

VIJAY K. SINGHAL & ASSOCIATES

COMPANY SECRETARIES

Off: F-2/81, Sunder Nagri, Delhi-110093

Ph: 011-22831943, 9899722766 E-mail id: pcsvijaysinghal@gmail.com

Scrutinizer's Report

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

To

The Chairman

66th Annual General Meeting of the Equity Shareholders
of Jullundur Motor Agency (Delhi) Limited,
held on Monday, 28th day of September, 2015 at 09:30 A.M.
at Regd. Office at 458-1/16, Sohna Road,
Opp. New Court, Gurgaon – 122001, Haryana

Dear Sir,

In terms of Clause 35B of the Listing Agreement and provisions of Section 108 of the Companies Act, 2013 read with Rule 20(ix) of the Companies (Management and Administration) Rules, 2014 (the rules) I, Vijay K. Singhal, Proprietor of M/s Vijay K. Singhal & Associates, (bearing Membership No. A21089 and COP No. 10385) Company Secretaries Firm having its registered office at F-2/81, Sunder Nagri, Delhi – 110093, was appointed as Scrutinizer by Jullundur Motor Agency (Delhi) Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner for all the resolutions for the ordinary and special businesses as set out in item no. 1 to 8 in the Notice of the Annual General Meeting dated 12th August, 2015. I hereby submit my report as per details given here under:

1. The e-voting period remained open from 25th September, 2015 (9:00 a.m.) to 27th September, 2015 (5:00 p.m.).
2. The shareholders holding shares as on the "cut-off" date i.e. 21st September, 2015 were entitled to vote on the proposed resolutions (item no. 1 to 8 as set out in the Notice of the 66th AGM of Jullundur Motor Agency (Delhi) Limited)
3. The votes were blocked on 28th September, 2015 at 10:30 A.M. after the completion of Annual General Meeting in the presence of two witnesses, Mr. Manish Singhal (R/o F-2/81, Sunder Nagri, New Delhi – 110093) and Ms. Mamta Singhal (R/o B-53, 1st Floor, Street No. 4, Jyoti Colony, Delhi - 110053) who are not in the employment of the Company. They gave signed below in confirmation of the votes being blocked in their presence.



Name: Manish Singhal



Name: Mamta Singhal



4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against” were download from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>)

5. The result of the e-voting are as under:

a) **Resolution 1 – To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss Account for the Financial Year ended as on that date together with the Reports of Directors and Auditors thereon.**

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
31	32,75,428	100%

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

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes:**

Total Number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

b) **Resolution 2 – To appoint a Director in place of Shri Aditya Puri (DIN: 00052534), who retires by rotation and being eligible offers himself for re-appointment.**

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
31	32,75,428	100%

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

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes:**

Total Number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.



- c) **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.**

- (i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
31	32,75,428	100%

- (ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

- (iii) **Invalid Votes:**

Total Number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

- d) **Resolution 4 – To ratify appointment of Statutory Auditors and fix their remuneration.**

- (i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
31	32,75,428	100%

- (ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

- (iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

- e) **Resolution 5* – Re-appointment of Shri Virat Sondhi as Managing Director.**

- (i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
25	12,26,204	100%



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

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes :**

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

f) Resolution 6* – Re-appointment of Shri Deepak Arora as Joint Managing Director.

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
22	13,35,402	100%

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

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes:**

Total number of member whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

g) Resolution 7 – Appointment of CA Mohindar Mohan Khanna, as an Independent Director.

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
31	32,75,428	100%

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

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0



(iv) Invalid votes:

Total number of member whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

h) Resolution 8 – Amendment in Articles of Association of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
31	32,75,428	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

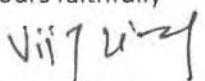
(iii) Invalid votes:

Total number of member whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

*Being Related Party on resolution no. 5 & 6, certain Shareholders who were interested in such resolution's had not casted their votes either by e-voting or Ballot at the Annual General Meeting.

Thanking You,

Yours faithfully


Vijay K. Singhal
Proprietor,
Vijay K. Singhal & Associates
Company Secretaries
Membership No.: ACS 21089
CP No. 10385



Recd
✓
(S. C. Vasudeva)
29/9/2015

Place: New Delhi
Dated: 29.09.2015