

**CONSOLIDATED SCRUTINIZER'S REPORT**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the**  
**Companies (Management and Administration) Amendment Rules, 2015]**

**The Chairman**  
**JAY USHIN LIMITED**

**30<sup>th</sup> Annual General Meeting of the Members of JAY USHIN LIMITED held on**  
**Friday, the 30<sup>th</sup> September, 2016 at 9.30 A. M. at SATVIK by Chhabra Farms, G-1,**  
**Pushpanjali Farms, Dwarka Link Road, Bijwasan, New Delhi-110037,**

Dear Sir,

I, CS Baldev Singh Kashtwal, Practising Company Secretary, appointed by the Board of Directors of the Company at the meeting held on 5<sup>th</sup> August, 2016 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of scrutinizing the process of remote e-voting and voting at the 30<sup>th</sup> Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM, do hereby submit my report as follows:-

1. All the Resolutions for approval at the AGM were transacted through remote e-voting and also voting at the AGM venue, for which purpose the Board of Directors of the Company engaged the services of National Securities Depository Limited ("NSDL").
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 19<sup>th</sup> September, 2016 were entitled to cast their votes by remote e-voting or voting at the AGM venue.
3. Voting through remote e-voting commenced at 9.00 a.m. on 27<sup>th</sup> September, 2016 and closed at 5.00 p.m. on 29<sup>th</sup> September, 2016 when remote e-voting was blocked by NSDL.
4. In respect of those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM, facility of physical voting through ballot papers was provided at the AGM venue.
5. After the conclusion of voting at the AGM venue, the votes cast through voting at the AGM venue and remote e-voting were unblocked on 30<sup>th</sup> September, 2016 at 11.00 A. M. in the presence of 2 (two) witnesses, Ms. Varsha Joshi and Ms. Chetna neither of whom are in the employment of the Company.
6. Based on the reports generated from NSDL's e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the basis of physical voting done at the venue of AGM, which I have scrutinized, the consolidated results of voting are reported as under:



**ORDINARY BUSINESS****Item No. 1- Ordinary Resolution**

FOR ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY AS AT 31ST MARCH, 2016 AND THE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	57	2268689	1	100	58	2268789	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	57	2268689	1	100	58	2268789	100.00
Invalid Votes	NIL		NIL		NIL		

**Item No. 2 - Ordinary Resolution**

FOR DECLARATION OF DIVIDEND ON EQUITY SHARES.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	57	2268689	1	100	58	2268789	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	57	2268689	1	100	58	2268789	100.00
Invalid Votes	NIL		NIL		NIL		

**Item No. 3 - Ordinary Resolution**

FOR APPOINTMENT OF MRS. VANDANA MINDA DIN (03582322), WHO RETIRES BY ROTATION.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	56	2258595	2	10194	58	2268789	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	56	2258595	2	10194	58	2268789	100.00
Invalid Votes	NIL		NIL		NIL		



**Item No. 4 - Ordinary Resolution**

**FOR APPOINTMENT OF M/S. S. S. Kothari Mehta & Co., Chartered Accountants, New Delhi (Firm Registration No 000756N) as Statutory Auditors of the Company.**

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	57	2268689	1	100	58	2268789	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	57	2268689	1	100	58	2268789	100.00
Invalid Votes	NIL		NIL		NIL		

**SPECIAL BUSINESS****Item No. 5 – Special Resolution**

**Re-appointment of Mr. J. P. Minda (DIN 00045623), as Whole- time Director designated as Executive Chairman**

	Remote e-voting*		Voting at the AGM venue*		Consolidated voting results*		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	57	2268689	1	100	58	2268789	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	57	2268689	1	100	58	2268789	100.00
Invalid Votes	NIL		NIL		NIL		

**Item No. 6 - Ordinary Resolution**

**For Re-appointment of Mr. Ashwanl Minda (DIN 00049966) as Managing Director**

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	57	2268689	1	100	58	2268789	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	57	2268689	1	100	58	2268789	100.00
Invalid Votes	NIL		NIL		NIL		



**Item No. 7 – Ordinary Resolution**

**Approval for Material Related Party Transactions**

	Remote e-voting*		Voting at the AGM venue*		Consolidated voting results*		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	*48	*1721515	1	100	*49	*1721615	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	*48	*1721515	1	100	*49	*1721615	100.00
Invalid Votes	NIL		NIL		NIL		

- **The votes of related parties as defined under the Companies Act, 2013 are not considered.**

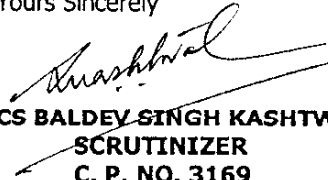
All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you

Yours Sincerely

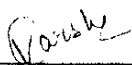
  
**CS BALDEV SINGH KASHTWAL**  
**SCRUTINIZER**  
**C. P. NO. 3169**  
**PARTNER**  
**RSM & CO.**  
**COMPANY SECRETARIES**  
**NEW DELHI**




Date : 01.10.2016

Place : New Delhi

We the undersigned have witnessed that the votes cast through remote e-voting and voting through ballot at the AGM venue were unblocked in our presence on 30<sup>th</sup> September, 2016 at 11.00 A. M.

1.   
**Name : Ms. Varsha Joshi**  
**Address: B-221, Brij Vihar,**  
**Ghaziabad – 201011 (U.P.)**

2.   
**Name : Chetna**  
**Address : 101-102, Madhuban Tower,**  
**A-1, V. S. Block, Shakarpur, Delhi-92**