



POLYCON International Ltd.

Regd. Office : C-98, Jagan Path, Chomu House, C-Scheme, JAIPUR-302 001 (INDIA)
Phone : 0141-2363048, 2363049 • E-mail : info@polyconltd.com
CIN : L28992RJ1991PLC006265 • GSTIN : 08AADCP3163H1ZG

1ST October, 2022

The Manager
Department of Corporate Services
Bombay Stock Exchange Ltd.
Floor 25, P.J. Towers,
Dalal Street,
MUMBAI : 400 001

Sub : Voting Results of the 31st Annual General Meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report

Dear Sir,

Pursuant to regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of voting results in the prescribed format of the items/businesses transacted at the 31st Annual General Meeting of the Company held on Friday, 30th day of September, 2022 at 1:00 pm at O-22, Parmanand Hall, Ashok Watika Samiti, Ashok Marg, C-Scheme, Jaipur-302001 (Rajasthan).

The report of Scrutinizer pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 on e-voting & voting through ballot process at the Annual General Meeting is enclosed.

The above mentioned voting results along with the Scrutinizer Report are also uploaded on the website of the Company at www.polyconltd.com.

Please take the same in your records.

Thanking you,

Yours faithfully,
For Polycon International Ltd.

Gajanand Gupta
Company Secretary



Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) and of the Companies (Management and Administration) Rules, 2014 as amended up to date.]

To
The Chairman,
POLYCON INTERNATIONAL LTD

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 31st Annual General Meeting of Polycon International Ltd held on Friday, September 30, 2022 at 1:00 P.M. at O-22, Parmanand Hall, Ashok Watika Samiti, Ashok Marg, C-Scheme, Jaipur – 302001 (Rajasthan) concluded at 1:45p.m.

I, B K Sharma of M/s. B K Sharma & Associates, Practicing Company Secretaries, has been appointed as Scrutinizer by the Board of Directors of Polycon International Ltd pursuant to Section-108 of The Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process in respect of the below mentioned resolutions at the 31st Annual General Meeting of Polycon International Ltd, held on Friday, the 30th September, 2022 at 01:00 P.M., at O-22, Parmanand Hall, Ashok Watika Samiti, Ashok Marg, C-Scheme, Jaipur – 302001 (Rajasthan).

I was also appointed as Scrutinizer to scrutinize the voting process during the said AGM.

The notice dated August 13, 2022, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated April 8, 2020, April 13, 2020, June 15, 2020, September 29, 2020, December 31, 2020, June 23, 2021, December 08, 2021, and May 05, 2022 and SEBI Circular dated May 12, 2020, January 15, 2021 and May 13, 2022 (collectively referred to as "Circulars").

The Company had availed the e-voting facility from Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.





The voting period for remote e-voting commenced on Tuesday, September 27, 2022 (09:00 A.M. IST) and ended on Thursday, September 29, 2022 (5:00 P.M. IST) and the CDSL e-voting platform was blocked thereafter.

The Company had also provided voting facility through ballot to the shareholders present at the AGM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, September 23, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the e-voting is restricted for making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting prior to and voting through ballot during the AGM in respect of the said resolutions.

Resolution No.1: (Ordinary Resolution)

Adoption Of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	17	2162517	65.69
Through Ballot at AGM	8	1089510	33.10
TOTAL	25	3252027	98.79





(ii) **Voted against the resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	1	39729	1.21
Through Ballot at AGM	-	-	-
TOTAL	1	39729	1.21

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

Resolution No. 2- (Ordinary Resolution)

Re-Appointment Of Mr. Prashant Singh Vohra As A Director, Liable To Retires By Rotation

To appoint a Director in place of Mr. Prashant Singh Vohra (DIN: 09217439) who retires by rotation and being eligible, offers himself for Re- appointment.

(i) **Voted in favour of resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	17	2162517	65.69
Through Ballot at AGM	8	1089510	33.10
TOTAL	25	3252027	98.79





(ii) **Voted against the resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	1	39729	1.21
Through Ballot at AGM	-	-	-
TOTAL	1	39729	1.21

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

Resolution No. 3- (Ordinary Resolution)

To Appoint Statutory Auditors And To Fix Their Remuneration

(i) **Voted in favour of resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	17	2162517	65.69
Through Ballot at AGM	8	1089510	33.10
TOTAL	25	3252027	98.79

(ii) **Voted against the resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	1	39729	1.21
Through Ballot at AGM	-	-	-
TOTAL	1	39729	1.21





(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

Resolution No. 4 - (Special Resolution)

Appointment Of Mr. Nikhil Bhandari (DIN:09398483) As Independent Director

(i) **Voted in favour of resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	17	2162517	65.69
Through Ballot at AGM	8	1089510	33.10
TOTAL	25	3252027	98.79

(ii) **Voted against the resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	1	39729	1.21
Through Ballot at AGM	-	-	-
TOTAL	1	39729	1.21

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-





Resolution No. 5 - (Special Resolution)

To Approve Remuneration Payable To Mr. Rajiv Baid, Managing Director Of The Company

(i) Voted in favour of resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	17	2162517	65.69
Through Ballot at AGM	8	1089510	33.10
TOTAL	25	3252027	98.79

(ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	1	39729	1.21
Through Ballot at AGM	-	-	-
TOTAL	1	39729	1.21

(iii) Invalid/Abstained votes:

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

Resolution No. 6 - (Special Resolution)

To Approve Remuneration Payable To Mr. Varun Baid, Executive Director Of The Company





(i) **Voted in favour of resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	17	2162517	65.69
Through Ballot at AGM	8	1089510	33.10
TOTAL	25	3252027	98.79

(ii) **Voted against the resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	1	39729	1.21
Through Ballot at AGM	-	-	-
TOTAL	1	39729	1.21

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

Resolution No. 7 - (Special Resolution)

Alteration Of The Object Clause & Liability Clause Of The Memorandum Of Association Of The Company

(i) **Voted in favour of resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	15	1776606	61.14
Through Ballot at AGM	8	1089510	37.49
TOTAL	23	2866116	98.63





(ii) **Voted against the resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	1	39729	1.37
Through Ballot at AGM	-	-	-
TOTAL	1	39729	1.37

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

Resolution No. 8 - (Special Resolution)

Adoption Of New Set Of Articles Of Association Of The Company

(i) **Voted in favour of resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	15	1776606	61.14
Through Ballot at AGM	8	1089510	37.49
TOTAL	23	2866116	98.63

(ii) **Voted against the resolution:**

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-voting	1	39729	1.37
Through Ballot at AGM	-	-	-
TOTAL	1	39729	1.37





B K Sharma & Associates
Company Secretaries

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

The electronic data and all other relevant records relating to Remote e-voting prior to and ballot paper during the AGM will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 31st Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for the safe keeping.

Thanking you,

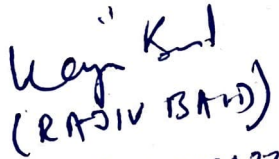
For **B K Sharma & Associates**
Company Secretaries




[B K SHARMA]
CP. No.: 12636
M. No.: F6206
Peer Review Certificate No.: 1172/2021
UDIN: F006206D001099298

Place: Jaipur
Date: 30/09/2022




(KESHAV KUMAR)
Countersigned by DIN 0022265
For Polycon International Ltd
Chairman / Company Secretary