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

March 23, 2015

Corporate Service Department **Bombay Stock Exchange Limited** 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Listing Department **National Stock Exchange of India Ltd** Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai 400 051
Fax No. 022 2272 3121 / 3719	Fax No. 022 2659 8237 / 38 / 8238
Scrip Code: 522263	Trading Symbol: JMCPROJECT – EQ

Sub.: Declaration of result and voting of postal ballot

Dear Sirs,

In reference to postal ballot notice dated February 5, 2015, seeking approval of members of the Company, submitted to you, this is further to inform you that based on the report dated March 20, 2015 submitted by Mr. Haresh Malusare of Haresh M & Associates, the scrutinizer appointed under 110 of the Companies Act 2013 read with the Rules, Mr. Shailendra Kumar Tripathi, CEO & Dy. Managing Director of the Company has declared the result of the postal ballot on March 23, 2015 and accordingly special resolutions as contained in the above mentioned postal ballot notice are declared as duly passed by the members of the Company with requisite majority.

Following is the detail voting result of the said postal ballot including e-voting.

Date of declaration of result of postal ballot	March 23, 2015
Total number of shareholders as on February 6, 2015 (cutoff date for reckoning of voting rights of shareholders)	9804
No. of Shareholders present in the meeting either in person or through proxy.	Not applicable. Resolution passed through postal ballot
No. of Shareholders attended the meeting through Video Conferencing.	Not applicable. Resolution passed through postal ballot

Detail voting results are as under. No. of votes polled includes voting through e-voting.

Item No. 1	**"Special resolution** under Section 73,74,76 and other applicable provisions of the Companies Act, 2013 and Companies (Acceptance of Deposit) Rules, 2014 for continuance of existing unsecured deposits accepted / renewed by the Company and to invite, accept, renew deposits from public / members as referred in above mentioned Postal Ballot Notice and Resolution."
Resolution required	Special Resolution
Mode of voting	Postal ballot including voting through electronic mode.
Votes casted in favors of the resolution	19898568
Votes casted against the resolution	5
Result	Passed with requisite majority

JMC PROJECTS (INDIA) LIMITED MUMBAI

Promoter/Public	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
	(1)	(2)	(3)	(4)	(5)		
Promoter and Promoter Group	17548908	17548908	100	17548908	0	100	0.00
Public-Institutional holders	2394839	2243393	93.68	2243393	0	100	0.00
Public-Others	6174601	106272	1.72	106267	5	100	0.00
Total	26118348	19898573	76.19	19898568	5	100	0.00

Item No. 2	**"Special resolution** under Section 42 & 71 of the Companies Act, 2013, Rules made thereunder and applicable law, authorizing the Board to create, offer, and allot Non-Convertible Debentures (NCDs) and / or debt securities referred in above mentioned Postal Ballot Notice and Resolution."
Resolution required	Special Resolution
Mode of voting	Postal ballot including voting through electronic mode.
Votes casted in favors of the resolution	19898568
Votes casted against the resolution	5
Result	Passed with requisite majority

Promoter/Public	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
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Total	26118348	19898573	76.19	19898568	5	100	0.00

Attached herewith the above referred scrutinizer's report on postal ballot.

This is in compliance with the provision of Listing Agreement and for your information.

Kindly acknowledge receipt.

Thanking You

Yours faithfully,
For JMC Projects (India) Limited

Suresh Savaliya
Company Secretary

JMC PROJECTS (INDIA) LIMITED MUMBAI

HARESH M & ASSOCIATES
Company Secretaries

March 20, 2015

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

Dear Sir,

At the outset I would like to thank you for entrusting me with the task of scrutinizing the postal ballot conducted by the Company to pass the Special Resolutions as contained in the Notice dated February 5, 2015.

I trust you will find the Report to be comprehensive & self explanatory in all respects. I will however be happy to answer your queries if any, on the same and assure you of my best services at all times.

For Haresh M & Associates

CS Haresh Malusare
Practicing Company Secretary
COP No. 12864
Membership No. 23949

HARESH M. & ASSOCIATES COP No. A12864

Office Add : Shop No. A-2, Shankar Dham Co-op. HSL, Near P & T Colony, Vakola Masjid, Santacruz (East), Mumbai - 400 055.
Tel. : 022 - 26691279 | **Mob. :** 9867769914 **Email :** cshareshm@gmail.com | hareshm.cs@gmail.com

HARESH M & ASSOCIATES
Company Secretaries

SCRUTINIZER'S REPORT

Report to Chairman of the Board of Directors of JMC Projects (India) Limited, a Company incorporated under the Companies Act, 1956 and having its registered office at A-104, Shapath-4, Opp Karnavati Club, S.G.Road, Ahmedabad- 380015 (hereinafter referred to as 'the Company' or 'JMC') on the **POSTAL BALLOT** conducted by the Company to pass the Special Resolutions as contained in the Notice dated February 05, 2015.

1. In terms of provisions of Section 110 of the Companies Act 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014, I, Haresh Malusare, was appointed as Scrutinizer by the Company on February 05, 2015 to conduct the Postal Ballot for passing of Special Resolutions as contained in the Notice dated February 05, 2015.

2. To enable wider participation of shareholders pursuant to provisions of Section 108 of the Companies Act 2013 and the rules framed thereunder vide Companies (Management and Administration) Rules, 2014 and pursuant to SEBI's circular no. CIR/CFD/DIL/6/2012 dated July 13, 2012 as amended by its circular CIR/CRD/POLICYCELL/2/2014 dated April 17, 2014, Companies Listed on BSE Limited (BSE) and National Stock Exchange of India (NSE), required to provide e-voting facility to their shareholders on all the resolution(s) to be passed at the General Meeting or through Postal Ballot. Since JMC falls within the requirements as specified in the Companies Act, 2013 and above mentioned circular of SEBI, e-voting which has been made applicable, the Company has provided for the same.

3. JMC has accordingly made arrangements with System Provider CDSL for providing a system of recording votes of the shareholders electronically through e-voting.

4. JMC had also uploaded the resolutions together with the explanatory statement on which e-voting is required and for generating Electronic Voting Event Number (EVEN) by the system provider. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot notice dated February 05, 2015 sent to the shareholders by email, who had registered their email ids with the Company and by courier to other shareholders.

5. The Register of Members and the List of beneficial owners was made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, February 06, 2015 and the Company completed dispatch of Notice of Postal Ballot on Tuesday, February 17, 2015.

HARESH M & ASSOCIATES COP No. A12464

Office Add : Shop No. A-2, Shankar Dham Co-op. HSL, Near P & T Colony, Vakola Masjid, Santacruz (East), Mumbai - 400 055.
Tel. : 022 - 26691279 | **Mob.** : 9867769914 **Email** : cshareshm@gmail.com | hareshm.cs@gmail.com

6. The Notice was sent electronically by email to those members whose emails registered with the Depository / Company and to others members by courier as per data downloaded from NSDL/ CDSL as on Friday, February 06, 2015 (cut-off date).

7. I further report that as stated in the Notice sent to the shareholders, the Company has fixed 6.00 p.m. on Thursday, March 19, 2015 as the last day for receipt of Postal Ballot and E-voting.

8. As stated in sub-rule 3 of Rule 22 under the Chapter on "Management and Administration", an advertisement was published by the Company in Economic Times (English) on Thursday, February 19, 2015 and Economic Times (Gujarati) on Thursday, February 19, 2015 informing about the completion of dispatch of the Postal Ballot notices.

9. I report that all the Postal Ballot forms received at the Company's corporate office address in the name of the Scrutinizer from the shareholders during the period commencing from Wednesday, February 18, 2015 (from 9.00 a.m) to Thursday, March 19, 2015 (till 6.00 p.m) were taken up for scrutiny by me.

10. There were no member(s) who voted both in physical from and e-voting.

11. On scrutiny, I report that out of 9,804 shareholders, 22 valid shareholders have exercised their vote through e-voting and 9 valid shareholders have exercised their votes through Postal Ballot forms as received. The details of polling results for the item placed for consideration by the shareholders are given below:

Summary of Voting Results	
A. POSTAL BALLOT	
Number of forms received from members	9
Number of forms rejected/ not considered for the reasons stated below:	0
a) Not Signed	0
b) Signature mismatch	0
c) Not Voted	0
d) Nil Account	0
e) Voted under both postal ballot and e-voting	0
Number of valid forms (A)	9
B. E- Voting	
Number of members who participated in e-voting	22
Number of valid e-votes (B)	22
Total (A+B)	**31**

HARESH M & ASSOCIATES COP No. A12864

Notes:

1. Votes cast in favor or against has been considered on the basis of number of shares held as on date reckoned for the purpose of Postal Ballot or the no. of shares mentioned in the Postal Ballot, whichever is less.

2. There were no Invalid Postal Ballot(s).

SUMMARY OF POSTAL BALLOT RESULTS

Particulars	No. of member participation			No. of votes contained in votes			% of votes polled
	Postal Ballot	E- Voting	Total	Postal Ballot	E Voting	Total	
Received	9	22	31	99525	19799048	19898573	
Assent Resolution -1	9	21	30	99525	19799043	19898568	100.00
Dissent Resolution -1	0	1	1	0	5	5	0.00
Total	9	22	31	99525	19799048	19898573	
Assent Resolution -2	9	21	30	99525	19799043	19898568	100.00
Dissent Resolution -2	0	1	1	0	5	5	0.00
Total	9	22	31	99525	19799048	19898573	

Accordingly, out of total 19898573 valid votes polled through Postal Ballot Forms and e-voting, 19898568 votes were cast assenting to both the special resolutions constituting 100.00% of the votes polled and 5 votes were cast dissenting to both the special resolutions constituting 0.00% of the voted polled.

Thus, both the special resolutions as contained in the Postal Ballot Notice dated February 05, 2015 is passed with requisite majority.

Thanking you,

Yours faithfully,

For Haresh M & Associates

CS Haresh Malusare
Practicing Company Secretary
COP no. 12864
Membership No. 12864
Date : March 20, 2015
Place : Mumbai

HARESH M & ASSOCIATES
COP No. A12864