



JMT AUTO LTD.

An Amtek Group Company

JMT/CS/155/2018-19

Date: 28.09.2018

To, The Compliance Officer, National Stock Exchange of India Ltd. Exchange Plaza Bandra Kurla Complex, Bandra Mumbai-400 051 Scrip Code: JMTAUTOLD	To, The Compliance Officer Bombay Stock Exchange Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code - 516391
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Dear Sir,

Sub: Proceedings of the 31st Annual General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report

Please find annexed the proceedings of the 31st Annual General Meeting of JMT AUTO Limited, held on Thursday the 27th September, 2018 at Mapple Emerald, NH-8, Rajokri, New Delhi-110038, at 10.00 A.M. pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for your perusal and record pursuant to the Listing Agreement, along with the Scrutinizer's Report.

Please acknowledge receipt of the same.

Thanking You.

Yours faithfully,
For JMT AUTO LIMITED

.....
(Mona K Bahadur)
Company Secretary

Encl: As above

CIN : L42274DL1937PLC270939

Corporate Office & Works :

C-19-20, 7th Phase, Industrial Area,
Adityapur, Jamshedpur-832 109, Jharkhand, India
Phone : +91-657-6626379/6626333
Fax : +91-657-2200749, E-mail : jmt.auto@amtek.com
Website : www.jmtauto.com

Registered Office :

3 LSC, Pamposh Enclave
Guru Nanak Market
Opp. LSC Market
New Delhi - 110048
Phone : +91 9234602083

PROCEEDINGS OF THE 31st ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S JMT AUTO LIMITED HELD AT MAPPLE EMERALD, NH8, RAJOKRI, NEW DELHI-110 038, ON THURSDAY, THE 27th DAY OF SEPTEMBER, 2018 AT 10.00 A.M.

I. Chairman

Sri Sanjay Chhabra, Chairman of the Company, presided the meeting. Statutory Auditor, Chairman of Audit Committee, Secretarial Auditor & Scrutinizer of the AGM were also present. Total 74 members attended the meeting.

II. Quorum and Notice

The Company Secretary apprised the Chairman that the required quorum as per the Companies Act, 2013 was present for conducting the affairs of the meeting. After ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting to order. Notice convening the Annual General Meeting together with Explanatory statement as circulated among the members was taken as read.

III. Address by Chairman

The Chairman gave his speech about the fluctuating scenario of the Auto Component Industry, and also about the changes proposed by the Company to accelerate the growth in near future.

IV. Remote E-voting & Ballot at AGM

Then the Company Secretary informed the members present that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (Management and Administration) Rules, 2014 the Company had provided e-voting facility through CDSL in respect of businesses to be transacted at the 31st AGM of the Company.

The e-voting had remained open from 24th September, 2018 (9.00 a.m.) to 26th September, 2018 (5.00 p.m.) and the appointed scrutinizer M/s S Khurana & Associates, Practicing Company Secretaries shall present their report.

Thereafter ballot papers were distributed to the members present for voting at the AGM.

V. Voting on Agenda Items by Ballot at AGM

With permission of the Chairman, the Company Secretary read out the Items on the Agenda, one by one. The resolutions were proposed and seconded by various shareholders present at the meeting and then the shareholders cast their votes through the ballot paper.

Ballot box was handed over to the Scrutinizer, Mr. S Khurana, present at the meeting.



VI. Resolutions

The following five resolutions were proposed and seconded by the members to be passed through the e-voting and the ballot process conducted at the AGM:-

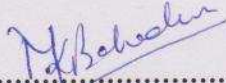
1. Adoption of standalone and consolidated audited financial statements as at 31st March, 2018 together with the Directors' Report and Auditors' Report thereon. (Ordinary Resolution)
2. Re-appointment of Sanjay Tiku (DIN-00300566), Director, retiring by rotation. (Ordinary Resolution)
3. Re-appointment of Aditya Malhotra (DIN-02191303), Director, retiring by rotation. (Ordinary Resolution)
4. Ratification of remuneration of Cost Auditors for FY 2018-19. (Ordinary Resolution)
5. Re-appointment of Sanjay Tiku as Whole Time Director for 5 years. (Ordinary Resolution)

VII. Vote of Thanks

There being no other business, the meeting ended with a vote of thanks to the Chair.

CERTIFIED TO BE TRUE COPY

For JMT AUTO LIMITED



.....
(Mona K Bahadur)
Company Secretary



S. Khurana & Associates

Company Secretaries

Email: sachinkhuranacs@gmail.com

(M): 9540407575, 9999512628

SCRUTINIZER'S REPORT

To,

The Chairman,

JMT AUTO LIMITED

3, LSC, Pamposh Enclave, Guru Nanak Market,

Opp LSC Market, New Delhi-110 048

Subject: Scrutinizer's Report pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Sachin Khurana**, Company Secretary in Whole time Practice, was appointed as a Scrutinizer by the Board of Directors of **M/s JMT Auto Limited** at its meeting held on **August 13, 2018**, for the purpose of:

- i. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
- ii. Poll through polling papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolution(s) contained in the Notice of the AGM of the shareholders of the Company held on **September 27, 2018** at Hotel Mapple Emerald, Yawantika Colony, Rajokri, New Delhi - 110038.
- iii. The Company had appointed Central Depository Securities Limited (CDSL) to provide the facility of remote e-voting with respect to voting by electronic means for the AGM.
- iv. As per the said rules, the Company had mentioned in the Notice that the remote e-voting period will commence on **Monday, September 24, 2018 (9:00 a.m.) and will end on Wednesday, September 26, 2018 (5:00 p.m.)**.
- v. The shareholders holding shares as on "cut off" date i.e. **September 20, 2018** were entitled to vote on the proposed resolutions.
- vi. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in our presence.
- vii. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.
- viii. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were duly unblocked and downloaded from the website of CDSL i.e. <https://www.evotingindia.com>.
- ix. In Public (Non-Institutions) there were total **Seventy Four (74)** members has attended the meeting, but out of such members there were **Twenty Three (23)** Members who has not casted their vote on poll at Annual General Meeting.



Summary of the votes is given below:-

ORDINARY BUSINESS:-

Resolution 1. To consider and adopt:-

(a) The audited financial statement of the Company for the financial year ended March 31, 2018, the reports of the Board of Directors and Auditors thereon; **and**

(b) The audited consolidated financial statement of the Company for the financial year ended March 31, 2018, and the reports of the Auditors thereon;

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	28	361445949	99.994
Poll	51	20424	0.006
TOTAL	79	361467373	100

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

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	4	1000	0.00
Poll	Nil	Nil	Nil
TOTAL	4	1000	0.00

Invalid Votes:

Total no. of members whose poll votes were declared invalid	Total no. of votes cast by them
3	30

The aforesaid resolutions were passed with requisite majority.

Resolution 2. To appoint a Director in place of Sanjay Tiku (DIN-00300566), who retires by rotation and being eligible, offers himself for re- appointment.

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	25	361425412	99.989
Poll	51	20424	0.006
TOTAL	76	361467373	99.995



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

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	7	21537	0.005
Poll	Nil	Nil	Nil
TOTAL	7	21537	0.005

(iii) Invalid Votes:

Total no. of members whose poll votes were declared invalid	Total no. of votes cast by them
3	30

The aforesaid resolutions were passed with requisite majority.

SPECIAL BUSINESS:-

Resolution 3. To appoint a Director in place of Aditya Malhotra (DIN-02191303), who retires by rotation and being eligible, offers himself for re- appointment.

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	25	361425412	99.989
Poll	51	20424	0.006
TOTAL	76	361467373	99.995

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

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	7	21537	0.005
Poll	Nil	Nil	Nil
TOTAL	7	21537	0.005

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
3	30

The aforesaid resolutions were passed with requisite majority.



Resolution 4 Ratification of Remuneration of Cost Auditors for FY 2018-19.

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	27	361445936	99.994
Poll	51	20424	0.006
TOTAL	78	361467373	100

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

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	5	1013	0
Poll	Nil	Nil	Nil
TOTAL	5	1013	0

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
3	30

The aforesaid resolutions were passed with requisite majority.

Resolution 5 Reappointment of Sanjay Tiku as Whole time Director for 5 years.

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	25	361425412	99.989
Poll	51	20424	0.006
TOTAL	76	361467373	99.995

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

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	7	21537	0.005
Poll	Nil	Nil	Nil
TOTAL	7	21537	0.005



(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
3	30

The aforesaid resolutions were passed with requisite majority.

The register, all other papers and relevant records relating to Electronic voting & Poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you
Yours faithfully,

**For S. Khurana & Associates
Company Secretaries**


27/9/18
Sachin Khurana
Proprietor
Membership No.: A35297
Place: New Delhi
Date: 27/09/2018

