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

October 8, 2014

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 and voting of results of postal ballot

Dear Sirs,

In reference to postal ballot notice dated May 28, 2014, seeking approval of members of the Company, submitted to you, this is further to inform you that based on the report dated October 7, 2014 submitted by Mr. Mahavir Lunawat, 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 October 8, 2014 and accordingly resolution as contained in the above mentioned postal ballot notice is 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	October 8, 2014
Total number of shareholders as on 22.08.2014 (cutoff date for reckoning of voting rights of shareholders)	10355
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 180(1) (a) of the Companies Act, 2013 giving authority to the Board, *inter alia*, to create charge, mortgage etc on assets of the Company, provided that such amount to secure shall not, at any time exceed the limit of Rs. 4000 crores and sales, lease etc of the assets of the Company, 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	19654457
Votes casted against the resolution	3419
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
	(1)	(2)	(3)	(4)	(5)		
Promoter and Promoter Group	17724746	17706706	99.90%	17706706	0	100.00%	0.00%
Public-Institutional holders	2004173	1852777	92.45%	1852777	0	100.00%	0.00%
Public-Others	6389429	98393	1.54%	94974	3419	96.53%	3.47%
Total	26118348	19657876	75.26%	19654457	3419	99.98%	0.02%

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

JMC PROJECTS (INDIA) LIMITED MUMBAI

Suresh Savaliya
Company Secretary

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

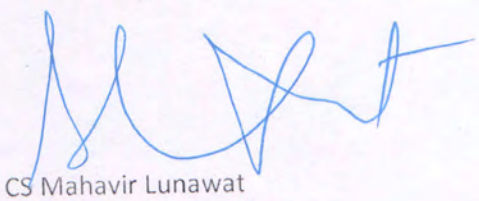
October 7, 2014

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 Resolution as contained in the Notice dated May 28, 2014.

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.



CS Mahavir Lunawat

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

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 Resolution as contained in the Notice dated May 28, 2014.

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, Mahavir Lunawat, was appointed as Scrutinizer by the Company on May 28, 2014 to conduct the Postal Ballot for passing of Special Resolution as contained in the Notice dated May 28, 2014.

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 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 resolution 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 May 28, 2014 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, August 22, 2014 and the Company completed dispatch of Notice of Postal Ballot on Monday, September 1, 2014.

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, August 22, 2014 (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 Wednesday, October 1, 2014 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 Saturday, September 6, 2014 and Economic Times (Gujarati) on Monday, September 8, 2014 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 address in the name of the Scrutinizer from the shareholders during the period commencing from Tuesday, September 2, 2014 to Wednesday, October 1, 2014 were taken up for scrutiny by me.

10. The votes, if any, cast, by a member(s) both in physical from and e-voting have been identified, and in terms of the said notice, votes cast through e-voting were only considered valid.

11. On scrutiny, I report that out of 10,355 shareholders, 31 valid shareholders have exercised their vote through e-voting and 17 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	20
Number of forms rejected/ not considered for the reasons stated below:	3
a) Not Signed	0
b) Signature mismatch	0
c) Not Voted	0
d) Nil Account	3
e) Voted under both postal ballot and e-voting	0
Number of valid forms (A)	17
B. E- Voting	
Number of members who participated in e-voting	31
Number of valid e-votes (B)	31
Total (A+B)	48

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

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. Invalid Postal Ballot was not taken into consideration for counting the votes.

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	17	31	48	246,621	19,411,255	19,657,876	100.00
Assent	17	25	42	246,621	19,407,836	19,654,457	99.98
Dissent	0	6	6	0	3419	3419	0.02
Total	17	31	48	246,621	19,411,255	19,657,876	100.00

Accordingly, out of total of 19,657,876 valid votes polled through Postal Ballot Forms and e-voting, 19,654,457 votes were cast assenting to the special resolution constituting 99.98% of the votes polled and 3,419 votes were cast dissenting to special resolution constituting 0.02% of the voted polled.

Thus, the special resolution as contained in the Postal Ballot Notice dated May 28, 2014 is passed with requisite majority.

Thanking you,

Yours faithfully,

CS Mahavir Lunawat
Date : October 7, 2014
Place : Mumbai