

# JMC Projects (India) Ltd.

ENGINEERS & CONSTRUCTORS (A Kalpataru Group Enterprise) CIN : L45200GJ1986PLC008717

Registered Office : A-104, Shapath-4, Opp. Karnavati Club, S.G. Road, Ahmedabad-380 015, INDIA.

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August 10, 2017

<b>Corporate Service Department</b> <b>BSE Limited</b> 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.	<b>The Listing Department</b> <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051.
Scrip Code: 522263	Trading Symbol: JMCPROJECT –EQ

**Sub:** Proceedings of 31<sup>st</sup> Annual General Meeting of the Company held on August 10, 2017

Dear Sir / Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the proceedings of 31<sup>st</sup> Annual General Meeting of the members of the Company held today at 3:00 p.m. at Ahmedabad.

The same may please be taken on record and disseminated to all concerned.

Thanking you,

Yours sincerely,  
For **JMC Projects (India) Limited**

**Samir Raval**  
Company Secretary & Compliance Officer



Encl. A/a



## JMC Projects (India) Ltd.

### Gist of the Proceedings of 31<sup>st</sup> Annual General Meeting of the members of JMC Projects (India) Limited

<b>Day &amp; Date of Annual General Meeting</b>	:	<b>Thursday, August 10, 2017</b>
<b>Time of the Annual General Meeting</b>	:	<b>3.00 p.m.</b>
<b>Venue</b>	:	<b>Ahmedabad Textiles Mills Association, ATMA Auditorium, Opp. Old RBI Office, Ashram Road, Ahmedabad - 380 009.</b>

Mr. D. R. Mehta, Chairman presided over the proceedings of the Annual General Meeting (the "meeting").

The Meeting was also attended by:

Mr. S. K. Tripathi	-	CEO & Dy. Managing Director
Mr. Manoj Tulsian	-	Whole-time Director & CFO
Mr. S. R. Mehta	-	Non-Executive & Independent Director
Mr. Hemant Modi	-	Non-Executive Director
Mr. Manish Mohnot	-	Non-Executive Director
Mr. Kamal Jain	-	Non-Executive Director
Ms. Anjali Seth	-	Non-Executive & Independent Director
Mr. Samir Raval	-	Company Secretary
Mr. Vikas Kasat	-	Representative of Statutory Auditors M/s. B S R & Co, LLP
Mr. Kanjin Seth	-	Representative of Secretarial Auditors M/s. D. M. Zaveri & Co.

47 members holding in aggregate 2,26,64,299 equity shares attended the meeting in person or through authorized representative or proxies as per attendance slips.

Mr. D. R. Mehta, Chairman of the Meeting confirmed that the quorum was present and commenced the Meeting.

The Chairman informed the Members that Register of Directors & Key Managerial Personnel and Register of Contracts were kept open for inspection by the members present during the continuance of the meeting.

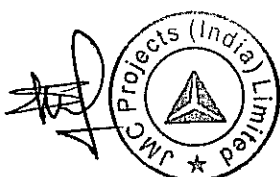
The Chairman thereafter introduced all those present on the dais and commenced the proceedings of the meeting.

With the consent of the Members present, the Notice convening the Meeting, having been circulated to all the Members, was taken as read.

As there was no qualification, adverse remark or observation in the independent Auditor's reports, the same was not read.

On the invitation of the Chairman, some of the members raised questions about the operations and progress of the Company, impact of GST on Company's business, Company's future outlook and vision in coming years etc. which were suitably addressed by Mr. Manoj Tulsian, Whole-time Director & CFO.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS-2), the Company has provided remote e-voting facility to the members of the Company in





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respect of resolutions to be passed at the Meeting. The remote e-voting commenced at 10.00 a.m. on August 7, 2017 and ended at 5.00 p.m. on August 9, 2017.

The Chairman informed the members that the facility for voting through Polling Papers is made available during the Meeting for those Members who have not cast their vote through remote e-voting.

He further informed that the Company has engaged the services of CDSL as the agency for providing remote e-voting facility and has appointed Mr. Vishal Thawani, Proprietor of M/s. Vishal Thawani & Associates, (Membership no. A43938), Company Secretaries in Practice, as the Scrutinizer for the purpose of scrutinizing Poll and remote e-voting process.

Thereafter, the following eight resolutions required to be passed were proposed and seconded. The Chairman ordered a poll to be taken at the meeting and requested Mr. Vishal Thawani, Scrutinizer, for an orderly conduct of the Polling Process. Thereafter, the poll was conducted smoothly.

### Ordinary Business

1. Adoption of the Audited Ind AS Financial Statements both on standalone and consolidated basis and Reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2017. [Ordinary Resolution]
2. Declaration of dividend for the financial year ended March 31, 2017. [Ordinary Resolution]
3. Appointment of a director in place of Mr. Shailendra Kumar Tripathi, who retires by rotation and being eligible, offers himself for re-appointment. [Ordinary Resolution]
4. Ratification of appointment of Statutory Auditors M/s B S R & Co. LLP, Chartered Accountants [Ordinary Resolution]

### Special Business

5. Ratification of remuneration to M/s K. G. Goyal & Associates, Cost Auditor for the FY 2017-18. [Ordinary Resolution]
6. Appointment of Ms. Anjali Seth as an Independent Director of the Company. [Ordinary Resolution]
7. Appointment and fixing the terms of remuneration of Mr. Shailendra Kumar Tripathi as CEO & Dy. Managing Director. [Ordinary Resolution]
8. Issue of Non-Convertible Debentures (NCDs) on a Private Placement basis [Special Resolution]

The Members were informed that the results of remote e-voting and poll conducted at the Annual General Meeting would be declared on or before August 12, 2017.

The Meeting concluded with a vote of thanks to the Chairman.

For JMC Projects (India) Limited

  
Samir Raval

Company Secretary & Compliance Officer

