

JBM Auto Limited

Plot No. 133, Sector 24,
Faridabad - 121 005 (Haryana)
T : +91-129-4090200
F : +91-129-2234230
W : www.jbm-group.com



Our milestones are touchstones

JBMA/SEC/2018-19(5)
5th September, 2018

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 22nd Annual General Meeting of the Company held on 4th September, 2018 as per the requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Dear Sir / Madam,

The details of voting results of 22nd Annual General Meeting of the Company held on 4th September, 2018 are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

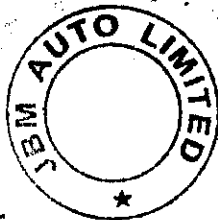
Please take the same on record.

Thanking you,

Yours faithfully

For JBM Auto Ltd.


Vivek Gupta
Chief Financial Officer
& Company Secretary



 Encl. : as above

Works:

Plant 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 T: +91 253 2207297 F: +91 253 2360559
Plant IV : Plot No. B-2, Survey No. 1, Tata Motors Vendor Park, Sanand, Ahmedabad - 382 170 (Gujrat) T:+91 2717 645180
Plant V : Plot No. 157-E, Sector 3, Pithampur Industrial Area, Distt. Dhar-454 775 (M.P.)
Plant VI : SP-1/891, RIFICO Industrial Area, Pathredi, Distt. Alwar, Rajasthan -303107
Corp. Office : Plot No. 9, Institutional Area, Sector 44, Gurgaon-122003 (Hr.) T:+91-124-4674500, 4674550 F:+91-124-4674599
Regd. Office : 601, Hemkunt Chambers, 89, Nehru Place, New Delhi - 110 019 T: +91 11 26427104, F: +91 11 26427100
CIN : L74899DL1996PLC083073

Voting Results of 22nd Annual General Meeting of JBM Auto Ltd. held on 4th September, 2018 at 12.30 p.m.

Date of the AGM	Tuesday , 4 th September, 2018
Total number of shareholders on record date: (i.e. the Cut-off date for determining Shareholders entitled to e-voting on 28 th August, 2018)	19,942
No. of Shareholders present in the meeting in person or through Proxy:	
- Promoters and Promoter Group:	9
- Public:	2360
No. of Shareholders attended the meeting through Video Conferencing:	
- Promoters and Promoter Group:	NA
- Public:	

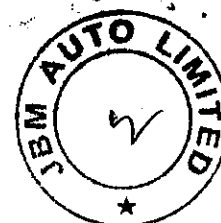
DETAILS OF THE AGENDA:

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited IND AS Financial Statements (Standalone & Consolidated) of the Company for the year ended 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon :

Whether promoter/ promoter group are interested in the Agenda / resolution								No
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	25275424	25240409	99.86	25240409	-	100	-
	Poll		-	-	-	-	-	-
	Total	25275424	25240409	99.86	25240409	-	100	-
Public – institutions	E- voting	267662	92196	34.44	92196	-	100	-
	Poll		-	-	-	-	-	-
	Total	267662	92196	34.44	92196	-	100	-
Public Non – institutions	E- voting	15252278	4019870	26.36	4019870	-	100	-
	Poll		1016	0.001	1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Grand Total		40795364	29353491	71.95	29353491	-	100	-

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 31st March, 2018

Whether promoter/ promoter group are interested in the Agenda / resolution								No
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	25275424	25240409	99.86	25240409	-	100	-
	Poll		-	-	-	-	-	-
	Total	25275424	25240409	99.86	25240409	-	100	-
Public – institutions	E- voting	267662	92196	34.44	92196	-	100	-
	Poll		-	-	-	-	-	-
	Total	267662	92196	34.44	92196	-	100	-
Public Non – institutions	E- voting	15252278	4019870	26.36	4019870	-	100	-
	Poll		1016	0.001	1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Grand Total		40795364	29353491	71.95	29353491	-	100	-

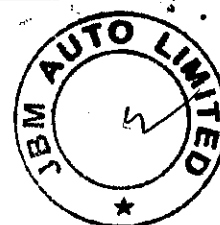
Based on the above, the Ordinary Resolution has been passed with requisite majority.

Resolution 3: Ordinary Resolution

To appoint director in place of Mr. Surendra Kumar Arya (DIN: 00004626), who retires by rotation and being eligible offers himself for re-appointment as a Director :

Whether promoter/ promoter group are interested in the Agenda / resolution								Yes
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	25275424	24097825	95.34	24097825	-	100	-
	Poll		-	-	-	-	-	-
	Total	25275424	24097825	95.34	24097825	-	100	-
Public – institutions	E- voting	267662	92196	34.44	29202	62994	31.67	68.33
	Poll		-	-	-	-	-	-
	Total	267662	92196	34.44	29202	62994	31.67	68.33
Public Non – institutions	E- voting	15252278	4019870	26.36	4019870	-	100	-
	Poll		1016	0.001	1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Grand Total		40795364	28210907	69.15	28147913	62994	99.78	0.22

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



Resolution 4: Ordinary Resolution

To approve the material related party transactions :

Whether promoter/ promoter group are interested in the Agenda / resolution								No
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	25275424	25240409	99.86	25240409	-	100.00	-
	Poll		-	-	-	-	-	-
	Total	25275424	25240409	99.86	25240409	-	100.00	-
Public institutions	E-voting	267662	92196	34.44	29202	62994	31.67	68.33
	Poll		-	-	-	-	-	-
	Total	267662	92196	34.44	29202	62994	31.67	68.33
Public Non institutions	E-voting	15252278	4019870	26.36	4019870	-	100	-
	Poll		1016	0.001	1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Grand Total		40795364	29353491	71.95	29290497	62994	99.79	0.21

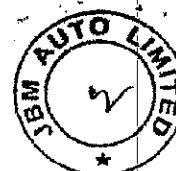
Based on the above, the Ordinary Resolution has been passed with requisite majority.

Resolution 5: Special Resolution

To consider and approve the issue of Securities :

Whether promoter/ promoter group are interested in the Agenda / resolution								No
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	25275424	25240409	99.86	25240409	-	100.00	-
	Poll		-	-	-	-	-	-
	Total	25275424	25240409	99.86	25240409	-	100.00	-
Public institutions	E-voting	267662	92196	34.44	-	92196	-	100
	Poll		-	-	-	-	-	-
	Total	267662	92196	34.44	-	92196	-	100
Public Non institutions	E-voting	15252278	4019870	26.36	4019388	482	99.99	0.01
	Poll		1016	0.001	1016	-	100.00	-
	Total	15252278	4020886	26.36	4020404	482	99.99	0.01
Grand Total		40795364	29353491	71.95	29260813	92678	99.68	0.32

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




Resolution 6: Ordinary Resolution

Appoint Mrs. Pravin Tripathi (DIN:06913463) as an Independent Director

Whether promoter/ promoter group are interested in the Agenda / resolution								No
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	25275424	25240409	99.86	25240409	-	100	-
	Poll		-	-	-	-	-	-
	Total	25275424	25240409	99.86	25240409	-	100	-
Public -- institutions	E- voting	267662	92196	34.44	92196	-	100	-
	Poll		-	-	-	-	-	-
	Total	267662	92196	34.44	92196	-	100	-
Public Non – institutions	E- voting	15252278	4019870	26.36	4019870	-	100	-
	Poll		1016		1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Grand Total		40795364	29353491	71.95	29353491	-	100	-

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

For JBM Auto Limited


(Vivek Gupta)
Chief Financial Officer
& Company Secretary



Place: Faridabad
Date: 05.09.2018



Sunita Mathur
Practicing Company Secretary

COMBINED SCRUTINIZER'S REPORT

To
The Chairman
22nd 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 21st Annual General Meeting of JBM Auto Limited held on Tuesday, 4th September, 2018 at 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 6th August, 2018 of the 22nd Annual General Meeting of the Company, held on Tuesday, 4th September, 2018 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 22nd 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 22nd 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 Tuesday, 28th August, 2018 were entitled to vote on the resolutions as contained in the notice of the 22nd Annual General Meeting.

6. We have issued separate Scrutinizer's Report dated Tuesday, 4th September, 2018 .

a.) on voting by electronic means (i.e. Remote E- Voting) which commenced from Saturday, 1st September (9.00 a.m.) to Monday 3rd September, 2018 (5:00 P.M.) and

b.) on voting through Ballot Paper on the resolutions contained in the notice of 22nd AGM.

7. After conclusion of voting by Ballot paper at the Annual General Meeting, The votes cast thereat we recounted, whereas the votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses (i) Mr. S.S.Mathur r/o B-237, Sector 50, Noida and (ii) Mr. Rishabh Swamy r/o A-143, Ground Floor, Opposite metro pillar 39, Shakarpur, New Delhi-110092 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: -





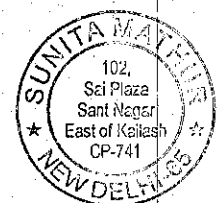
Resolution required:		Resolution 1:- To receive, consider and adopt the Audited IND AS Financial Statements (Standalone & Consolidated) of the Company for the year ended 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon (Ordinary Resolution)						
Whether promoter/promoter 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	25275424	25240409	99.86	25240409	-	100	-
	Poll	-	-	-	-	-	-	-
	Total	25275424	25240409	99.86	25240409	-	100	-
Public – Institutions	E- voting	267662	92196	34.44	92196	-	100	-
	Poll		-	-	-	-	-	-
	Total	267662	92196	34.44	92196	-	100	-
Public Non – Institutions	E- voting	15252278	4019870	26.36	4019870	-	100	-
	Poll		1016		1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Total		40795364	29353491	71.95	29353491	-	100	-

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	25275424	25240409	99.86	25240409	-	100	-
	Poll	-	-	-	-	-	-	-
	Total	25275424	25240409	99.86	25240409	-	100	-
Public institutions	E- voting	267662	92196	34.44	92196	-	100	-
	Poll		-	-	-	-	-	-
	Total	267662	92196	34.44	92196	-	100	-
Public Non – institutions	E- voting	15252278	4019870	26.36	4019870	-	100	-
	Poll		1016		1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Total		40795364	29353491	71.95	29353491	-	100	-



Resolution required:		Resolution 3:- To appoint director in place of Mr. Surendra Kumar Arya (DIN: 00004626), who retires by rotation and being eligible offers himself for re-appointment as a Director (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	25275424	24097825	95.34	24097825	-	100	-
	Poll	-	-	-	-	-	-	-
	Total	25275424	24097825	95.34	24097825	-	100	-
Public institutions	E-voting	267662	92196	34.44	29202	62994	31.67	68.33
	Poll	-	-	-	-	-	-	-
	Total	267662	92196	34.44	29202	62994	31.67	68.33
Public Non institutions	E-voting	15252278	4019870	26.36	4019870	-	100	-
	Poll	-	1016	-	1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Total		40795364	28210907	69.15	28147913	62994	99.78	0.22

Resolution required: Special Business		Resolution 4:- To approve the material related party transactions (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	25275424	25240409	99.86	25240409	-	100	-
	Poll	-	-	-	-	-	-	-
	Total	25275424	25240409	99.86	25240409	-	100	-
Public institutions	E-voting	267662	92196	34.44	29202	62994	31.67	68.33
	Poll	-	-	-	-	-	-	-
	Total	267662	92196	34.44	29202	62994	31.67	68.33
Public Non institutions	E-voting	15252278	4019870	26.36	4019870	-	100	-
	Poll	-	1016	-	1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Total		40795364	29353491	71.95	29290497	62994	99.79	0.21



Resolution required: Special Business		Resolution 5:- To consider and approve the issue of Securities (Special 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	25275424	25240409	99.86	25240409	-	-	-
	Poll	-	-	-	-	-	100	-
	Total	25275424	25240409	99.86	25240409	-	100	-
Public institutions	E-voting	267662	92196	34.44	-	92196	-	100
	Poll	-	-	-	-	-	-	-
	Total	267662	92196	34.44	-	92196	-	100
Public Non institutions	E-voting	-	4019870	-	4019388	482	99.99	0.01
	Poll	15252278	1016	26.36	1016	-	100	-
	Total	15252278	4020886	26.36	4020404	482	99.99	0.01
Total		40795364	29353491	71.95	29260813	92678	99.68	0.32

Resolution required:		Resolution 6:- To appoint Mrs. Pravin Tripathi (DIN:06913463) as an Independent Director (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	25275424	25240409	99.86	25240409	-	100	-
	Poll	-	-	-	-	-	-	-
	Total	25275424	25240409	99.86	25240409	-	100	-
Public institutions	E-voting	267662	92196	34.44	92196	-	100	-
	Poll	-	-	-	-	-	-	-
	Total	267662	92196	34.44	92196	-	100	-
Public Non – institutions	E-voting	-	4019870	-	4019870	-	100	-
	Poll	15252278	1016	26.36	1016	-	100	-
	Total	15252278	4020886	26.36	4020886	-	100	-
Total		40795364	29353491	71.95	29353491	-	100	-

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 & 4 of the Notice of the 22nd 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: 4.09.2018

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
22nd Annual General Meeting of Equity Shareholders of
JBM Auto Limited
601, Hemkunt Chamber,
89, Nehru Place,
New Delhi- 110019

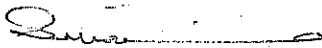
Sub.: Report of the Scrutinizer on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015

Dear Sir,

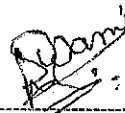
I, Sunita Mathur, Practicing Company Secretary (Membership No. FCS 1743 , CP NO: 741) has been appointed as Scrutinizer for the 22nd Annual General Meeting (AGM) of the Equity Shareholders of "JBM Auto Limited" held on Tuesday, 4th September, 2018 at 12.30 p.m at the Air Force Auditorium, Subroto Park, 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 Saturday, 1st September (9.00 a.m.) to Monday 3rd September, 2018 (5:00 P.M.) –
- 2 The shareholders holding shares as on the "cut off" date i.e. Tuesday , 28th August, 2018 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the Notice of 22st AGM of JBM Auto Limited (Item Number 1 to 5 of the Notice of the 22nd AGM of JBM Auto Limited).
- 3 The votes were unblocked on **Tuesday, 4th September, 2018 at 6.50 P.M.** in the presence of two witnesses (i) Mr. S.S. Mathur r/o B-237, Sector 50 , Noida and (ii) Mr. Rishabh Swamy r/o A-143, Ground Floor, Opposite metro pillar 39, Shakarpur, New Delhi-110092 who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

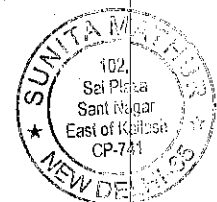


Mr. S.S.Mathur



Mr. Rishabh Swamy

- 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 & 4 of the Notice of the 22nd Annual General Meeting of the Company
- 6 The results of the Remote e-voting are as under:



Resolution1:- To receive, consider and adopt the Audited IND AS Financial Statements (Standalone & Consolidated) of the Company for the year ended 31st March, 2018 together with the reports 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
65	29352475	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
65	29352475	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

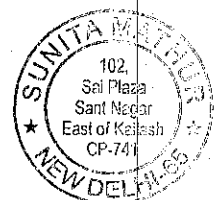
(iii) Invalid Votes:

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

Resolution3:- To appoint director in place of Mr. Surendra Kumar Arya (DIN: 00004626), who retires by rotation and being eligible offers himself for re-appointment as a Director (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
60	28146897	99.78





(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	62994	0.22

(iv) Invalid Votes:

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

Resolution 4:- To approve the material related party transactions (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
64	29290487	99.79

(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	62994	0.21

(iii) Invalid Votes:

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

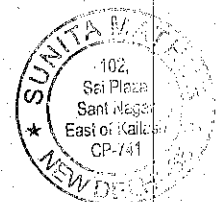
Resolution 5:- To consider and approve the issue of Securities (Special Resolution)

(iv) 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
60	29260803	99.68

(v) 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
5	92678	0.32



(vi) Invalid Votes:

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

Resolution 6:- To appoint Mrs. Pravin Tripathi (DIN:06913463) as an Independent Director (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
65	29352475	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

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: 4.09.2018

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
22nd 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 22nd Annual General Meeting of the equity Shareholders of JBM Auto Limited held on **Tuesday, 4th September, 2018 at 12.30 P.M.** 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 IND AS Financial Statements (Standalone & Consolidated) of the Company for the year ended 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon (Ordinary Resolution)

(i) Voted in favor of the resolution:

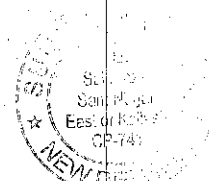
Number of Members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favor
68	1016	100%

(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 (Shares)
5	1367



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
68	1016	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
5	1367

Resolution3:- To appoint director in place of Mr. Surendra Kumar Arya (DIN: 00004626), who retires by rotation and being eligible offers himself for re-appointment as a Director (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
68	1016	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
5	1367

Resolution4:- To approve the material related party transactions (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
68	1016	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
5	1367

Resolution 5:- To consider and approve the issue of Securities (Special 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
68	1016	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
5	1367

Resolution 6:- To appoint Mrs. Pravin Tripathi (DIN:06913463) as an Independent Director (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
68	1016	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

5. 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.

6. 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: 4.09.2018