

JMA/CSCors/2022-23/dt: 26th August, 2022



The Manager  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No C/1, G Block,  
Bandra- Kurla Complex,  
Bandra (East), Mumbai - 400 051

Sub: **Proceedings of 73rd Annual General Meeting**  
Ref: **Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Name of the Company	<b>Jullundur Motor Agency (Delhi) Limited</b>
Symbol	<b>JMA</b>
ISIN	<b>INE412C01023</b>
Day and Date of Annual General Meeting	<b>Thursday, 25th August, 2022</b>
Time of Annual General Meeting	<b>11:00 AM (11:00 hrs)</b>

Dear Sir/Madam,

At the outset, We Jullundur Motor Agency (Delhi) Limited ("the Company") wish to inform you that 73rd Annual General Meeting of the Company has been duly convened and held on Thursday, 25th August, 2022, at 11:00 AM through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") at deemed venue at registered office situated at 458-1/16, Sohna Road, Opposite New Court, Gurugram - 122001, Haryana, INDIA, and the proceedings of AGM were deemed to have been taken place thereat.


Pursuant to Regulation 30 and any other regulation(s), if applicable, read with Part-A of Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith proceedings of 73rd Annual General Meeting of the Company held on Thursday, 25th August, 2022 at 11:00 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM).


You are requested to kindly take the above letter and proceedings on record.

Thanking you,

Yours faithfully,

For **Jullundur Motor Agency (Delhi) Limited**

  
**Ramkesh Pal**  
Company Secretary & Compliance Officer



Encl.: As Above

**PROCEEDINGS OF 73RD ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF JULLUNDUR MOTOR AGENCY (DELHI) LIMITED HELD ON THURSDAY, THE 25TH DAY OF AUGUST, 2022 AT 11:00 A.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS (VC/OAVM) AT DEEMED VENUE AT REGISTERED OFFICE SITUATED AT 458-1/16, SOHNA ROAD, OPPOSITE NEW COURT, GURUGRAM - 122001, HARYANA, INDIA**

**DIRECTORS PRESENT:**

CA Subhash Chander Vasudeva  
Shri Alok Sondhi

Shri Avinash Chander Anand

Shri Deepak Arora  
CA Mohindar Mohan Khanna  
Shri Sanjeev Kumar  
Shri Sarvjit Sondhi  
Smt Shuchi Arora  
Smt Tanu Priya Puri

**Chairman and Independent Director**

Independent Director  
(Chairman-Corporate Social Responsibility Committee)  
Independent Director  
(Chairman-Nomination & Remuneration Committee)  
(Chairman-Stakeholders' Relationship Committee)  
Non-Executive Director  
Independent Director (Chairman-Audit Committee)  
Non-Executive Director  
Non-Executive Director  
Non-Executive Director  
Non-Executive Director

**IN ATTENDANCE:**

Shri Varoon Malik  
CA Narinder Pal Singh  
CS Ramkesh Pal  
CA Charanjit Chuttani  
Shri Vijay K. Singhal

Chief Executive Officer  
Chief Financial Officer  
Company Secretary & Compliance Officer  
Partner, M/s Aiyar & Co., Statutory Auditors  
Proprietor, M/s Vijay K. Singhal & Associates,  
Scrutinizer

The 73rd (Seventy Third) Annual General Meeting (hereinafter referred to as "AGM") of the Company has been duly convened and held on Thursday, 25th August, 2022 at 11:00 A.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in accordance with guidelines stipulated by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Before formally commencing the proceedings of 73rd Annual General Meeting, all the attendees observed one minute silence in the memory of Late Shri Virat Sondhi, Chairman - Emeritus, Non-executive Director, Promoter and Former Managing Director of the Company and prayed for the departed soul, who left for his heavenly abode on 17th August, 2022.

The meeting was attended by 86 (Eighty Six) members. Participation of Members through Video Conferencing was reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013.

CA Subhash Chander Vasudeva, Chairman of the Board of Directors, welcomed the members and chaired the proceedings of the AGM. Chairman of the following committees were also present at AGM:

- a) Audit Committee;
- b) Stakeholders' Relationship Committee;
- c) Nomination & Remuneration Committee; and
- d) Corporate Social Responsibility Committee

CA Charanjit Chuttani, Partner at M/s Aiyar & Co., Chartered Accountants, representing Statutory Auditors of the Company was present at the AGM.

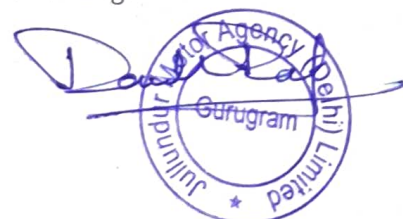
The Chairman informed the Members that the requisite quorum was present to conduct the proceedings of the Meeting and called the Meeting to order. The Quorum was present throughout the Meeting. The Meeting was attended by the Directors, the Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary, Statutory Auditors and the Scrutinizer. The Chairman and the Company Secretary informed the Members about the regulatory aspects pertaining to participation at the Meeting through VC/OAVM. The Chairman stated that the Company had taken necessary steps to ensure that the Members were able to attend and vote at the Meeting through electronic mode in a seamless manner.

The Chairman also informed that the statutory registers and other relevant documents, as mentioned in the Notice of the AGM, have been made available electronically for inspection by the Members during the AGM.

With the concurrence of members present, Notice of AGM, Boards Report and Auditors' Report were taken as read. The Chairman further confirmed that there are no qualifications in the Auditors' Report and thus, it was not required to be read.

Chairman stated that in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 & Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company had extended to the shareholders of the Company remote e-voting facility and e-voting facility during the AGM. The Company had appointed Central Depository Services (India) Limited as E-Voting Agency. M/s Vijay K. Singhal & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer to oversee the remote e-voting and e-voting process during the AGM. The cut-off date for the purpose of e-voting was Thursday, 18th August, 2022. The E-voting period commenced at 9:00 AM on Monday, 22nd August, 2022 and ended on Wednesday, 24th August, 2022 at 5:00 PM.

The Chairman further informed the Members attending the AGM through video conferencing that the facility for voting through electronic voting system has been made available during the meeting for the Members who have not casted their vote through Remote e-voting.



Thereafter, the Chairman informed the Members that in accordance with applicable provisions all the resolutions set out in the AGM Notice have already been put to vote during the remote e-voting period. All the resolutions as per the Notice of the AGM except resolution set out at Item No. 7 which was withdrawn by the Company due to sad demise of Shri Virat Sondhi, Chairman – Emeritus and Non-executive Director, were transacted at the meeting.

As per the notice of the AGM, following resolutions were put up for considerations:

Item No.	Resolution Description	Type of Resolution
<b>ORDINARY BUSINESS</b>		
1.	To receive, consider and adopt: a) the Audited Standalone Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss for the Financial Year ended as on that date together with the Report of Board of Directors and Auditors thereon; and b) the Audited Consolidated Balance Sheet as at 31st March, 2022, the Consolidated Statement of Profit and Loss for the Financial Year ended as on that date together with the Report of Auditors thereon.	Ordinary Resolution
2.	To declare dividend on equity shares for the financial year ended 31st March, 2022.	Ordinary Resolution
3.	To appoint a Director in place of Shri Ranjit Puri (DIN: 00052459), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
4.	To appoint a Director in place of Shri Sanjeev Kumar (DIN: 00094725), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
5.	To re-appoint Statutory Auditors of the Company and fix their remuneration for a second term of five years.	Ordinary Resolution
<b>SPECIAL BUSINESS</b>		
6.	To consider the continuation of appointment and revision in salary of Smt Aditi Arora Malik, holding office or place of profit.	Ordinary Resolution
7.	Approval of payment of honorarium to Shri Virat Sondhi, a single Non-Executive Director, in excess of the limit of 50% of the total annual remuneration payable to all Non-executive Directors.  <i>Due to sad demise of Shri Virat Sondhi, Chairman – Emeritus and Non-executive Director of the Company, this item has been withdrawn by the Company.</i>	Special Resolution
8.	To consider the continuation of term of appointment of Shri Ranjit Puri (DIN: 00052459).	Special Resolution

Chairman, thereafter, requested Shri Varoon Malik, Chief Executive Officer (CEO), to give summary of the financial performance of the Company for the Financial Year ended 31st March, 2022 and the future outlook of the Company.



The Chairman thereafter invited the Members to raise questions, offer comments or seek clarifications on the Annual Report and financial statements or any of the items stated in the Notice of the 73rd AGM of the Company. Shareholders who had already enrolled them as speakers for AGM, were present and raised their queries to which the Chairman and Shri Varoon Malik, Chief Executive Officer furnished requisite clarifications / answers to the satisfaction of the members.


Thereafter, the Chairman announced activation of the window for e-voting for those Members attending the AGM and who could not cast their vote through remote e-voting. He further stated that the window for electronic voting shall remain open till 15 minutes post conclusion of the meeting and will be closed thereafter.

Chairman also informed the shareholders that results of e-voting will be submitted by Scrutinizer on or before 27th August, 2022 and announced that the e-voting results alongwith the Scrutinizer's Consolidated Report on remote e-voting and e-voting during the AGM shall be submitted to the Stock Exchanges in the prescribed format and shall also be uploaded on the website of the Company and CDSL.

Chairman extended the vote of thanks to all shareholders, auditors and directors present at the Annual General Meeting for sparing their time to attend the AGM of the Company.

The Company Secretary thanked the Chairman & other attendees for their active participation and thereafter concluded the Annual General Meeting at 12:02 P.M. (IST).

For Jullundur Motor Agency (Delhi) Limited



**Ramkesh Pal**  
Company Secretary & Compliance Officer