

MAHAVIR LUNAWAT

B-901, SAI SANSKAR CHS LTD S. T. ROAD, PUNJAB WADI, DEONAR, OPP SARAS BAUG, TELECOM FACTORY DEONAR, MUMBAI,
400088

September 29, 2014

Combined report of Scrutinizer for E-voting & Poll

[Pursuant to Section 108 /109 of the Companies Act, 2013 and Rule 20(3) (xi) / Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

The Chairman

Annual General Meeting of the Equity Shareholders of

JMC Projects (India) Limited

Held on September 27, 2014 at

Lions Hall, the Lions Club (Society) of Ahmedabad

Nr. Mithakhali Six Roads, Maharashtra Society

Ellisbridge, Ahmedabad - 380006

Dear Sir,

I, Mahavir Lunawat, was appointed as Scrutinizer for the 28th Annual General Meeting of the Equity Shareholders of JMC Projects (India) Limited held on Saturday, September 27, 2014 at Lions Hall, the Lions Club (Society) of Ahmedabad, Nr. Mithakhali Six Roads, Maharashtra Society, Ellisbridge, Ahmedabad - 380006 for the purpose of scrutinizing the e-voting carried process in a fair and transparent manner and ascertaining the requisite majority on E voting carried process out as per the provisions of the Companies Act, 2013 read with Sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 and as Scrutinizer for poll carried on at the 28th Annual General Meeting.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means on the resolutions contained in the Notice to the 28th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and poll is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" for the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.



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1. The result of the e-voting and poll for all the proposed resolutions:

Resolution No.	Types of Resolution	No. of Votes – in favour		No. of Votes – against	
		Nos	% of Votes in favour on votes polled	Nos	% of Votes against on votes polled
1	Ordinary	18473004	100.00%	5	0.00%
2	Ordinary	18472704	100.00%	305	0.00%
3	Ordinary	18473004	100.00%	5	0.00%
4	Ordinary	18473004	100.00%	5	0.00%
5	Ordinary	18473004	100.00%	5	0.00%
6	Ordinary	18473004	100.00%	5	0.00%
7	Ordinary	18473004	100.00%	5	0.00%
8	Special	18472704	100.00%	5	0.00%
9	Special	18472704	100.00%	5	0.00%
10	Special	18472704	100.00%	5	0.00%
11	Ordinary	18472704	100.00%	5	0.00%
12	Ordinary	18473004	100.00%	5	0.00%
13	Ordinary	18472704	100.00%	5	0.00%
14	Ordinary	18472704	100.00%	5	0.00%
15	Special	18472704	100.00%	5	0.00%

All the resolutions as mentioned above have been passed under e-voting and poll with requisite majority.

There are 3 polling papers aggregating 330 (approx.) number of shares that are considered as invalid due to incomplete information and non legible data mentioned in the poll paper.

The Register, all other papers and relevant record relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 28th Annual General Meeting and thereafter the same shall be handed over to the Company Secretary of the Company

Mahavir Lunawat

Place: Mumbai

Date: September 29, 2014

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September 24, 2014

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

The Chairman

Annual General Meeting of the Equity Shareholders of JMC Projects (India) Limited

To be held on September 27, 2014 at
Lions Hall, the Lions Club (Society) of Ahmedabad
Nr. Mithakhali Six Roads, Maharashtra Society
Ellisbridge, Ahmedabad - 380006

Dear Sir,

I, Mahavir Lunawat, was appointed as Scrutinizer by the Board of Directors for the 28th Annual General Meeting of the Equity Shareholders of JMC Projects (India) Limited to be held on Saturday, September 27, 2014 at Lions Hall, the Lions Club (Society) of Ahmedabad, Nr. Mithakhali Six Roads, Maharashtra Society, Ellisbridge, Ahmedabad - 380006 for the purpose of scrutinizing the e-voting carried process in a fair and transparent manner and ascertaining the requisite majority on E voting carried process out as per the provisions of the Companies Act, 2013 read with Sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 on the below mentioned resolution referred in my report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means on the resolutions contained in the Notice to the 28th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" for the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

Further to above, I submit my report as under

1. The e-voting period remained open from 9.00 AM on Sunday, September 21, 2014 up to 6.00 PM on Tuesday, September 23, 2014.
2. The Shareholders of the Company holding shares as on the "cut-off" date i.e August 22, 2014 were entitled to vote on the proposed resolution as mentioned in the Notice of the 28th AGM (items no 1 to 15 as set out in the notice of the 28th Annual General Meeting of the Company).



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3. The votes were unblocked on Wednesday, the September 24, 2014 around 11.45 AM in presence of two witnesses, namely Mr. Kanjin Sheth and Ms. Jyothi Shetty who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Kanjin Sheth



Jyothi Shetty

4. Thereafter the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from e-voting website of Central Depository Service (India) Limited (<https://www.evotingindia.co.in>) and based on such reports generated;



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5. The result of the e-voting for all the proposed resolutions from No. 1 to No. 15, is as under:

Promoter/Public	Resolutions	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (2)/(1)*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)-[(5)/(2)] *100
Promoter and Promoter Group	1 to 15	17548908	17548908	100.00%	17548908	0	100.00%	0.00%
Public-Institutional holders	1 to 15	683700	683700	100.00%	683700	0	100.00%	0.00%
Public-Others	1 to 15	6289	6289	100.00%	6284	5	99.92%	0.08%
Total		18238897	18238897	100.00%	18238892	5	100.00%	0.00%

6. Proceeding / details regarding e-Voting result of the AGM of the Company:

Resolution No.	Details of Resolution	Nature of Resolution	Mode of Voting	Result of e-Voting
1.	To consider and adopt the audited financial statements including balance sheet as at March 31, 2014, profit and loss statement, cash flow statement for the year ended on that date, Reports of Directors and Auditors of the Company thereon and audited consolidated financial statement for the year ended March 31, 2014.	Ordinary	e-Voting	Passed with requisite majority
2.	To declare and sanction payment of Dividend of Rs. 1.00 per Equity Share for the financial year 2013-14	Ordinary	e-Voting	Passed with requisite majority
3.	To appoint a Director in place of Mr. Hemant Ishwarlal Modi, who retires from office by rotation and being eligible, offers himself for re-appointment	Ordinary	e-Voting	Passed with requisite majority
4.	To appoint M/s Kishan M. Mehta & Co., Chartered Accountants as Auditor of the Company and to fix their remuneration	Ordinary	e-Voting	Passed with requisite majority
5.	To appoint Mr. Devendra Raj Mehta as	Ordinary	e-Voting	Passed with requisite majority

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	Independent Director of the Company for a term of 5 years			majority
6.	To appoint Mr. Shailendra Raj Mehta as Independent Director of the Company for a term of 5 years	Ordinary	e-Voting	Passed with requisite majority
7.	To appoint Mr. Mahendra G. Punatar as Independent Director of the Company for a term of 5 years	Ordinary	e-Voting	Passed with requisite majority
8.	To borrow monies from time to time in excess of aggregate of paid up share capital and free reserves	Special	e-Voting	Passed with requisite majority
9.	Consent for payment of remuneration every year, which may exceed one percent of the net profit of the Company for each financial year, as computed in the manner as prescribed in section 198 of the Act or any other applicable provision for the time in force, to the non-executive directors of the Company	Special	e-Voting	Passed with requisite majority
10.	Consent for payment of commission of Rs. 21,00,000/- to non-executive directors for the financial year 2013-14	Special	e-Voting	Passed with requisite majority
11.	To appoint M/s. K. G. Goyal & Associates, Cost Accountants , as Cost Auditor of the Company and to fix their remuneration	Ordinary	e-Voting	Passed with requisite majority
12.	Regularization of Ms. Anjali Karamnarayan Seth as Director who was appointed as Additional Director	Ordinary	e-Voting	Passed with requisite majority
13.	Variation in terms of appointment of Director Mr. Kamal Jain	Ordinary	e-Voting	Passed with requisite majority
14.	Variation in terms of appointment of Director Mr. Manish Mohnot	Ordinary	e-Voting	Passed with requisite majority
15.	Approval and Adoption of new Articles of Association in place of existing once	Special	e-Voting	Passed with requisite majority

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7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 28th Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.



Mahavir Lunawat

Place: Mumbai

Date: September 24, 2014