



# JMC Projects (India) Limited

**ENGINEERS & CONSTRUCTORS**

**(A Kalpataru Group Enterprise)**

**Corporate Office :** 6th Floor, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (East), Mumbai - 400055

**Phone :** +91-22-3005 1500 • **Fax :** +91-22-3005 1555 • **www.jmcprojects.com**



**December 28, 2017**

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

## **Sub.: Voting Results of Postal Ballot and E-Voting**

Dear Sirs,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results of Postal Ballot and E-Voting along with the Scrutinizer's Report dated December 28, 2017 for the Special Resolution proposed under Section 180(1)(a) of the Companies Act, 2013 authorizing, inter alia, to create charge, mortgage, sale, lease etc. of assets of the Company, as referred in the Postal Ballot Notice dated November 13, 2017.

The Voting Results along with the Scrutinizer's Report is being displayed on the website of the Company viz. [www.jmcprojects.com](http://www.jmcprojects.com)

This is for your information and records please.

Thanking You,

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

**Samir Raval**  
**Company Secretary & Compliance Officer**



*Encl: As above*

JMC Projects (India) Limited

Date of declaration of Results: 28th December, 2017

Date of Postal Ballot Notice	13.11.2017
Total Number of Shareholders on record date i.e. 17th November, 2017	10,161
Voting start date	28.11.2017
Voting end date	27.12.2017
No. of shareholders present in the meeting either in person or through proxy:	N.A.
Promoter and Promoter Group:	-
Public:	-
No. of shareholders attended the meeting through Video Conferencing:	N.A.
Promoter and Promoter Group:	-
Public:	-

Resolution 1: Resolution under Section 180(1)(a) of the Companies Act, 2013 for authority, inter alia, to create charge, mortgage, sale, lease etc. of assets of the Company, as referred in the above mentioned Postal Ballot Notice and Resolution.

Resolution required: Ordinary/Special			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	E-Voting	22,562,881	22,562,881	100.0000	22,562,881	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		22,562,881	100.0000	22,562,881	-	100.0000	-
Public – Institutions	E-Voting	4,709,396	4,432,274	94.1156	4,383,253	49,021	98.8940	1.1060
	Poll/Postal ballot		-	-	-	-	-	-
	Total		4,432,274	94.1156	4,383,253	49,021	98.8940	1.1060
Public - Non Institutions	E-Voting	6,308,757	5,630	0.0892	5,620	10	99.8224	0.1776
	Poll/Postal ballot		53,829	0.8532	53,814	15	99.9721	0.0279
	Total		59,459	0.9425	59,434	25	99.9580	0.0420
Total	E-voting	33,581,034	27,000,785	80.4049	26,951,754	49,031	99.8184	0.1816
	Poll/Postal ballot		53,829	0.1603	53,814	15	99.9721	0.0279
	Total		27,054,614	80.5652	27,005,568	49,046	99.8187	0.1813

For JMC Projects (India) Limited

  
Company Secretary



# *D. M. ZAVERI & Co.*

Company Secretaries

**SS** Dharmesh Zaveri  
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067  
Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503 Website: www.dmzaveri.com

## SCRUTINIZER REPORT ON POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,  
JMC Projects (India) Limited  
A-104, Shapath 4, Opp. Karnavati Club,  
S. G. Road, Ahmedabad 380015

**Sub: Report on passing of resolution through Postal Ballot Process**

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & Co., Practising Company Secretaries, Mumbai, was appointed as Scrutinizer in the Board Meeting held on Monday, 13<sup>th</sup> November, 2017 for the purpose of scrutinizing the physical postal ballot papers received by post and e-voting done through platform provided by Central Depository Services (India) Limited, in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for time being in force as amended from time to time) by the Board of Directors of the Company on the resolution contained in the Postal Ballot Notice dated 13<sup>th</sup> November, 2017 of the Company.

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 e-voting and voting done through postal ballot received on the resolution contained in the Notice dated 13<sup>th</sup> November, 2017 of the Company. My responsibility as a scrutinizer for the e-voting and for the postal ballot voting is as per my engagement in this respect including to conduct e-voting, physical ballots voting process in fair and transparent manner and to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolution as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India)



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Company Secretaries

**CS Dharmesh Zaveri**  
B.Com., F.C.S.

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Limited ("CDSL"), the authorised agency engaged by the Company to provide e-voting facilities and for voting done by postal ballots.

I submit my report as under;

- 1.1. The Company has completed the dispatch/ e-mailing of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed pre-paid business reply envelopes through courier/ registered acknowledge post on Monday, 27<sup>th</sup> November, 2017 to the members of the Company, whose names appeared in the register of Members/ List of beneficiaries and by emails to those members whose email ID are registered either with depositories or with the Company as on cut-off date i.e. 17<sup>th</sup> November, 2017.
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on Tuesday, 28<sup>th</sup> November, 2017 and it carried the required information as specified in the said rules.
- 1.3. As mentioned in the Postal ballot notice all postal ballot forms received upto the closure of working hours i.e. 5.00 p.m. on Wednesday, 27<sup>th</sup> December, 2017 being the last date and time fixed by the Company for receipt of the forms were considered and the e-voting module was disabled by CDSL for voting thereafter.
- 1.4. The particulars of all Postal ballot forms received from the members and details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of CDSL (www.evotingindia.com) have been entered into register maintained for the same.
- 1.5. All postal ballot forms received upto close of working hours i.e. 5.00 P.M. on Wednesday, 27<sup>th</sup> December, 2017 were duly opened in my presence and the same were scrutinized and processed with the computer statement containing the shareholders name, Folio Number/ Client ID No. / DP ID, Postal Ballot No, No of Shares held, No of votes polled, assented, dissented and rejected if any, were generated. The shareholding and the signature of shareholders who have exercised their vote through postal ballot were verified with the records maintained by the Registrar & Share Transfer Agent namely M/s. Link Intime India Private Limited ("RTA").
- 1.6. Envelopes containing postal ballot forms which were returned undelivered were not opened.





# D. M. ZAVERI & Co.

## Company Secretaries

**CS Dharmesh Zaveri**  
B.Com., F.C.S.

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- 1.7. I have found 5 (five) ballot forms which were considered to be invalid due to either signature mismatch/ signature not found. I have also found one ballot form in which signature of member was not available for verification with data maintained by RTA and hence I have considered as valid.
- 1.8. I have also received a complete record of votes cast by electronic mode from CDSL, the agency for providing and supervising electronic platform on Wednesday, 27<sup>th</sup> December, 2017 at 5.15 p.m. and which was closed by CDSL on Wednesday, 27<sup>th</sup> December, 2017 at 5.00 p.m.
- 1.9. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" of the resolution that was put to vote, were generated from the physical ballot forms received by post and from report generated from e-voting platform provided by CDSL is as under:

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes	
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos
Item No 1: Authority for creation of charge, securities etc. (Special Resolution)									
E-voting	27000785	40	26951754	99.8184	6	49031	0.1816	0	0
Postal Ballot	53829	27	53814	99.9721	1	15	0.0279	5	2087
Total	27054614	67	27005568	99.8187	7	49046	0.1813	5	2087



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The special resolution passed by requisite majority is as under;

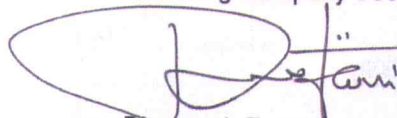
Reference to provisions of Companies Act, 2013	Type and description of special resolution
Special Resolution pursuant to Section 180(1)(a) and other applicable provisions of Companies Act, 2013 and the rules made thereunder.	Authority for creation of charge, securities etc.

1.10. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.


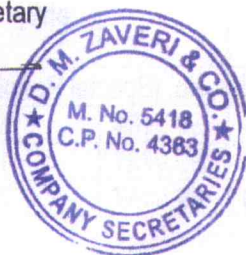
1.11. The above mentioned special resolution is deemed to be passed by requisite majority as on the last date of receipt of postal ballot/ closing of e-voting i.e. 27<sup>th</sup> December, 2017.

1.12. You may accordingly declare the results of voting by postal ballot.

For D. M. Zaveri & Co  
Practising Company Secretary



Dharmesh Zaveri  
(Proprietor)  
Membership No.: 5418  
C.P. No.: 4363  
Place: Mumbai  
Date: 28<sup>th</sup> December, 2017

  
CEO & Dy. Managing Director