



SCRUTINIZER'S REPORT

To,
Ms. Hinal Mehta
Company Secretary
Jayabharat Credit Limited
Mumbai.

Dear Sirs,

Sub: Scrutinizer's Report on Postal Ballot and e-Voting conducted by Jayabharat Credit Limited, (the Company), pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with the Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended.

1. I, Prashant S. Mehta, proprietor of P. Mehta & Associates, Practising Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Jayabharat Credit Limited on 19th February, 2019 for conducting & scrutinizing the Postal Ballot and e-Voting process in a fair and transparent manner pursuant to provisions of Section 110 of the Companies Act, 2013 ("the Act") read with the Rule 22 of the Companies (Management and Administration) Rules, 2014, in respect of following mentioned resolutions.

Sr. No.	Resolutions	Description of the Resolutions
1	Special Resolution	Appointment/Continuation of Directorship by Mr. M K Madan as Non - Executive Director of the Company, liable to retire by rotation.

2. The Company had appointed CDSL as the Service Provider for extending the e-Voting facility to the members of the Company, commencing from Tuesday, 26th February, 2019 at 9:00 a.m. to Wednesday, 27th March, 2019 at 5:00 p.m.

3. Accordingly, after completing my detailed verification of both e-Voting and physical Postal Ballot forms received, I submit my report as under:

- The Company has on 25th February, 2019 completed the dispatch of Postal Ballot Notice along with Postal Ballot Form (a) through electronic means and (b) through physical mode, along with a self-addressed postage pre-paid business reply envelope to the members of the Company, seeking their approval in respect of the resolution.
- Particulars of all the Postal Ballot Forms received from the members have been entered in a register separately maintained for the purpose.
- The Postal Ballot forms were kept under safe custody before commencing the scrutiny of such Postal Ballot forms.
- The details of Postal Ballot forms and e-Voting counts were scrutinized by me and the shareholding was matched / confirmed with the Register of Members of the Company / list of Beneficial Owners received from the Depositories as on 15th February, 2019.



- All Postal Ballot forms received by the Company and all votes casted on e-Voting through CDSL upto 27th March, 2019, the last date and time fixed by the Company for receipt of the said forms and e-Voting were considered for my scrutiny.

4. A summary of the Postal Ballot Forms received and e-Voting for the aforesaid Resolutions is given below:

(a) Category-wise

Resolution required: (Ordinary/Special)	Special Resolution: <i>Appointment/Continuation of Directorship by Mr. M K Madan as Non - Executive Director of the Company, liable to retire by rotation.</i>							
Whether promoter/promoter group are interested in the agenda/Resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4550	4550	100	4550	0	100.000	0.000
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4550	100	4550	0	100.000	0.000
Public-Institutions	E-Voting	227181	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	4768269	3406341	71.44	3406339	2	100.000	0.000
	Poll		-	-	-	-	-	-
	Postal Ballot		4932	0.10	4882	50	98.990	1.010
	Total		3411273	71.54	3411221	52	100.000	0.000
Total		5000000	3415823	68.32	3415771	52	99.998	0.002

(b) General:

Particulars	No. of Postal Ballot forms including e-Voting	Total No. of shares	% to total shareholdings
Total Postal Ballot forms mailed / e-mailed	2337	5000000	100
Total No. of Postal Ballot forms including e-Voting received	45	3415823	68.32
Total No. of members who abstained from voting including e-Voting	-	-	--



5. Details of votes in Favour/Against /Invalid as per Postal Ballot forms, including e-Voting, received by the Company:

Resolutions	Mode	Ballots Received	Total Votes Cast	In favour		Against		Invalid	
				Ballots	Votes	Ballots	Votes	Ballots	Votes
1	Electronic	16	3410891	15	3410889	1	2	-	-
	Physical	29	4932	28	4882	1	50	-	-
	Total	45	3415823	43	3415771	2	52	-	-

6. The Summary of aforesaid Postal Ballot forms received including e-voting is as under:

Particulars	In favour			Against		
	No. of Postal Ballot Forms/e-Voting Counts	No. of Votes	% of total votes polled	No. of Postal Ballot Forms/e-Voting Counts	No. of Votes	% of total votes polled
Resolution 1	43	3415771	99.998	2	52	0.002

7. The Postal Ballot forms and all other papers relating to Postal Ballot is under my safe custody and the ballot papers and other related papers or register are handed over to Ms. Hinal Mehta, Company Secretary of the Company.
8. Accordingly, the above mentioned Resolution as set out in the Postal Ballot Notice dated 19th February, 2019 stands approved by the members of the Company with requisite majority.
9. You may accordingly declare the results of the voting by Postal Ballot and e-Voting.

Thanking you,


PRASHANT S. MEHTA
 COMPANY SECRETARY
 M. NO. 5814 CP. NO. 17341

Date: 28th March, 2019
 Place: Mumbai.

