

**JBM Auto Limited**  
Corporate Office :  
Plot No. 9, Institutional Area,  
Sector 44, Gurgaon-122003 (Hr.)  
T : +91-124-4674500, 4674550  
F : +91-124-4674599  
W : www.jbm-group.com



**JBMA/SEC/2017-18/  
19<sup>th</sup> August, 2017**

**BSE Ltd.**  
Phiroze Jeejeebhoy Tower,  
Dalal Street  
Mumbai - 400 001

**The National Stock Exchange of India Ltd.**  
Exchange Plaza, 5th Floor  
Plot No.C/1, G Block,  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051

**Sub: Disclosures of Voting Results & Submission of the Scrutinizers Report of the 21<sup>st</sup> Annual General Meeting of the Company held on 18<sup>th</sup> August, 2017 as per the requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015**

Dear Sir,

The details of voting results of 21<sup>st</sup> Annual General Meeting of the Company held on 18<sup>th</sup> August, 2017 are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

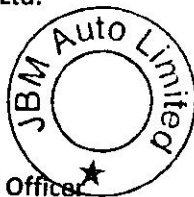
Please take the same on record.

Thanking you,

Yours faithfully

For JBM Auto Ltd.

**Vivek Gupta**  
Chief Financial Officer  
& Company Secretary



Encl. : as above

Works:

Plant I : Plot No. 133, Sector 24, Faridabad - 121 005 (Hr.) T : +91-129-4090200, F : +91-129-2234230  
Plant II : Plot No. 5, Sector 31, Kasna Indl. Area, Greater Noida, Gautam Budh Nagar-201 306 T:+91 120 4522500, F:+91 120 4522504  
Plant III : 71-72, M.I.D.C. Satpur, Nashik - 422 007 (Maharashtra) T : +91 253 2207297 F: +91 253 2360559  
Plant IV : Plot No. B-2, Survey No. 1, Tata Motors Vendor Park, Sanand, Ahemdabad - 382 170 (Gujrat) T:+91 2717 645180  
Plant V : Plot No. 157-E, Sector 3, Pithampur Industrial Area, Distt. Dhar-454 775, Indore (M.P.) T : +91 129 2307312, F : +91 129 2307016  
Plant VI : Plot No. 118, Sector - 59, HSIDC, Industrial Estate, Ballabgarh, Faridabad-121004 (Haryana) T : +91 129 2307312  
Plant VII : SP1-891, RIIICO Industrial Area, Pathredi, Alwar-303107 (Rajasthan)  
Plant VIII : A-4, Industrial Estate, Kosi Kotwan, Mathura-281403 (Uttar Pradesh)  
Regd. Office : 601, Hemkunt Chambers, 89, Nehru Place, New Delhi - 110 019 T: +91 11 26427104-06, F: +91 11 26427100  
CIN : L74899DL1996PLC083073

**Voting Results of 21<sup>st</sup> Annual General Meeting of JBM Auto Ltd. held on 18<sup>th</sup> August, 2017**

Date of the AGM	Friday, 18 <sup>th</sup> August, 2017
Total number of shareholders on record date: (i.e. the Cut-off date for determining Shareholders entitled to e-voting - 11 <sup>th</sup> August, 2017)	15772
<b>No. of Shareholders present in the meeting in person:</b>	
- Promoters and Promoter Group:	
- Public:	9
<b>No. of Shareholders present in the meeting through proxy:</b>	<b>2272</b>
- Promoters and Promoter Group:	
- Public:	0
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	<b>20</b>
- Promoters and Promoter Group:	
- Public:	No video conferencing facility was made available.

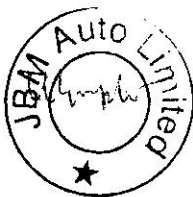
**DETAILS OF THE AGENDA:**

**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended 31<sup>st</sup> March, 2017, including the Audited Balance Sheet as at 31<sup>st</sup> March, 2017, the statement of Profit and Loss and Cash Flow for the year ended on that date, Report of the Board of Directors and Auditors thereon.

Category	Mode of Voting	No. of shares held(1)	No. of votes polled(2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor(4)	No. of Vote against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes Against on votes polled (7)=[(5)/(2)]*100
Promoter And Promoter Group	E-voting		19969076	79.0087	19969076	-	100	-
	Poll	25274524	5305448	20.9913	5305448	-	100	-
	<b>Total</b>	<b>25274524</b>	<b>25274524</b>	<b>100</b>	<b>25274524</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public institutions	E- voting	163920	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		<b>163920</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public Non institutions	E- voting	15356920	8031081	52.2962	8031081	-	100	-
	Poll		632	0.0041	632	-	100	-
	<b>Total</b>		<b>15356920</b>	<b>8031713</b>	<b>52.3003</b>	<b>8031713</b>	<b>-</b>	<b>100</b>
<b>Total</b>		<b>40795364</b>	<b>33306237</b>	<b>81.6422</b>	<b>33306237</b>	<b>-</b>	<b>100</b>	<b>-</b>

Based on the above, the Ordinary Resolution has been passed with requisite majority.



**Resolution 2: Ordinary Resolution**

Declaration of Dividend @ 40% for the financial year ended on 31<sup>st</sup> March, 2017

Category	Mode of Voting	No. of shares held(1)	No. of votes polled(2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor(4)	No. of Vote against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes Against on votes polled (7)=[(5)/(2)]*100
Promoter And Promoter Group	E-voting	25274524	19969076	79.0087	19969076	-	100	-
	Poll		5305448	20.9913	5305448	-	100	-
	<b>Total</b>		<b>25274524</b>	<b>25274524</b>	<b>100</b>	<b>25274524</b>	-	<b>100</b>
Public institutions	E- voting	163920	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		<b>163920</b>	-	-	-	-	-
Public Non institutions	E- voting	15356920	8031081	52.2962	8031081	-	100	-
	Poll		632	0.0041	632	-	100	-
	<b>Total</b>		<b>15356920</b>	<b>8031713</b>	<b>52.3003</b>	<b>8031713</b>	-	<b>100</b>
<b>Total</b>		<b>40795364</b>	<b>33306237</b>	<b>81.6422</b>	<b>33306237</b>	-	<b>100</b>	-

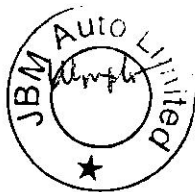
Based on the above, the Ordinary Resolution has been passed with requisite majority.

**Resolution 3: Ordinary Resolution**

To appoint a Director in place of Mr. Nishant Arya (DIN: 00004954), who retires by rotation and being eligible, offers himself for re-appointment

Category	Mode of Voting	No. of shares held(1)	No. of votes polled(2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor(4)	No. of Vote against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes Against on votes polled (7)=[(5)/(2)]*100
Promoter And Promoter Group	E-voting	25274524	18826492	74.4880	18826492	-	100	-
	Poll		5305448	20.9913	5305448	-	100	-
	<b>Total</b>		<b>25274524</b>	<b>24131940</b>	<b>95.1793</b>	<b>24131940</b>	-	<b>100</b>
Public institutions	E- voting	163920	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		<b>163920</b>	-	-	-	-	-
Public Non institutions	E- voting	15356920	8031081	52.2962	8031051	30	99.9996	0.0004
	Poll		632	0.0041	632	-	100	-
	<b>Total</b>		<b>15356920</b>	<b>8031713</b>	<b>52.3003</b>	<b>8031713</b>	<b>30</b>	<b>99.9996</b>
<b>Total</b>		<b>40795364</b>	<b>32163653</b>	<b>78.8414</b>	<b>32163623</b>	<b>30</b>	<b>99.9999</b>	<b>0.0001</b>

Based on the above, the Ordinary Resolution has been passed with requisite majority.



**Resolution 4: Ordinary Resolution**

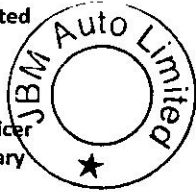
To appoint M/s Sahni Natarajan and Bhal Chartered Accountants (Firm Registration No. 002816N) as the Statutory Auditors' of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 26<sup>th</sup> Annual General Meeting of the Company at such remuneration fixed by the Board of Directors of the Company

Category	Mode of Voting	No. of shares held(1)	No. of votes polled(2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor(4)	No. of Vote against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes Against on votes polled (7)=[(5)/(2)]*100
Promoter And Promoter Group	E-voting	25274524	19969076	79.0087	19969076	-	100	-
	Poll	-	5305448	20.9913	5305448	-	100	-
	<b>Total</b>	<b>25274524</b>	<b>25274524</b>	<b>100</b>	<b>25274524</b>	-	<b>100</b>	-
Public – institutions	E- voting	163920	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	<b>Total</b>	<b>163920</b>	-	-	-	-	-	-
Public Non – institutions	E- voting	15356920	8031081	52.2962	8030881	200	99.9975	0.0025
	Poll	-	632	0.0041	632	-	100	-
	<b>Total</b>	<b>15356920</b>	<b>8031713</b>	<b>52.3003</b>	<b>8031513</b>	<b>200</b>	<b>99.9975</b>	<b>0.0025</b>
<b>Total</b>		<b>40795364</b>	<b>33306237</b>	<b>81.6422</b>	<b>33306037</b>	<b>200</b>	<b>99.9994</b>	<b>0.0006</b>

Based on the above, the Ordinary Resolution has been passed with requisite majority.

For JBM Auto Limited

  
(Vivek Gupta)  
Chief Financial Officer  
& Company Secretary



Place: New Delhi  
Date: 19.08.2017



**Sunita Mathur**  
Practicing Company Secretary

**COMBINED SCRUTINIZER'S REPORT**

To  
The Chairman  
21<sup>st</sup> Annual General Meeting of Equity Shareholders of  
JBM Auto Limited  
601, Hemkunt Chamber, 89, Nehru Place,  
New Delhi- 110019

Dear Sir,

**Sub. : Consolidated Report of the Scrutinizer on remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and process of voting by poll under the provision of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management & Administration) Rules, 2014 at the 21<sup>st</sup> Annual General Meeting of JBM Auto Limited held on Friday, the 18<sup>th</sup> day of August, 2017 12.30 P.M.**

1. I, Sunita Mathur, Practicing Company Secretary (Membership No. FCS 1743, CP No.741) was appointed as Scrutinizer by (i) The Board of Directors of JBM Auto Limited (the Company) for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015

And

(ii) For the purpose of Scrutinizing the Ballot Paper process under the provision of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM on the resolutions contained in the Notice dated 30<sup>th</sup> May, 2017 of the 21<sup>st</sup> Annual General Meeting of the Company, held on Friday, the 18<sup>th</sup> August, 2017 at 12.30 P.M.

2. The management of the Company is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting by Ballot Paper on the resolutions contained in the Notice of the 21<sup>st</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for Ballot Paper at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated in notice of the AGM, based on the reports generated from the remote e-voting system provided by National Securities Depository Limited (NSDL) and physical ballot conducted at the AGM.

3. The Company accordingly has made arrangements with the System Provider NSDL for providing a system of recording votes of the shareholders electronically through remote e-voting.

4. The Company has also provided voting facility to the shareholders present at the 21<sup>st</sup> Annual General Meeting and who had not already cast their vote through remote e-voting facility to vote through Ballot Paper.

5. The shareholders of the Company holding shares as on the "cut off" date of Friday, 11<sup>th</sup> August, 2017 were entitled to vote on the resolutions as contained in the notice of the 21<sup>st</sup> Annual General Meeting.

6. We have issued separate Scrutinizer's Report dated Friday, the 18<sup>th</sup> day of August, 2017.

a.) on voting by electronic means (i.e. Remote E- Voting) which commenced from Tuesday, 15<sup>th</sup> August, 2017 (9:00 A.M.) to Thursday, 17<sup>th</sup> August, 2017 (5:00 P.M.) and

b.) on voting through Ballot Paper on the resolutions contained in the notice of 21<sup>st</sup> AGM.

7. After conclusion of voting by Ballot paper at the Annual General Meeting, The votes cast thereat were recounted, whereas the votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses Ms. Barkha Mittal R/o 524, Sector 16 A Faridabad, Haryana and Mr. Avinash Saini RZ-157, Sayed Nangloi, Paschim Vihar, New Delhi-110087, who were not in the employment of the Company.

8. As requested by management, I submit herewith Consolidated Scrutinizer's Report on the results of e- voting together with that of Poll/Ballot, stating total votes, not voted/invalid votes, votes on favor of the Resolutions (No. & %) and votes against the Resolutions (No. & %) as under: -



Resolution required:		Resolution 1:- To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended 31st March, 2017, including the Audited Balance Sheet as at 31 <sup>st</sup> March, 2017, the statement of Profit and Loss and Cash Flow for the year ended on that date, Report of the Board of Directors and Auditors' thereon. (Ordinary Resolution)						
Whether promoter/promoter group are interested in the agenda/resolution?		NO						
	Mode of Voting	No. of shares held(1)	No. of votes polled(2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes In favor(4)	No. of Vote against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)] *100	% of Votes Against on votes polled (7)=[(5)/(2)]* 100
Promoter And Promoter Group	E-voting		19969076	79.0087	19969076	-	100	-
	Poll	25274524	5305448	20.9913	5305448	-	100	-
	<b>Total</b>	<b>25274524</b>	<b>25274524</b>	<b>100</b>	<b>25274524</b>	-	<b>100</b>	-
Public institutions	E-voting		-	-	-	-	-	-
	Poll	163920	-	-	-	-	-	-
	<b>Total</b>	<b>163920</b>	-	-	-	-	-	-
Public Non institutions	E-voting		8031081	52.2962	8031081	-	100	-
	Poll	15356920	632	0.0041	632	-	100	-
	<b>Total</b>	<b>15356920</b>	<b>8031713</b>	<b>52.3003</b>	<b>8031713</b>	-	<b>100</b>	-
<b>Total</b>		<b>40795364</b>	<b>33306237</b>	<b>81.6422</b>	<b>33306237</b>	-	<b>100</b>	-

Resolution required:		Resolution 2:- To declare dividend on Equity Shares (Ordinary Resolution)						
Whether promoter/promoter group are interested in the agenda/resolution?		NO						
	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes In favor (4)	No of Vote against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)] *100	% of Votes Against on votes polled (7)=[(5)/(2)]* 100
Promoter And Promoter Group	E-voting	25274524	19969076	79.0087	19969076	-	100	-
	Poll		5305448	20.9913	5305448	-	100	-
	<b>Total</b>	<b>25274524</b>	<b>25274524</b>	<b>100</b>	<b>25274524</b>	-	<b>100</b>	-
Public institutions	E-voting		-	-	-	-	-	-
	Poll	163920	-	-	-	-	-	-
	<b>Total</b>	<b>163920</b>	-	-	-	-	-	-
Public Non institutions	E-voting		8031081	52.2962	8031081	-	100	-
	Poll	15356920	632	0.0041	632	-	100	-
	<b>Total</b>	<b>15356920</b>	<b>8031713</b>	<b>52.3003</b>	<b>8031713</b>	-	<b>100</b>	-
<b>Total</b>		<b>40795364</b>	<b>33306237</b>	<b>81.6422</b>	<b>33306237</b>	-	<b>100</b>	-



Resolution required:		Resolution 3:- To appoint a Director in place of Mr. Nishant Arya (DIN: 00004954), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).						
Whether promoter/promoter group are interested in the agenda/ resolution ?		YES						
	Mode of Voting	No. of shares held(1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Vote against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes Against on votes polled (7)=[(5)/(2)]*100
Promoter And Promoter Group	E-voting	25274524	18826492	74.4880	18826492	-	100	-
	Poll		5305448	20.9913	5305448	-	100	-
	Total		24131940	95.1793	24131940	-	100	-
Public institutions	E-voting	163920	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non institutions	E-voting	15356920	8031081	52.2962	8031051	30	99.9996	0.0004
	Poll		632	0.0041	632	-	100	-
	Total		8031713	52.3003	8031713	30	99.9996	0.0004
Total		40795364	32163653	78.8414	32163623	30	99.9999	0.0001

Resolution required:		Resolution 4:- To appoint M/s Sahni Natarajan and Bhal Chartered Accountants (Firm Registration No. 002816N) as the Statutory Auditors' of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 26 <sup>th</sup> Annual General Meeting of the Company at such remuneration fixed by the Board of Directors of the Company . (Ordinary Resolution)						
Whether promoter/promoter group are interested in the agenda/resolution?		NO						
	Mode of Voting	No. of shares held(1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Vote against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes Against on votes polled (7)=[(5)/(2)]*100
Promoter And Promoter Group	E-voting	25274524	19969076	79.0087	19969076	-	100	-
	Poll		5305448	20.9913	5305448	-	100	-
	Total		25274524	100	25274524	-	100	-
Public institutions	E-voting	163920	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non institutions	E-voting	15356920	8031081	52.2962	8030881	200	99.9975	0.0025
	Poll		632	0.0041	632	-	100	-
	Total		8031713	52.3003	8031513	200	99.9975	0.0025
Total		40795364	33306237	81.6422	33306037	200	99.9994	0.0006



9. It is further submitted that there was no case wherein shareholders who have already cast their votes electronically through e- voting also casted votes through Ballot Paper.

10. Related party votes were not counted on Resolution 3 of the Notice of the 21<sup>st</sup> Annual General Meeting of the Company.

11. The electronic data and all other relevant records relating to e- voting is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider approves and signs the minutes of AGM.

Thanking You,  
Yours faithfully

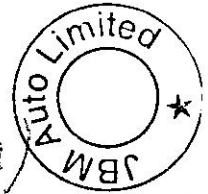

CS Sunita Mathur  
(Scrutinizer)  
C.P. No. 741 / Membership No. FCS 1743  
Place: New Delhi  
Date: 18.08.2017

For JBM Auto Limited

Wmpk-

(Vineet Gupta)

CFO & Company Secretary





**SCRUTINIZER'S REPORT**

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (listing obligations and disclosure requirements) Regulations, 2015

To  
The Chairman  
21<sup>st</sup> Annual General Meeting of Equity Shareholders of  
JBM Auto Limited  
601, Hemkunt Chamber,  
89, Nehru Place,  
New Delhi- 110019

**Sub.: Report of the Scrutinizer on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015**

Dear Sir,

I, Sunita Mathur, Practicing Company Secretary (Membership No. FCS 1743 , CP NO: 741) has been appointed as Scrutinizer for the 21<sup>st</sup> Annual General Meeting (AGM) of the Equity Shareholders of "JBM Auto Limited" held on Friday, the 18<sup>th</sup> Day of August, 2017 at 12.30 P.M at the Air Force Auditorium, Subroto Park, New Delhi 110010 for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this Report.

I submit my report as under:

1 The Remote e-voting remained open from Tuesday, 15<sup>th</sup> August, 2017 (9.00 A.M.) upto Thursday, 17<sup>th</sup> August, 2017 (5:00 P.M.).

2 The shareholders holding shares as on the "cut off" date i.e. Friday, 11<sup>th</sup> August, 2017 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of 21<sup>st</sup> AGM of JBM Auto Limited (Item Number 1 to 4 of the Notice of the 21<sup>st</sup> AGM of JBM Auto Limited).

3 The votes were unblocked on Friday, 18<sup>th</sup> August, 2017 in the presence of two witnesses, Ms Barkha Mittal R/o 524, Sector 16 A Faridabad, Haryana and Mr. Avinash Saini RZ-157, Sayed Nangloi, Paschim Vihar, New Delhi-110087, and are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

4 Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depositories Limited <https://www.evoting.nsdl.com/>

5 Related party votes were not counted on Resolution number 3 of the Notice of the 21<sup>st</sup> Annual General Meeting of the Company

6 The results of the Remote e-voting are as under:



Resolution 1:- To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended 31<sup>st</sup> March, 2017, including the Audited Balance Sheet as at 31<sup>st</sup> March, 2017, the statement of Profit and Loss and Cash Flow for the year ended on that date, Report of the Board of Directors and Auditors' thereon. (Ordinary Resolution)

(i) Voted in favor of the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast in favor
53	2,80,00,157	100

(ii) Voted against the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast in against
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of invalid votes
NIL	NIL

Resolution 2:- To declare dividend on equity Shares (Ordinary Resolution)

(i) Voted in favor of the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast in favor
53	2,80,00,157	100

(ii) Voted against the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast in against
NIL	NIL	NIL



(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of invalid votes
NIL	NIL

Resolution 3:- To appoint a Director in place of Mr. Nishant Arya (DIN: 00004954), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).

(i) Voted in favor\* of the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast in favor
48	2,68,57,543	99.9998%

\*Related party votes were not counted

(ii) Voted against the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast in against
1	30	00.0002%

(iv) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of invalid votes
4	11,42,584

Resolution 4:- To appoint M/s Sahni Natarajan and Bhal Chartered Accountants (Firm Registration No. 002816N) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 26<sup>th</sup> Annual General Meeting of the Company at such remuneration fixed by the Board of Directors of the Company. (Ordinary Resolution)

(i) Voted in favor of the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast in favor
52	2,79,99,957	99.9992%



(ii) Voted against the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of total number of valid votes cast in against
1	200	00.0008%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of invalid votes
NIL	NIL

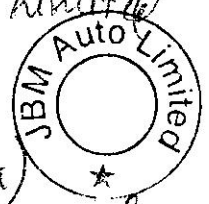
7 All records relating to Remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Chairman.

Thanking You,  
Yours faithfully




CS Sunita Mathur  
(Scrutinizer)  
C.P.No. 741  
Membership No. FCS 1743  
Place: New Delhi  
Date: 18.08.2017

For JBM Auto Limited  
Vineet  
(Vineet Gupta)  
CEO & Company Secretary



**SCRUTINIZER'S REPORT**

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

To  
The Chairman  
21st Annual General Meeting of Equity Shareholders  
Of JBM Auto Limited  
601, Hemkunt Chamber,  
89, Nehru Place,  
New Delhi- 110019

Dear Sir,

I, Sunita Mathur Practicing Company Secretary Membership Number: FCS 1743, CP Number 741 has been appointed as the Scrutinizer for the purpose of voting through ballot on the below mentioned resolution(s) at the 21<sup>st</sup> Annual General Meeting of the equity Shareholders of JBM Auto Limited held on Friday, the 18<sup>th</sup> day of August, 2017 at the Air Force Auditorium, Subroto Park, New Delhi-110010 at 12.30 P.M.

We submit our Report as under:

1. After the time fixed for closing of the Poll/ Ballot by the Chairman, 2 Ballot boxes kept for voting were locked in our presence with due identification marks placed by us.
2. The locked Ballot Boxes were subsequently opened in our presence and ballot papers were diligently scrutinized. The Poll/Physical Ballot Papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent of the Company and the authorizations/ proxies lodged with the Company;
3. The Ballot papers, which were incomplete, who did not record their attendance and/or which were otherwise found defective have been rejected and not counted and kept separately.
- 4 The results of the Poll is as under:

**Resolution 1:- To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended 31st March, 2017, including the Audited Balance Sheet as at 31st March, 2017, the statement of Profit & Loss and Cash Flow for the year ended on that date, Report of the Board of Directors and Auditors' thereon. (Ordinary Resolution).**

(i) Voted in favor of the resolution:

Number of Members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favor
27	5306080	100%

(ii) Voted against the resolution:

Number of Members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in against
NIL	NIL	NIL



(iii) Invalid Votes:

Number of Members present and voted (In person or by proxy) whose votes were declared invalid	Total numbers of invalid votes
NIL	NIL

**Resolution2:-To declare dividend on Equity Shares (Ordinary Resolution)**

(i) Voted in favor of the resolution:

Number of Members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favor
27	5306080	100%

(ii) Voted against the resolution:

Number of Members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in against
NIL	NIL	NIL

(iii) Invalid Votes:

Number of Members present and voted (in person or by proxy) whose votes were declared invalid	Total numbers of Invalid votes
NIL	NIL

**Resolution3:- To appoint a Director in place of Mr. Nishant Arya (DIN: 00004954), who retires by rotation and being eligible, offers himself or re-appointment (Ordinary Resolution).**

(i) Voted in favor of the resolution:

Number of Members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favor
27	5306080	100%

(ii) Voted against the resolution:

Number of Members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in against
NIL	NIL	NIL



(iii) Invalid Votes:

Number of Members present and voted (in person or by proxy) whose votes were declared invalid	Total numbers of invalid votes
NIL	NIL

**Resolution4:-** To appoint M/s Sahni Natarajan and Bhal Chartered Accountants (Firm Registration No. 002816N) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 26<sup>th</sup> Annual General Meeting of the Company at such remuneration fixed by the board of Directors of the Company. (Ordinary Resolution)

(i) Voted in favor of the resolution:

Number of Members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favor
27	5306080	100%

(ii) Voted against the resolution:

Number of Members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in against
NIL	NIL	NIL

(iii) Invalid Votes:

Number of Members present and voted (in person or by proxy) whose votes were declared invalid	Total numbers of invalid votes
NIL	NIL

2. A Compact Disk (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

3. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe custody.

Thanking You,  
Yours faithfully




CS Sunita Mathur  
(Scrutinizer)  
C.P.No. 741  
Membership No. FCS 1743  
Place: New Delhi  
Date: 18.08.2017

For JBM Auto Limited  
Umpth  
(Vineet Gupta)  
CFO & Company Secretary

