



Commercial Engineers & Body Builders Co. Limited



...bodies in motion ...

AN ISO/TS 16949:2009 Company
CIN-L24231UP1979PLC004837

Regd. Office : 84/105-A, G.T. Road, Kanpur Mahanagar, Kanpur - 208003 (U.P.) INDIA Email Id – cs@cebbco.com
Head Office : 48, Vandana Vihaar, Narmada Road, Gorakhpur, Jabalpur (M.P.) Website – www.cebbco.com

March 10th, 2019

To,

The Secretary,
BSE Limited,
25th Floor, P J Towers,
Dalal Street,
MUMBAI – 400 001
Fax No.022 2272 2039/022 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 - 400 051
Fax No. 022-2659 8237/38, 66418124/25/26

**Sub: Intimation pursuant to regulation 44 of the Securities and Exchange Board of India (Listing
Obligation and Disclosure Requirements), Regulation, 2015**
{Scrip code: 533272/CEBBCO EQ}
Scrutinizer Report

Dear Sir/Madam,

Kindly note that the Extra Ordinary General Meeting (“EGM”) of the Company has been duly convened on Saturday, March 9th, 2019 at Hotel Prestige Princess, 17/4, Nagrath Chowk, South Civil Lines, Jabalpur (M.P.). In this regard please find attached following -

1. Voting results in the prescribed format pursuant to regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulation, 2015.
2. Consolidated Scrutinizer’s Report Dated 10th March, 2019 by Mr. S.K. Gupta, partner – S. K. Gupta & Co. Company Secretaries, Kanpur (U.P.) (F.C.S. – 2589 and C.P. No – 1920), scrutinizer appointed to scrutinize the Electronic E-Voting process (Remote E-Voting as well as Poll).

Thanking You

Yours Faithfully

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., Tel. +91-761-233 0817 / 872, Fax : 0761-2331488
Factory (Unit II) : NH12-A, Village Udaipura, Teh. Niwas, Distt. Mandla - 481661 M.P., Tel. +91-7643-227403, 227389
Factory (Unit III) : Plot No. 690 to 693 & 751 to 756, Sector III, Industrial Area, Pithampur, Distt. Dhar, Tel. - 07292-407981
Factory (Unit IV) : Industrial Area Richhai, Jabalpur - 482010 M.P.
Factory (Unit V) : Plot No. 742, Asangi Phase Area, Saraikela, Jharkhand - 932109 Tel. 0657-2200251 / 252
Factory (Unit VI) : 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	EGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	09-03-2019
Start time of the meeting	03:00 PM
End time of the meeting	05:15 PM

Scrutinizer Details	
Name of the Scrutinizer	S.K. GUPTA
Firms Name	
Qualification	CS
Membership Number	2589
Date of Board Meeting in which appointed	07-02-2019
Date of Issuance of Report to the company	10-03-2019

Voting results	
Record date	02-03-2019
Total number of shareholders on record date	11022
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	35
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			RE-CLASSIFICATION OF OUTGOING PROMOTERS (I.E., KG, RG, JBT AND CAPL) FROM CATEGORY OF "PROMOTER AND PROMOTER GROUP" TO CATEGORY OF "PUBLIC" SHAREHOLDERS					
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	54325901	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	54325901	0	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	0
Public- Non Institutions	E-Voting	26807598	663	0.0025	663	0	100	0
	Poll		75804	0.2828	75804	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	26807598	76467	0.2852	76467	0	100	0
	Total	89482657	76467	0.0855	76467	0	100	0
Whether resolution is Pass or Not.							Yes	
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?				Yes				
Description of resolution considered				Ratification of the ultimate beneficial ownership of Jupiter Wagons Limited and Tatravagonka A.S.				
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	54325901	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	54325901	0	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	0
Public- Non Institutions	E-Voting	26807598	663	0.0025	663	0	100	0
	Poll		75804	0.2828	75804	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	26807598	76467	0.2852	76467	0	100	0
	Total	89482657	76467	0.0855	76467	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. ASIM RANJAN DASGUPTA AS A DIRECTOR ON THE BOARD				
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	54325901	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	54325901	0	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	0
Public- Non Institutions	E-Voting	26807598	663	0.0025	663	0	100	0
	Poll		75804	0.2828	75804	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	26807598	76467	0.2852	76467	0	100	0
	Total	89482657	76467	0.0855	76467	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF UTTAR PRADESH TO THE STATE OF MADHYA PRADESH				
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	54325901	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	54325901	0	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	0
Public- Non Institutions	E-Voting	26807598	663	0.0025	663	0	100	0
	Poll		75804	0.2828	75804	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	26807598	76467	0.2852	76467	0	100	0
	Total	89482657	76467	0.0855	76467	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

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CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING AND POLL

To,

The Chairman of the Extraordinary General Meeting of the Shareholders of **Commercial Engineers & Body Builders Co Limited** held on Saturday, the 9th March, 2019 at 3.00 P.M. at Hotel Prestige Princess, 17/4, Nagrath Chowk, South Civil Lines, Jabalpur- 482002 (Madhya Pradesh).

Dear Sir,

I, S. K. Gupta, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of **Commercial Engineers & Body Builders Co Limited** (the 'Company') for the purpose of Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') and on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, in respect of the resolutions contained in the Notice of the Extraordinary General Meeting ('EGM') of the Members of the Company held on Saturday, the 9th March, 2019 at 3.00 P.M. at Hotel Prestige Princess, 17/4, Nagrath Chowk, South Civil Lines, Jabalpur- 482002 (Madhya Pradesh).

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting and poll on the resolutions contained in the Notice of the Extraordinary General Meeting of the Members of the Company. My responsibility as Scrutinizer for the remote e-voting process and for poll at the EGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the notice of the Extraordinary General Meeting, based on the reports generated from the e-voting system provided by Karvy Fintech Private Limited ("Karvy"), the

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Authorized Agency engaged by the Company to provide remote e-voting facility and physical ballot process conducted by the Company at the time of poll at the EGM.

3. In respect of remote e-voting process conducted under my supervision, I hereby report as under:-

- (i) In accordance with Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, the public notice by way of advertisement was published in Financial Express (English) on 14th February, 2019 and in Rashtriya Sahara (Hindi) on 14th February, 2019 and the remote e-voting facility remained opened from Wednesday, the 6th March, 2019 (10.00 A.M.) to Friday, the 8th March, 2019 (5.00 P.M.).
- (ii) The Members of the Company as on the "cut off " date i.e. 2nd March, 2019 were entitled to vote on the resolutions (Item Nos. 1 to 4) as set out in the Notice of the Extraordinary General Meeting of the Company.
- (iii) The remote e-voting process was blocked at 5.00 P.M. on Friday, the 8th March, 2019.
- (iv) The votes cast through remote e-voting process were unblocked on 9th March, 2019 after the conclusion of the Extraordinary General Meeting in the presence of two witnesses, Ms. Divya Saxena and Mr. Anil Agrawal , who were not in the employment of the Company and who witnessed the unblocking of votes.
- (v) Thereafter, the reports containing inter-alia, list of Equity Shareholders who voted "for, or "against" each resolution that was put to vote were generated



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from e-voting website of Karvy Fintech Private Limited ("Karvy") [<https://www.evoting.karvy.com>].

4. At the Extraordinary General Meeting held on Saturday, the 9th March, 2019, the Chairman of the Extraordinary General Meeting ('EGM') provided polling papers to enable those Shareholders who did not cast their votes by the remote e-voting facility in respect of resolutions (Item Nos. 1 to 4 as set out in the Notice of the Extraordinary General Meeting of the Company), to cast their vote at the said EGM. I as Scrutinizer conducted the poll procedure at the said EGM.
5. In respect of the poll process conducted under my supervision, I hereby report that:-
 - (i) The poll box containing the poll papers was opened after the conclusion of the EGM in the presence of Ms. Divya Saxena and Mr. Anil Agrawal , who were not employees of the Company.
 - (ii) The votes were counted and the result of the poll was prepared in the presence of the aforesaid persons.
6. I have recorded details of all the votes casted by the Shareholders through remote e-voting and by poll and have also checked and verified the same. I have also carried out full count of the votes.
7. I hereby report the consolidated results of the votes cast by the Shareholders through remote e-voting and by poll as under:-

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ITEM NO. 1

Ordinary Resolution for Re-classification of outgoing Promoters from category of "Promoter and Promoter Group" to category of "Public" in relation to the Company.

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	2	35	37	663	75,804	76,467	100.00
Against	--	--	--	--	--	--	--
Total	2	35	37	663	75,804	76,467	100.00

Result: The Ordinary Resolution in respect of Item No. 1 of the Notice of the Extraordinary General Meeting has been passed unanimously.

ITEM NO. 2

Special Resolution for Ratification of the ultimate beneficial ownership of Jupiter Wagons limited and Tatravaqonka A.S.

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	2	35	37	663	75,804	76,467	100.00
Against	--	--	--	--	--	--	--
Total	2	35	37	663	75,804	76,467	100.00

Result: The Special Resolution in respect of Item No. 2 of the Notice of the Extraordinary General Meeting has been passed unanimously.

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ITEM NO. 3

Ordinary Resolution for Appointment of Mr. Asim Ranjan Dasgupta as a Director on the Board

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	2	35	37	663	75,804	76,467	100.00
Against	--	--	--	--	--	--	--
Total	2	35	37	663	75,804	76,467	100.00

Result: The Ordinary Resolution in respect of Item No. 3 of the Notice of the Extraordinary General Meeting has been passed unanimously.

ITEM NO. 4

Special Resolution for shifting of Registered office of the Company from the State of Uttar Pradesh to the State of Madhya Pradesh

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	2	35	37	663	75,804	76,467	100.00
Against	--	--	--	--	--	--	--
Total	2	35	37	663	75,804	76,467	100.00

Result: The Special Resolution in respect of Item No. 4 of the Notice of the Extraordinary General Meeting has been passed unanimously.

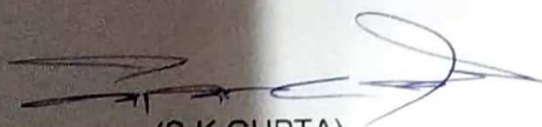
I further report that there were no invalid Ballot papers.

8. The above results may accordingly be declared by the Chairman of the Company / person duly authorized by Chairman in writing. The Company is also hereby instructed to put up the results on its Website and also that of "Karvy" and inform the Stock Exchanges accordingly.

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9. All the relevant records of e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the Extraordinary General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.


(S.K.GUPTA)
Practicing Company Secretary

F.C.S -2589
C.P – 1920

Place: Jabalpur
Date: 10th March, 2019


(ABHISHEK JAISWAL)
Chairman of the Meeting

