

JAY BHARAT MARUTI LIMITED

Corporate Office :

Plot No. 9, Institutional Area,
Sector 44, Gurgaon-122 003 (Hr.)
T : +91 124 4674500, 4674550
F : +91 124 4674599
W : www.jbmgroup.com



Ref. No. JBML/SE/Q3/18-19/66

Date: 01st April, 2019

BSE Limited
Phiroz Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001

The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G- Block,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051.

Scrip Code: 520066

NSE Symbol: JAYBARMARU

Dear Sirs,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 read with Schedule III Part A Para A (7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to hereby inform you about the following:

1. Re-appointment of Directors:- pursuant to recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, vide its circular resolution dated 31.03.2019 approved the re-appointment of Mr. Dhrampal Agarwal (DIN: 00084105) and Mr. Achintya Karati (DIN: 00024412) as Independent Directors of the Company for the second term of 5(Five) years with effect from 01st April, 2019 to 31st March, 2024, subject to the approval of the shareholders of the Company in their ensuing Annual General Meeting.
2. Cessation of Director:- Mr. Uday Chand Aggarwal (DIN: 00012468) was appointed as Independent Director for the first term of 5(Five) years commencing from 01st April, 2014 to 31st March 2019. His first term as independent director will expire from close of business hours on 31st March, 2019. Hence, Mr. Uday Chand Aggarwal shall cease to be a Director of the Company from close of business hours on 31st March, 2019.
3. Board of Directors vide its circular resolution dated 31.03.2019 have approved the changes made to 'Code of Fair Disclosure and Conduct' for regulating the insider trading pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018.
4. Board of Directors vide its circular resolution dated 31.03.2019 have approved the changes made to Whistle Blower Policy of the Company pursuant to SEBI (Prohibition Of Insider Trading) (Amendment) Regulations, 2018.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular CIR/CFD/CMD/4/2015 dated 9 September 2015 are attached as Annexure A to this letter.

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours Faithfully,

For Jay Bharat Maruti Limited


Ravi Arora Company Secretary
Company Secretary

Encl: a/a

Works :

Plant I : Plot No. 5, MSIL, Joint Venture Complex, Gurgaon-122 015 (Haryana) T: +91 124 4887200, F: +91 124 4887300

Plant II : Village & Post - Mohammadpur Narsinghpur, Sector 36, Gurgaon - 122 001 (Haryana) T: +91 124 4935300, F: +91 124 4935332

Plant III : Plot No. 15-16 & 21-22, Sector 3A, Maruti Supplier Park, IMT Manesar, Gurgaon -122 051 (Haryana) T: +91 9999190423, 9899079952

Plant IV : Plot No. 322, Sector -3, Phase-II, GWC, Bawal - 123 501 (Haryana) T +91 8221004201, 8221004203

Regd. Office : 601, Hemkunt Chambers, 89, Nehra Place, New Delhi - 110 019 T : +91 11 26427104-06. F : +91 11 26427100

CIN : L29130DL1987PLC027342

Annexure A

Details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular CIR/CFD/CMD/4/2015 dated 9 September 2015

| Sr. No | Details of events that needs to be provided | Information of such event(s) |
|--------|---|---|
| 1. | Reason for change viz. appointment, resignation, removal, death or otherwise; | <p>Re-appointment</p> <p>1) Mr. Dharmpal Agarwal</p> <p>Mr. Dharmpal Agarwal, Independent and Non-Executive Director was appointed for the first term of 5(Five) years commencing from 01st April, 2014 to 31st March, 2019.</p> <p>Mr. Dharmpal Agarwal has been re-appointed as Non-Executive Independent Director by the Board of Directors vide its circular resolution dated 31.03.2019 for a second term of five years commencing from 01st April, 2019 to 31st March, 2024, subject to the approval of shareholders of the company in their ensuing annual general meeting.</p> <p>2) Mr. Achintya Karati</p> <p>Mr. Achintya Karati, Independent and Non-Executive Director was appointed for the first term of 5(Five) years commencing from 01st April, 2014 to 31st March, 2019.</p> <p>Mr. Achintya Karati has been re-appointed as Non-Executive Independent Director by the Board of Directors vide its circular resolution dated 31.03.2019 for a second term of five years commencing from 01st April, 2019 to 31st March, 2024, subject to the approval of shareholders of the company in their ensuing annual general meeting.</p> <p>Cessation of Directorship- Mr. Uday Chand Aggarwal</p> <p>Mr. Uday Chand Aggarwal was appointed as Independent Director for the first term of Five years commencing from 01st April, 2014 to 31st March, 2019. His tenure as Independent Director shall cease from close of business hours on 31st March, 2019. Consequently, he will cease to be a Director of the Company from close of business hours on 31st March, 2019.</p> |
| 2. | Date of appointment/cessation (as applicable) & term of appointment | <p>Re-appointment</p> <p>1) Mr. Dharmpal Agarwal</p> <p>Date of approval of Board of Directors for re-appointment- Circular Resolution dated 31.03.2019</p> <p>Term of re-appointment</p> <p>Mr. Dharmpal Agarwal has been re-appointed as Non-Executive and Independent Director for a second term of 5 years commencing from 01st April, 2019 to 31st March, 2024, subject to approval members in the General Meeting.</p> <p>2) Mr. Achintya Karati</p> |

| | | |
|----|---|--|
| | | <p>Date of approval of Board of Directors for re-appointment- Circular Resolution dated 31.03.2019.</p> <p>Term of re-appointment Mr. Achintya Karati has been re-appointed as Non-Executive and Independent Director for a second term of 5 years commencing from 01st April, 2019 to 31st March, 2024, subject to approval members in the General Meeting.</p> <p>Cessation – Mr. Uday Chand Aggarwal</p> <p>Date of Cessation – from close of business hours on 31st March, 2019.</p> <p>Mr. Uday Chand Aggarwal will cease to be Director on Board of the Company post completion of first term from close of business hours on 31st March, 2019.</p> |
| 3. | Brief profile (in case of appointment); | <ol style="list-style-type: none"> 1. Mr. D. P. Agarwal, 68 years of age, is Vice Chairman & Managing Director of Transport Corporation of India Ltd. (TCIL). He has received Samaj Ratna in 2005; honoured as Pariwahan Shiromani by the Vice President of India in 2003 and received "Transport of the Millennium Award 2000" from All India Motor Transport Congress. Besides being on the Board of other Companies, Mr. Agarwal is actively associated with FICCI, PHDCCI, CII and All India Motor Transport Congress and All India Transporter's Welfare Association. 2. Mr. Achintya Karati who is 73 years of age, is Commerce and Law graduate from Calcutta University. Mr. Karati serves as Senior Advisor of ICICI Securities Limited, ICICI Bank Ltd. and ICICI Prudential Limited. He has vast experience in the financial and legal fields spanning over 33 years. He served as Country Head of Government of India and Institutional Solutions Group, ICICI Bank Limited (erstwhile Industrial Credit and Investment Corporation of India Limited) in March, 2004. He served in diverse areas of commercial, legal and secretarial matters. |
| 4. | Disclosure of relationships between directors (in case of appointment of a director). | Mr. Dharmpal Agarwal and Mr. Achintya Karati are not related to any other director of the Company. |