

Commercial Engineers & Body Builders Co. Limited



...bodies in motion ...

CIN-L24231MP1979PLC049375

Regd. Office: 48, Vandana Vihaar, Narmada Road, Gorakhpur, Jabalpur (M.P.) INDIA
Email Id – cs@cebbco.com, Website – www.cebbco.com, Tel – 0761-2661336

21.11.2020

To,
The Secretary,
Bombay Stock Exchange Limited,
25th Floor, P J Towers,
Dalal Street,
MUMBAI - 400 001
Fax No. 022 2272 2061/022 2272
2041

The Secretary
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot No C/1 G
Block, Bandra Kurla Complex, Bandra
(East) **Mumbai 400051**
Fax No. 022-2659 8237/38,
66418124/25/26

Dear Sir/Madam,

Scrip Code - BSE - 533272

NSE Symbol: CEBBCO

Ref - Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Sub: Outcome of Postal Ballot / Voting Results / Scrutinizers Report

Dear Sir/ Ma'am,

In Compliance with Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to submit the following information, in the prescribed format, regarding voting results of the business transacted as per Postal Ballot / E-Voting Notice dated 20 October, 2020 of the Company.

Date and Time of Commencement of voting	Thursday, October 22, 2020 (9:00 hours IST)
Date of end of voting	Friday, November 20, 2020 (17:00 hours IST)
Date of the Declaration of result	21.11.2020
Record Date (<i>Cut- off date</i>)	16.10.2020
Total Number of Shareholders as on record date	10752
Business Transacted	1. Increase in Authorised Share Capital of the Company and consequent alteration in clause V of the Memorandum of Association. 2. Alteration in Objects clause of the Memorandum of Association of the company

Factory (Unit I) : 21,22,33,34, Industrial Area Richhai, Jabalpur - 482010 M.P.,
Factory (Unit II) : NH12-A, Village Udaipura, Teh. Niwas, Distt. Mandla - 481661 M.P.,
Factory (Unit III) : Plot No. 690 to 693 & 751 to 756, Sector III, Industrial Area, Pithampur, Distt. Dhar,
Factory (Unit IV) : Industrial Area Richhai, Jabalpur - 482010 M.P.
Factory (Unit V) : Plot No. 742, Asangi Phase Area, Saraikela, Jharkhand – 932109,
Factory (Unit VI) : 118, Village Imlai, Near Deori Railway Station, P.O. Panagar, Jabalpur - 483220

Commercial Engineers & Body Builders Co. Limited



CIN-L24231MP1979PLC049375

Regd. Office: 48, Vandana Vihaar, Narmada Road, Gorakhpur, Jabalpur (M.P.) INDIA
Email Id – cs@cebbco.com, Website – www.cebbco.com, Tel – 0761-2661336

In connection with the above, please find enclosed herewith the following:

1. Voting Result pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report dated 21st November 2020.

The Resolutions contained in the Postal Ballot Notice have not been passed with requisite majority.

The said information is also being made available on the website of the Company i.e. www.cebbco.com

This is for your information and records.

For COMMERCIAL ENGINEERS AND BODY BUILDERS CO. LIMITED


Amit K Jain
Company Secretary



Factory (Unit I) : 21,22,33,34, Industrial Area Richhai, Jabalpur - 482010 M.P.,
Factory (Unit II) : NH12-A, Village Udaipura, Teh. Niwas, Distt. Mandla - 481661 M.P.,
Factory (Unit III) : Plot No. 690 to 693 & 751 to 756, Sector III, Industrial Area, Pithampur, Distt. Dhar,
Factory (Unit IV) : Industrial Area Richhai, Jabalpur - 482010 M.P.
Factory (Unit V) : Plot No. 742, Asangi Phase Area, Saraikela, Jharkhand – 932109,
Factory (Unit VI) : 118, Village Imlai, Near Deori Railway Station, P.O. Panagar, Jabalpur - 483220

General information about company	
Scrip code	533272
NSE Symbol	CEBBCO
MSEI Symbol	NOTLISTED
ISIN	INE209L01016
Name of the company	COMMERCIAL ENGINEERS & BODY BUILDERS CO LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-11-2020
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	S K GUPTA
Firms Name	S K GUPTA & Co.
Qualification	CS
Membership Number	2589
Date of Board Meeting in which appointed	28-09-2020
Date of Issuance of Report to the company	21-11-2020

Voting results	
Record date	16-10-2020
Total number of shareholders on record date	10752
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in Authorised Share Capital of the Company and consequent alteration in clause V of the Memorandum of Association				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	54267871	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		54267871	0	0	0	0	0
Public- Institutions	E-Voting	8349158	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8349158	0	0	0	0	0
Public- Non Institutions	E-Voting	26865628	2614648	9.7323	58618	2556030	2.2419	97.7581
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		26865628	2614648	9.7323	58618	2556030	2.2419
Total		89482657	2614648	2.922	58618	2556030	2.2419	97.7581
Whether resolution is Pass or Not.							No	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration in Objects clause of the Memorandum of Association of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	54267871	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		54267871	0	0	0	0	0
Public- Institutions	E-Voting	8349158	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8349158	0	0	0	0	0
Public- Non Institutions	E-Voting	26865628	2614648	9.7323	1754333	860315	67.0963	32.9037
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		26865628	2614648	9.7323	1754333	860315	67.0963
Total		89482657	2614648	2.922	1754333	860315	67.0963	32.9037
Whether resolution is Pass or Not.							No	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

S. K. GUPTA
F.C.S.

S.K. Gupta & Co.
Company Secretaries
9, Roland Complex
Upper Floor, 37/17
Westcott Building,
The Mall,
Kanpur-208001
Telefax: (0512) 2315123
Cell: 9415042137
E-mail :skgupta1903@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
COMMERCIAL ENGINEERS & BODY BUILDERS CO LIMITED
48, Vandana Vihar,
Narmada Road, Gorakhpur
JABALPUR – 482001 (M.P.).

Dear Sir,


I, S.K.Gupta, Company Secretary in practice appointed by the Board of Directors of **COMMERCIAL ENGINEERS & BODY BUILDERS CO LIMITED** (the 'Company') as a Scrutinizer for conducting the Postal Ballot process through e-voting in a fair and transparent manner in respect of the resolutions contained in the Postal Ballot Notice dated 20th October, 2020, do hereby submit my Report as under:-

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Postal Ballot by the Shareholders on the ordinary and special resolutions proposed in the Notice of the Postal Ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render Scrutinizer's Report of the total votes cast through e-voting in favour or against the resolution.
- 2(i) Due to intermittent non-availability of postal and courier services on account of threat posed by COVID-19 pandemic situation and in accordance with the Ministry of Corporate Affairs Circular Nos. 14/2020 dated 8th April, 2020, 17 /



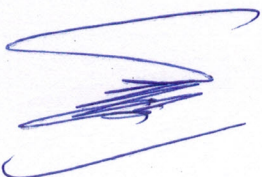
2020 dated 13th April, 2020 and 22/2020 dated 15th June, 2020 ('MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020, and pursuant to Rule 20 and 22(3) of the Companies (Management and Administration) Rules, 2014, the Company issued a public notice by way of advertisement published on 22nd October, 2020 in Times of India (English) and in Raj Express (Hindi) giving intimation to its Members that the Postal Ballot Notice containing the resolutions to be passed through postal ballot / e-voting shall be sent only through electronic mode to all the Members of the Company who have registered their e-mail IDs with the Depository Participants / Registrar and Transfer Agents("RTA") of the Company and the manner of registration of e-mail IDs by the Members (both physical and demat) who are yet to register their e-mail IDs with the Company and regarding the completion of dispatch of Postal Ballot Notice by e-mail and containing all the matters as required under the Companies Act, 2013 and relevant rules framed thereunder.

- (ii) The Company has on 21st October, 2020 completed the dispatch of Postal Ballot Notice dated 20th October, 2020 by sending an e-mail to 8,768 Members who had registered their email IDs with the Company or with the Depositories / Depository Participants or with the Company's Registrar and Transfer Agent i.e. KFin Technologies Private Limited ("KFin Tech") and whose names appear in the Register of Members / List of Beneficial Owners received from the National Securities and Depository Limited and Central Depository Services (India) Limited as on Friday, 16th October, 2020, being the "Cut-off Date" fixed for the purposes of e-voting for Postal Ballot.
3. The Company has in light of the MCA Circulars, offered facility to the members who have not registered their email address and in consequence could not receive the remote e-voting notice to temporarily get their email



address registered with KFin Tech, by clicking the link: <https://karisma.kfintech.com/emailreg> and follow the registration process as guided thereafter. Post successful registration of the email address, the member would get soft copy of the Notice and the procedure for remote e-voting along with the User Id and Password to enable remote e-voting for the Postal Ballot.

4. The physical copy of the Postal Ballot Notice along with the Postal Ballot Forms and postage pre-paid business envelopes were not sent to the Members as per the exemptions provided in the MCA Circulars mentioned above. Hence, the communication of the 'Assent' or 'Dissent' by the Members took place through the remote e-voting process only.
5. The Postal Ballot Notice along with the Explanatory Statement was uploaded on the website of the Company i.e. [https:// www.cebbco.com](https://www.cebbco.com) and on the website of the RTA i.e. KFin Tech i.e. <https://evoting.karvy.com>. The results of the Postal Ballot through remote e-voting will also be made available on these websites.
6. The Company has offered remote e-voting through M/s KFin Technologies Private Limited ('KFin Tech') and our report contains the details of voting through remote e-voting only.
7. The facility of e-voting remained open from 9.00 A.M. on Thursday, 22nd October, 2020 to 5.00 P.M. on Friday, 20th November, 2020.
8. We have unblocked the votes cast through remote e-voting in the presence of Ms. Divya Saxena and Ms. Kamini Gupta who were not in the employment of the Company.



9. Summary of result of Remote e-voting on Postal Ballot is given below:

1. Ordinary Resolution for Increase in Authorized Share Capital of the Company and consequent alteration in Clause V of the Memorandum of Association of the Company.

Particulars		No. of Members who voted electronically	Total No. of votes cast	% of Total votes cast to Paid-up Equity Share Capital	% of votes cast to Total votes cast
A.	The Members who voted with Assent (Favour) for the Resolution	41	58,618	0.06	2.24
B.	The members who voted with Dissent (Against) for the Resolution	9	25,56,030	2.86	97.76
	TOTAL (A+B)	50	26,14,648	2.92	100

Result: As the votes cast by the members in favour of the resolution are less than the votes cast against the resolution, the ordinary resolution is not passed with the requisite majority as per the provisions of Section 114(1) the Companies Act, 2013.



2. Special Resolution for alteration in Objects Clause of the Memorandum of Association of the Company.

Particulars		No. of Members who voted electronically	Total No. of votes cast	% of Total votes cast to Paid-up Equity Share Capital	% of votes cast to Total votes cast
A.	The Members who voted with Assent (Favour) for the Resolution	44	17,54,333	1.96	67.10
B.	The members who voted with Dissent (Against) for the Resolution	6	8,60,315	0.96	32.90
TOTAL (A+B)		50	26,14,648	2.92	100

Result: As the votes cast by the members in favour of the resolution are not more than three times of the votes cast against the resolution, the special resolution is not passed with requisite majority as per the provisions of Section 114(2) of the Companies Act, 2013.

10. Register of Postal Ballot and all other relevant records of e-voting process given / provided / maintained in electronic mode will remain in my custody until the Chairman considers, approves and signs the Minutes of the Postal



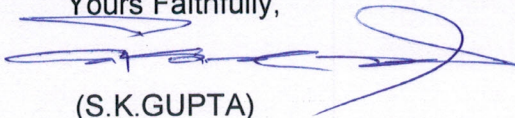
S. K. GUPTA
F.C.S.

S.K. Gupta & Co.
Company Secretaries
9, Roland Complex
Upper Floor, 37/17
Westcott Building,
The Mall,
Kanpur-208001
Telefax: (0512) 2315123
Cell: 9415042137
E-mail :skgupta1903@gmail.com

Ballot and the same shall be handed over thereafter to the Chairman / Person authorized by him for safe keeping.


11. You may accordingly, declare the results of the e-voting for Postal Ballot.

Thanking you,
Yours Faithfully,



(S.K.GUPTA)
Practising Company Secretary
F.C.S -2589
C.P – 1920
UDIN: F002589B001273958

Counter signed by



(ABHISHEK JAISWAL)
Chairman

Place: Kanpur
Date: 21st November, 2020