	<b>100</b>

**B. Voted against Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	NIL	NIL	NIL
Electronic (e-voting)	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>



*Sandeep Dar*

**Item-7: Ordinary Resolution – Approval for entering into material contracts or arrangements with related parties pursuant to section 188 of the Companies Act, 2013**

**A. Voted in favour of Resolution:**

Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	3	257	1.13
Electronic (e-voting)	8	22424	98.87
<b>Total</b>	<b>11</b>	<b>22681</b>	<b>100</b>

**B. Voted against Resolution:**

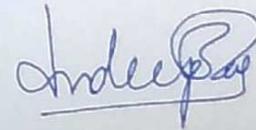
Voting option	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Ballot	NIL	NIL	NIL
Electronic (e-voting)	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

The Register relating to electronic voting and ballot papers and all other relevant records relating to the remote e-voting and ballot forms received shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the company.

Place: Navi Mumbai

Date: July 31, 2018

Signature :



Name : Sandeep Dar

FCS No. : 3159

