

**REPORT OF SCRUTINIZER**

**[Pursuant To Section 108 of the Companies Act, 2013 and Rule 20 (xi) of the Companies  
(Management and Administration) Rules, 2014]**

To,

The Chairman

**18<sup>th</sup> Annual General Meeting of the Members (Equity Shareholders) of M/s JBM Auto Limited to be held on Wednesday, the 24<sup>th</sup> Day of September, 2014 at 11.00 A.M. at Dr. Sarvepalli Radhakrishnan Auditorium, Kendriya Vidyalaya No. 2, A.P.S. Colony, Delhi Cantt., New Delhi-110010.**

Dear Sir,

I, Dhananjay Shukla, Practising Company Secretary (FCS No. 5886, COP No. 8271) and Proprietor of M/s Dhananjay Shukla & Associates, Company Secretaries, having office at House No. 23, Basement, Sector-30, Gurgaon-122001, have been appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e- voting carried out as per the provisions of Section 108 of the Companies Act, 2013 to read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions set out in the Notice to the 18<sup>th</sup> Annual General Meeting (AGM) of the Members of M/s JBM Auto Limited (the Company) to be held on **24<sup>th</sup> September, 2014 at 11.00 A.M.** at Dr. Sarvepalli Radhakrishnan Auditorium, Kendriya Vidyalaya No. 2, A.P.S. Colony, Delhi Cantt., New Delhi-110010.


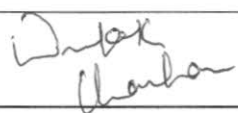
1. The Management of the company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions set out in the notice to the 18<sup>th</sup> Annual General Meetings of the Members of the company. My responsibility as a Scrutinizer for the e- voting process is restricted to make a scrutinizer's report of the votes cast "**in favour**" or "**against**" the resolutions as set out in the Notice and based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) through its website [www.evoting.nsdl.com](http://www.evoting.nsdl.com), the authorized agency to provide the e- voting facilities, engaged by the company.
2. Further to the above , I submit my report as under:-



**dhananjay shukla & associates**  
**company secretaries**

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Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

- i) In accordance with the Notice of 18<sup>th</sup> Annual General Meeting sent to the shareholders and the "Advertisement" published pursuant to Rule 20(3)(v) of the Companies (Management and Administration) Rules, 2014 on Tuesday, 2<sup>nd</sup> September 2014 in Financial Express (English Newspaper, Delhi Edition) and on Wednesday, 3<sup>rd</sup> September 2014, in Jansatta (Hindi Newspaper, Delhi Edition), the e-voting period opened at Thursday, 18<sup>th</sup> September, 2014 (09.00 A.M.) and remained open upto Saturday, 20<sup>th</sup> September, 2014 (06.00 P.M.)
- ii) The members of the company as on the "cut off" date i.e. 22<sup>nd</sup> August, 2014 were entitled to vote on the resolutions (Item No. 1 to 15) as set out in the Notice of the 18<sup>th</sup> Annual General Meeting of the company.
- iii) The votes cast were unblocked on Monday, 22<sup>nd</sup> September, 2014 (11.30 A.M.) in the presence of 2 witnesses, Mr. Ram Sahay and Mr. Deepak Chauhan, who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness No. 1	Witness No. 2
 _____	 _____
Ram Sahay 601, Service Station Road, Rajokari, New delhi-110038	Deepak Chauhan H. No. 209, Shiv Colony Palla No. 1, Faridabad, Haryana-121003

- (iv) Thereafter the details containing, *inter alia*, list of Members, who voted "in favour", or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and based on such report generated, the results of the e-voting are as under:-



**Item No. 1 of the Notice**

**Ordinary Resolution** to receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2014 and the statement of Profit & Loss for the year ended on that date and the Report of the Directors and Auditors thereon.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
30	8334551.000	100

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 2 of the Notice**

**Ordinary Resolution** to Declare Dividend

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
30	8334551.000	100

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0



**dhananjay shukla & associates**  
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(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 3 of the Notice**

*Ordinary Resolution to appoint a director in place of Mr. S.K. Arya (DIN 00004626), who retires by rotation and being eligible, offers himself for re-appointment.*

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
30	8334551.000	100

(ii) **Voted against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 4 of the Notice**

*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.*

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
29	8328051.000	99.9220



