

**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  
19<sup>th</sup> 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 19th Annual General Meeting of the equity Shareholders of JBM Auto Limited held on Tuesday 22<sup>nd</sup> day of September, 2015 at Dr. Sarvepalli Radhakrishnan Auditorium, Kendriya Vidyalaya No. 2, A.P.S Colony, Delhi Cantt., Delhi – 110010 at 11.00 A.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:  
**A) Resolution 1:- To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2015, including the Audited Balance Sheet as at 31<sup>st</sup> March, 2015, the statement of Profit and Loss for the year ended on that date, Report of the Board of Directors and Auditors thereon. (Ordinary Resolution).**

(i) Voted in **favour** 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 favour
33	1620	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 against
NIL	NIL	NIL

As

Sp



(iii) **Invalid Votes:**

Number of Members present and voted (in person or by proxy) whose votes were declared invalid	Total numbers of invalid votes
1	4

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

(i) Voted in **favour** 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 favour
33	1620	100%

(i) 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 against
NIL	NIL	NIL

(ii) **Invalid Votes:**

Number of Members present and voted (in person or by proxy) whose votes were declared invalid	Total numbers of invalid votes
1	4

**C) 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 **favour** 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 favour
33	1620	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 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
1	4

AP

23/



- D) **Resolution 4:- To appoint M/s Mehra Goel & Co., Chartered Accountants (Firm Registration No. 000517N,) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration fixed by the board of Directors of the Company. (Ordinary Resolution)**

(i) Voted in **favour** 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 favour
33	1620	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 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
1	4

- E) **Resolution 5:- To appoint Mr. Sandip Sanyal (DIN: 07186909), as a Whole Time Director (to be designated as an "Executive Director") in the category of Key Managerial Personnel of the Company for a period of 5 (five) years w.e.f 18<sup>th</sup> May 2015. (Ordinary Resolution)**

(i) Voted in **favour** 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 favour
33	1620	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 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
1	4

*Handwritten signature*



F) **Resolution 6:- To roll over the redemption of Preference Shares issued to M/s Neel Metal Products Limited for a further period of 6 (Six) years from the date of roll over. (Special Resolution)**

(i) Voted in **favour** 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 favour
33	1620	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 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
1	4

1. 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.
2. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe custody.

Thanking You,

Yours faithfully



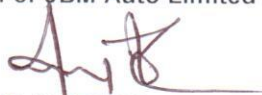
CS Sunita Mathur  
(Scrutinizer)  
C.P. No. 741  
Membership No. FCS 1743



Place: New Delhi  
Date: 23-09-2015

Counter Signed By

For JBM Auto Limited



(S. K. ARYA)  
Chairman  
DIN : 00004626