JMT AUTO LTD.
An Amtek Group Company

JMT/CS-070/2020-21
Date: 16.10.2020

To,	To
The Compliance Officer, National Stock Exchange of India Ltd. Exchange Plaza Bandra Kurla Complex, Bandra Mumbai-400 051	The Compliance officer Bombay Stock Exchange P.J.Towers, Dalal Street, Fort, Mumbai - 400 001

Dear Sir,

SUBJECT: Postal Ballot Notice

This is to inform you that the Board of Directors at their meeting held on 14th October, 2020 have approved the Notice etc for conducting the Postal Ballot.

Pursuant to Regulation 30 read with Schedule III of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 we are enclosing herewith the Postal Ballot Notice dated October 16, 2020, as sent to the Members on their registered Email address, seeking approval for the following Special Businesses as set out in the said Postal Ballot Notice:

1. To Shift the Registered Office from NCT of Delhi to State of Jharkhand and Incidentally change the Situation Clause of the MOA

The e-voting period commences on Thursday, October 22, 2020 (9:00 hours 1ST) and ends on Saturday, November 21, 2020 (17:00 hours 1ST).
The said information is also being made available on the website of the Company i.e. www.jmtauto.com

This is for your information and record.

Yours Sincerely,

.....

(Mona K Bahadur)
Company Secretary

Encl : as above

JMT AUTO LIMITED NEW DELHI

CIN : L42274DL1997PLC270939

Corporate Office & Works :
C-19-20, 7th Phase, Industrial Area,
Adityapur, Jamshedpur-832 109, Jharkhand, India
Phone : +91-657-6626379 / 6626333
Fax : +91-657-2200749, E-mail : jmt.auto@amtek.com
Website : www.jmtauto.com

Registered Office :
3 LSC, Pamposh Enclave
Guru Nanak Market
Opp. LSC Market
New Delhi - 110048
Phone : +91 9234602083

CALENDAR OF EVENTS

POSTAL BALLOT-JMT AUTO Limited

Sr. No.	PARTICULARS	DATE OF COMPLETION
1.	Meeting of Board of Directors to do the following business and announcement to the Stock Exchange(s):- (i) Approval of Appointment of Scrutinizer (ii) Approving the draft Notice of Postal Ballot (iii) Date of Board Resolution Nominating one Director and Company Secretary being responsible for Postal Ballot process (iv) Date of Approving the 'Calendar of Events'.	**14.10.2020**
2.	A copy of Board Resolution along with 'Calendar of Events' to be forwarded to ROC within one week of the Board Meeting.	21.10.2020
3.	To Complete dispatch of Notices. (Printing of Notice, Postal Ballot Forms, Self-addressed envelopes, address slips & sending the notices)	21.10.2020
4.	To release an advertisement in Newspaper regarding Postal Ballot process.	22.10.2020
5.	Last date of receiving Postal Ballot papers by scrutinizer	21.11.2020
6.	Last date for submission of report by the Scrutinizer and submission of the same to the Chairman	23.11.2020
7.	Last date for declaration of result of the Postal Ballot	23.11.2020
8.	Resolution to be displayed to the Notice Board and release to the Press.	23.11.2020
9.	A copy of the proceeding of the EGM to be sent to the Stock Exchange	23.11.2020

JMT AUTO LIMITED
Regd. Off: 3, LSC, Pamposh Enclave, Guru Nanak Mrkt, Opp LSC Mrkt, New Delhi-110 048,
CIN: L42274DL1997PLC270939
Telephone: 0657-6626340 Email: jmt.auto@jmtauto.com Website: www.jmtauto.com

POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE is hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), General Circular No.14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 (the "MCA Circulars") and any other applicable laws and regulations, to transact the below mentioned proposed special businesses by the members of JMT AUTO Limited ("the Company") by passing resolutions through postal ballot ("Postal Ballot") only through remote e-voting.

In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, Ministry of Corporate Affairs, Government of India (the "MCA") in terms of the MCA Circulars, has advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to June 30, 2020 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis.

Further, the Company will send Postal Ballot Notice by email to all its members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

The Board of Directors of the Company now propose to obtain the consent of the members by way of Postal Ballot for the matters as considered in the Resolutions appended below. The Explanatory Statement pursuant to Section 102 of the Act pertaining to the said Resolutions setting out material facts and the reasons for the Resolution is also annexed.

You are requested to peruse the proposed Resolutions along with their respective Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

RESOLUTION – ITEM NO-1

"RESOLVED THAT pursuant to the provisions of section 13 read with section 12 and other applicable provisions, if any, of the Companies Act, 2013, including any amendment or re-enactment thereto and subject to the confirmation of the Regional Director/Central Government and the consent of the members of the Company consent be and is hereby accorded to shift the registered office of the Company from the NCT of Delhi to State of Jharkhand at:-

C-19&20,7th Phase,
Adityapur Industrial Area,
Jamshedpur-832109
Jharkhand

RESOLVED FURTHER THAT the existing Clause II of the Memorandum of Association of the company be substituted as follows:
"The Registered Office of the Company will be situated in the State of Jharkhand"

FURTHER RESOLVED THAT Mr. Sanjay Tiku, Whole Time Director, and Ms. Mona K Bahadur, Company Secretary of the Company be and are hereby authorised to do all such acts, things, deeds and matters as may be necessary to give effect to the above resolution.

NOTES:

1. The Postal Ballot Notice is being sent by email to all the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on October 16, 2020 (the 'cut-off date') and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, C B Management Services Private Limited ("RTA").
2. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up share capital of the Company as on the cut-off date. Any recipient of the Postal Ballot Notice who was not a Member of the Company as on the cut-off date should treat this Postal Ballot Notice for information purpose only.
3. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI Listing Regulations, the Company can serve notices, annual reports and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail to the RTA on rta@cbmsl.com . Members holding shares in demat form are requested to register their e-mail addresses with their Depository Participant(s) only.
4. Resolutions, if passed by the Members through postal ballot are deemed to have been duly passed on the last date specified for the e-voting i.e. November 21, 2020 in terms of Secretarial Standard – 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India .
5. A member cannot exercise his vote by proxy on Postal Ballot.
6. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot

will be published in one English national daily newspaper circulating throughout India (in English language) and one regional daily newspaper circulating in Delhi (in Hindi).

7. In case of any query/grievance in connection with the Postal Ballot including evoting, Members may contact CDSL by e-mail at evoting@cdsl.com or the Company Secretary at the contact details given hereinabove or at jmt.auto@jmtauto.com

8. The Postal Ballot Notice is also placed on the website of the Company www.jmtauto.com and website of CDSL www.evotingindia.com

9. The Board has appointed M/s S Khurana & Associates, Practicing Company Secretaries (CP No-13212) as the Scrutinizer to conduct the Postal Ballot and remote e-voting process in a fair and transparent manner. After completion of scrutiny of the votes, the Scrutinizer will submit his Report to the Chairman or Company Secretary of the Company. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on or before November 23, 2020.

10. The results of the postal ballot will be placed on the Company's website at www.jmtauto.com and on the website of CDSL at www.evotingindia.com and will also be intimated to the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited, in accordance with the provisions of SEBI Listing Regulations. In the event that the national lockdown on account of COVID-19 situation is eased off and the Company's offices are open for business, the Company will also display the results of the postal ballot at its registered office.

11. The last date specified by the Company for remote e-voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority.

VOTING THROUGH ELECTRONIC MEANS

In compliance with provisions of Sections 108, 110 and other applicable provisions of the Act read with Rules framed thereunder, Regulation 44 of the SEBI Listing Regulations and SS-2, the Company is pleased to provide e-voting facility to all its members, to enable them to cast their vote electronically instead of dispatching the physical Postal Ballot form by post. The Company has engaged the services of CDSL for the purpose of providing e-voting facility to all its members.

INTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING:

i) The voting period begins on Thursday, October 22, 2020 (9:00 a.m. IST) and will end on Saturday, November 21, 2020 (5:00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date October 16, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii) The Company has appointed M/s S Khurana & Associates, Practicing Company Secretaries (CP No-13212) as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

iii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.

iv) Click on "Shareholders" tab.

v) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

vi) Next enter the Image Verification as displayed and Click on Login.

vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

After entering these details appropriately, click on "SUBMIT" tab.
ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
xi) Click on the EVSN for the relevant <Company Name>on which you choose to vote.
xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
xvii) If Demat account holder has forgotten the same password then enter the User ID and the image

verification code and click on Forgot Password & enter the details as prompted by the system.
xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
xix) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the company as on October 16, 2020.
xx) The Results of e-voting shall be declared on November 23, 2020 by the Chairman or by any other person duly authorised in this regard. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.jmtauto.com and on the website of CDSL within two (2) days of passing of the resolutions though Postal Ballot of the Company and communicated to the Stock Exchanges.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR EVOTING ON THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to the RTA at rta@cbmsl.com

2. For Demat shareholders -, please provide Demat account detials (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to the RTA at rta@cbmsl.com

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013
ITEM NO. 1

The work units of the Company are located at Jamshedpur in the State of Jharkhand and so is the administrative and corporate office. Hence most of the work and decision-making activities occur at Jamshedpur. Hence the Board has decided that for better administrative efficiency and better operational control the Registered Office of the Company should be at Jamshedpur. The Board recommends that your Company would benefit if the Registered office is shifted to Jamshedpur.

The Board commends the Special Resolution as set out in Item No. 1 of the Notice for your approval.

None of the Directors/Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1 of the Notice.

By order of the Board
For JMT Auto Limited

Place : New Delhi
Date : 15th October, 2020

Sd/-
(Mona K Bahadur)
Company Secretary