

JAY BHARAT MARUTI LIMITED

Corporate Office :

Plot No. 9, Institutional Area,
Sector 44, Gurgaon-122 003 (Hr.)
T : +91 124 4674500, 4674550
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Ref. No.: JBML/SE/20-21/21

Date: 12th September, 2020

**BSE Limited
Phiroz Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001**

**The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G- Block,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051**

Scrip Code: 520066

Scrip Code: JAYBARMARU

Sub: 33rd Annual General Meeting- Submission of Consolidated Scrutinizer Report

Dear Sir/Madam,

This has reference to our letter dated September 11, 2020, regarding intimation of proceedings of the 33rd Annual General Meeting (AGM) of the Company held on September 10, 2020 at 2:00 PM through Video Conferencing / Other Audio Visual Means. With reference to the captioned matter, we are submitting herewith Consolidated Report of the Scrutinizer on the Remote E-Voting and voting conducted at the AGM as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.

This is for your information and records please.

Thanking you,

Yours truly,

For Jay Bharat Maruti Limited

**(Ravi Arora)
Company Secretary**

Encl: a/a

Works :

Plant I : Plot No. 5, MSIL, Joint Venture Complex, Gurgaon-122 015 (Haryana) T: +91 124 4887200, F: +91 124 4887300
Plant II : Village & Post - Mohammadpur Narsinghpur, Sector 36, Gurgaon - 122 001 (Haryana) T: +91 124 4935300, F: +91 124 4935332
Plant III : Plot No. 15-16 & 21-22, Sector 3A, Maruti Supplier Park, IMT Manesar, Gurgaon -122 051 (Haryana) T: +91 9999190423, 9899079952
Plant IV : Plot No. 322, Sector - 3, Phase-II, GWC, Bawal - 123 501 (Haryana) T +91 8221004201, 8221004203
Regd. Office : 601, Hemkunt Chambers, 89, Nehra Place, New Delhi - 110 019 T : +91 11 26427104-06. F : +91 11 26427100
CIN : L29130DL1987PLC027342



Consolidated Scrutinizer's Report
[Pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of
The Companies (Management and Administration) Rules, 2014, as amended]

To

The Chairman of 33rd Annual General Meeting of Equity Shareholders of Jay Bharat Maruti Limited (L29130DL1987PLC027342) held on Thursday, 10th September, 2020 at 2 P.M through Video Conferencing (VC) or Other Audio Visual Means (OAVM)

1. I, Sunita Mathur, Company Secretary in practice have been appointed as Scrutinizer by the Board of Directors of Jay Bharat Maruti Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 26 June 2020 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India calling the 33rd Annual General Meeting of Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Thursday, 10th September, 2020 at 2 P.M . IST through VC / OAVM.
2. The said appointment as Scrutinizer is 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, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote evoting"); and
 - (ii) process of e-voting at the AGM through electronic voting system ("evoting").

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and evoting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFin Technologies Private Limited ("KFin"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or KFin for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Wednesday, 2 September 2020 were entitled to vote on the resolutions (item nos. 1 to 6 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

The Advertisements as stipulated under Section 108 and Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, were published in Business Standard (Hindi & English edition) on 13th August, 2020.

6. Remote e-voting process:-

- i) The remote e-voting period remained open from Monday, 7th September, 2020 (9.00 a.m. IST) to Wednesday, 9th September, 2020 (5.00 p.m. IST) and facility for Instapoll for evoting was also available during the meeting.
- ii) The votes cast were unblocked on Thursday, 10 September 2020 after the conclusion of the AGM 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

- iii) Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of KFin, i.e., <https://evoting.karvy.com>. Based on the report generated by KFin and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM:-

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by KFin under my instructions.
- ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / KFin and the authorizations lodged with the Company/ KFin on test check basis.
- iii. The e-votes cast were unblocked on Thursday, 10 September, 2020 after the conclusion of the AGM.

8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by KFin, scrutinized on test check basis and relied upon by me as under:-

Item No. of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid/#Rejected votes Nos	
	No of Votes (ii)	As a % of total number of valid votes (Favour and Against) (iii= ii/ (ii+iv)* 100)	No of Votes (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv)* 100)	Total number of members whose votes were declared invalid . (vi)	Total number of votes cast by them (vii)
Item No.1:- To receive, Consider and adopt the Audited Financial	15698146	100	0	0	0	0

Statements of the Company (including Consolidated Financial Statements) for the financial year ended 31st March, 2020, together with the reports of the Board of Directors and Auditors thereon. (As an Ordinary Resolution)							
Item No. 2 - To declare dividend on equity shares. (As an Ordinary Resolution)	15698146	100	0	0	0	0	0
Item No.3-To appoint director in place of Mr. Nishant Arya (DIN 00004954) who retires by rotation and, being eligible, offers himself for reappointment (As an Ordinary Resolution)	13352196	100	0	0	6	2345950	
Item No.4 -Revision in the period of appointment of Mr. S.K. Arya (DIN : 00004626), Chairman & Managing Director (As a Special Resolution)	13352176	99.9999	20	0.0001	6	2345950	
Item No.5- Continuation of Directorship of Mr. Dhanendra Kumar (DIN: 05019411), as Independent Director of the Company (As a Special Resolution)	15698126	99.9999	20	0.0001	0	0	
Item No.6-To consider and approve Proposal for Issue of Securities in terms of Section 42, 62 and 71 of the Companies Act, 2013. (As a special Resolution)	15698126	99.9999	20	0.0001	0	0	

#Rejected votes were of relatives as **per section 2(77) and companies in which director is holding more than 2%** Pursuant to section 184 (1) and rule 9(1) of The Companies Act, 2013

9. 311 Number of members Voted out of which 302 members voted through e-voting process and 9 Members voted through e-voting process (INSTAPOLL) at the AGM. All shareholders voted in favour of the Resolutions except one shareholder voted against Resolution No. 4 - 6
10. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Restriction on Use

11. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of KFin. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing .

**Thanking You,
Yours faithfully**

CS Sunita Mathur
(Scrutinizer)
C.P.No. 741 , FCS 1743
ICSI UDIN: F001743B000695524

Place: NOIDA
Date: 12/09/2020