



Naveen K Shenoy
Practicing Company Secretary

Flat No.407, Ashok Heights, No.11, 9th Cross, Srikanteshwar Nagar, Mahalakshmi Layout, Bangalore 560 096. Phone: 080-23478660, Mobile: 9901070457, E-mail: shenoykn@hotmail.com

Report of Scrutinizer

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

To,
The Chairman,

37th (Thirty Seventh) Annual General Meeting (AGM) of Equity Shareholders of **JCK Infrastructure Development Limited** Held on Thursday, September 14, 2017 at 12.00 Noon at "Sri Krishna Hall", Woodland Hotels, 5, Rajaram Mohan Roy Road, Bengaluru 560025

Dear Sir,

I, Naveen K Shenoy, Practicing Company Secretary, at Flat No.407, Ashok Heights, No.11, 9th Cross, Srikanteshwar Nagar, Mahalakshmi Layout, Bangalore 560 096, was appointed as Scrutinizer by the Board of Directors of **JCK Infrastructure Development Limited** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules,2014 (Amendment Rules,2015) in respect of the below mentioned resolutions proposed at the 37th Annual General Meeting of the Equity Shareholders of the Company held on Thursday, September 14, 2017 at 12.00 Noon at "Sri Krishna Hall", Woodland Hotels, 5, Rajaram Mohan Roy Road, Bengaluru 560025, India, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolution proposed in the Notice of the 37th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and the report generated electronically for voting by use of ballots at the meeting.
2. In accordance with the Notice of the 37th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules,2014 (Amendment Rules 2015), the remote e-voting opened at 9:00 AM on September 11, 2017 and remained open up to 5:00 PM on September 13, 2017.
3. The Equity shareholders holding shares as on September 7, 2017, "cut-off date", were entitled to vote on the resolution stated in the Notice of the 37th Annual General Meeting of the Company.
4. After declaration of voting by use of ballot by the Chairman at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes

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subsequently on close of voting hours were opened in the presence of two witnesses who are not the employees of the Company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/Registrar and Transfer Agents (R&TA) of the Company and the authorization / proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot. As per the information given by the Company the names of the shareholders who had voted on e-voting through CDSL facility had been blocked and ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.

5. The ballots, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically.
6. The votes on remote e-voting were unblocked at around 1:39 P.M., after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Central Depository Services Limited (<https://www.evotingindia.com>) and the same are being handed over to the Chairman.
7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) Resolution -1: Ordinary Resolution

Adoption of financial statements for the financial year ended 31st March 2017 and reports of the Auditors and Directors thereon.

(I) Voted in favour of the resolution

	Number of Members present and voting(in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	776683	776683	99.94%
Physical Ballot	400	400	0.05%
Total	777083	777083	99.99%





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(II) Voted against the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(III) Invalid Votes

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	50	50	0.01%
Total	50	50	0.01%

b) Resolution -2: Ordinary Resolution
Declaration of Dividend of 10% on the equity paid-up capital for the Financial year ended 31st March, 2017.

(I) Voted in favour of the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	776683	776683	99.94%
Physical Ballot	400	400	0.05%
Total	777083	777083	99.99%

(II) Voted against the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0





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(III) Invalid Votes

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	50	50	0.01%
Total	50	50	0.01%

c) Resolution -3: Ordinary Resolution

Re-appointment of Mr. Krishan Kapur (DIN 05183136) as Director, liable to retire by rotation.

(I) Voted in favour of the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	776683	776683	99.94%
Physical Ballot	400	400	0.05%
Total	777083	777083	99.99%

(II) Voted against the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(III) Invalid Votes

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	50	50	0.01%
Total	50	50	0.01%





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d) Resolutions -4: Ordinary Resolution
Re-appointment of Mr. Jyoti Kapur (DIN 00747833) as Director, liable to retire by rotation.

(I) Voted in favour of the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	776683	776683	99.94%
Physical Ballot	400	400	0.05%
Total	777083	777083	99.99%

(II) Voted against the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(III) Invalid Votes

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	50	50	0.01%
Total	50	50	0.01%

e) Resolutions -5: Ordinary Resolution
To ratify appointment of M/S. P. Chandrasekhar as Statutory Auditors of the Company.

(I) Voted in favour of the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	776683	776683	99.94%
Physical Ballot	400	400	0.05%
Total	777083	777083	99.99%





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(II) Voted against the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(III) Invalid Votes

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	50	50	0.01%
Total	50	50	0.01%

**f) Resolution-6: Ordinary Resolution
To appoint of Mrs. Esha Krishan Kapur (DIN 00747833) as Director.**

(I) Voted in favour of the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	776683	776683	99.94%
Physical Ballot	400	400	0.05%
Total	777083	777083	99.99%

(II) Voted against the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0





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(III) Invalid Votes

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	50	50	0.01%
Total	50	50	0.01%

g) Resolution-7: Special Resolution

To appoint of Mrs. Esha Krishan Kapur (DIN 00747833) as Wholetime Director.

(I) Voted in favour of the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	776683	776683	99.94%
Physical Ballot	400	400	0.05%
Total	777083	777083	99.99%

(II) Voted against the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(III) Invalid Votes

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	50	50	0.01%
Total	50	50	0.01%





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h) Resolutions -8: Special Resolution
Revision of Remuneration payable to Mrs. Jyoti Kapur, Whole-Time Director of the Company.

(I) Voted in favour of the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	776683	776683	99.94%
Physical Ballot	400	400	0.05%
Total	777083	777083	99.99%

(II) Voted against the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(III) Invalid Votes

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	50	50	0.01%
Total	50	50	0.01%

i) Resolutions -9: Special Resolution
Remuneration payable to Mr. Krishan Kapur, Managing Director of the Company.

(I) Voted in favour of the resolution

	Number of Members present and voting (in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	776683	776683	99.94%
Physical Ballot	350	350	0.05%
Total	777033	777033	99.99%





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(II)Voted against the resolution

	Number of Members present and voting(in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(III)Invalid Votes

	Number of Members present and voting(in person or by proxy or through E-voting)	No of votes cast by them	% of total number of valid votes
E-voting	0	0	0
Physical Ballot	50	50	0.01%
Total	50	50	0.01%

8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 37th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Place: Bangalore
Dated: 14/09/2017




Naveen K Shenoy
Practising Company Secretary
Membership No: 10817
C.P No: 16588

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ACS No. 10817, CP No. 16588