

COMBINED SCRUTINIZER'S REPORT FOR E-VOTING & POLL
FOR
JAMNA AUTO INDUSTRIES LIMITED

To,

The Chairman
JAMNA AUTO INDUSTRIES LIMITED
Jai Spring Road, Industrial Area
Yamuna Nagar
Haryana-135001

Subject : Passing of Resolution through electronic and poll conducted at the AGM of Jamna Auto Industries Limited held on 3rd September 2014.

Dear Sir,

I, Ravi Sharma, PCS, holding Membership Number FCS 4468 and Certificate of Practice Number-3666 Partner of RSM & Co. Company Secretaries, D-63, JFF Complex, Jhandewalan, New Delhi 110 055 has been appointed by the Board of Directors of **JAMNA AUTO INDUSTRIES LIMITED** as a Scrutinizer for conducting the e-voting and for the purpose of the Poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Company to be held on 3rd September 2014.

The Company has appointed National Securities Depository Limited (NSDL) as the Service Provider, for extending the facility for the electronic voting to the shareholder from Monday, 25th August 2014 [9.00 AM] to 27th August 2014 [6.00 PM]. The E voting results were unblocked by me on 28th August 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer report dated 1st September 2014 attached herewith.

At the AGM, it was facilitated to the members present in the meeting who could not participate in the e-voting record their votes through poll process. For details kindly refer to my Scrutinizer report in MGT 13 dated 28th August 2014.



The result of the E-voting together with that of the Poll is as under:

Res olut ion No.	Subject matter of the Resolution	Particular of Business	Total No of shares	Assent/Favour		Dissent/Against	
				No of Votes	% of votes	No of Votes	% of votes
1	Adoption of Annual Accounts (Ordinary Resolution)	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482946	100	0	0
2	Declaration of Preference Dividend (Ordinary Resolution)	E-Voting	12922916	12922716	99.998	200	0.002
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482746	99.999	200	0.001
3	Declaration of Equity Dividend (Ordinary Resolution)	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482946	100	0	0
4	Appointment of Mr. B.S Jauhar, Director retiring by rotation (Ordinary Resolution)	E-Voting	12021398	12021398	100	0	0
		Poll	42347	42347	100	0	0
		Total	12063845	12063845	100	0	0
5	Appointment of Mr. H.S Gujral, Director retiring by rotation (Ordinary Resolution)	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482946	100	0	0
6	Appointment of Statutory Auditors & fixing their Remuneration (Ordinary Resolution)	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482946	100	0	0
7	Appointment of Cost Auditors & fixing their Remuneration (Ordinary Resolution)	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482946	100	0	0
8	Appointment of Mr. R.S. Jauhar as Whole-time Director (Special Resolution)	E-Voting	12109196	12109196	100	0	0
		Poll	42347	42347	100	0	0
		Total	12151643	12151643	100	0	0
9	Approval of Mr. P.S Jauhar as a Director liable to retire by rotation (Special Resolution)	E-Voting	12109196	12109196	100	0	0
		Poll	42347	42347	100	0	0
		Total	12151643	12151643	100	0	0
10	Appointment of Mr. U. K. Singhal as an Independent Director (Ordinary Resolution)	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482946	100	0	0
11	Appointment of Mr. C. K. Vohra as an Independent Director (Ordinary Resolution)	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482946	100	0	0
12	Appointment of Mr. Shashi Bansal as an Independent Director (Ordinary Resolution)	E-Voting	12922816	12922816	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482846	16482846	100	0	0
13	Appointment of Mr. Jainendar Kumar Jain as an Independent Director	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0



	(Ordinary Resolution)	Total	16482946	16482946	100	0	0
14	Appointment of Seth Ashok Kumar as an Independent Director (Ordinary Resolution)	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482946	100	0	0
15	Approval for creation of mortgage / charge under section 180(1)(a) (Special Resolution)	E-Voting	12922816	12922816	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482846	16482846	100	0	0
16	Approval of borrowing powers under section 180(1)(c) (Special Resolution)	E-Voting	12922916	12922916	100	0	0
		Poll	3560030	3560030	100	0	0
		Total	16482946	16482946	100	0	0
17	Approve to enter into contract or continue to enter into contract or arrangement of work with Jamna Agro Implements Private Limited under Sec188 (Special Resolution)	E-Voting	12009196	12009196	100	0	0
		Poll	42347	42347	100	0	0
		Total	12051643	12051643	100	0	0
18	Approve to enter into contract or continue to enter into contract or arrangement of work with MAP Auto Limited under Sec188 (Special Resolution)	E-Voting	1387928	1387728	99.986	200	0.014
		Poll	42347	42347	100	0	0
		Total	1430375	1430175	99.986	200	0.014
19	Approve to enter into contract or continue to enter into contract or arrangement of warehousing and logistic services with MAP Auto Limited under Sec188 (Special Resolution)	E-Voting	1387928	1387728	99.986	200	0.014
		Poll	42347	42347	100	0	0
		Total	1430375	1430175	99.986	200	0.014
20	Approve to take or continue to take on lease from SW Farms Private Limited, 1 st Floor of the property situated at 1, Park Lane, Kishan Garh, Vasant Kunj, New Delhi under Sec188 (Special Resolution)	E-Voting	10970133	10969933	99.998	200	0.002
		Poll	42347	42347	100	0	0
		Total	11012580	11012380	99.998	200	0.002
21	Approve to take or continue to take on lease from Mrs. Sonia Jauhar the property situated at 2, Park Lane, Kishan Garh, Vasant Kunj, New Delhi under Sec188 (Special Resolution)	E-Voting	12109196	12108996	99.998	200	0.002
		Poll	42347	42347	100	0	0
		Total	12151643	12151443	99.998	200	0.002
22	Approve to take or continue to take on lease from Mrs. Sonia Jauhar the property situated at C-374, Block-C, Sushant Lok, Gurgaon, Haryana under Sec188 (Special Resolution)	E-Voting	12109196	12109196	100	0	0
		Poll	42347	42347	100	0	0
		Total	12151643	12151643	100	0	0
23	Approve to enter into contract or arrangement of work or sale of goods to M/s Jai Suspension Systems LLP under Sec188 (Special Resolution)	E-Voting	12109196	12108996	99.998	200	0.002
		Poll	42347	42347	100	0	0
		Total	12151643	12151443	99.998	200	0.002
24	Approve to give or continue to give on lease to MAP Auto Limited the shop situated at Jai Springs Road, Yamuna Nagar, Haryana under Sec188 (Special Resolution)	E-Voting	1387928	1387928	100	0	0
		Poll	42347	42347	100	0	0
		Total	1430375	1430375	100	0	0



All the resolutions stand passed under e voting and poll with requisite majority.

I hereby confirm that I am maintaining the Register received from the Service Provider both electronically and manual, in respect of the votes cast through e-voting and poll by the shareholder of the company. I shall be arranging to hand over these records to the Chairman or such other person as authorized by him in due course as prescribed in the said Rules.

Thanking you,



(CS RAVI SHARMA)

SCRUTINIZER

PARTNER RSM & CO.

COMPANY SECRETARIES

FCS NO. 4468, C. P. No. 3666



Place : Delhi

Dated : 04.09.2014

SCRUTINIZER'S REPORT

To,

The Chairman
JAMNA AUTO INDUSTRIES LIMITED
Jai Spring Road, Industrial Area
Yamuna Nagar
Haryana-135001

**Subject : Report on the e-Voting Process for the Annual General Meeting of
JAMNA AUTO INDUSTRIES LIMITED.**

Dear Sir,

I Ravi Sharma, PCS, holding Membership Number FCS 4468 and Certificate of Practice Number -3666 Partner of RSM & Co. Company Secretaries, D-63, JFF Complex, Jhandewalan, New Delhi 110 055 has been appointed by the Board of Directors of **JAMNA AUTO INDUSTRIES LIMITED** as a Scrutinizer for conducting the e-voting process for the Annual General Meeting of the Company to be held on 3rd September 2014.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20(3) (vi) of the Companies (Management and Administration) Rule 2014, the above electronic voting remained open to the members from 25th August 2014 [9.00 AM] to 27th August 2014 [6.00 PM]. Further the e-voting period was completed three days prior to the date of meeting, as per the above Rule.

On completion of the E-voting period, in compliance of the provisions of Rule 20(3)(xi) of the Companies (Management and Administration) Rule 2014, in the presence of two witnesses, who were not the employees of the Company. The name and signatures of the witness appeared elsewhere in this report.



The following is the summary of e-voting result:

Res olut ion No	Subject matter of the Resolution	Total No of shares through E-voting	Assent/in favour of			Dissent/against	
			No of Votes thru e- Voting	% of votes in favour of votes thru e voting	% of paid up capital	No of Votes throug h E- voting	% of votes against on votes thru E voting
1	Adoption of Annual Accounts	12922916	12922916	100	32.7	0	0
2	Declaration of Preference Dividend	12922916	12922716	99.998	32.7	200	0.002
3	Declaration of Equity Dividend	12922916	12922916	100	32.7	0	0.000
4	Appointment of Mr. B.S Jauhar, Director retiring by rotation (Ordinary Resolution)	12021398	12021398	100	30.42	0	0.000
5	Appointment of Mr. H.S Gujral, Director retiring by rotation (Ordinary Resolution)	12922916	12922916	100	32.7	0	0.000
6	Appointment of Statutory Auditors & fixing their Remuneration (Ordinary Resolution)	12922916	12922916	100	32.7	0	0.000
7	Appointment of Cost Auditors & fixing their Remuneration (Ordinary Resolution)	12922916	12922916	100	32.7	0	0.000
8	Appointment of Mr. R.S. Jauhar as Whole-time Director (Special Resolution)	12109196	12109196	100	30.64	0	0.000
9	To Approve Mr. P.S Jauhar as a Director liable to retire by rotation (Special Resolution)	12109196	12109196	100	30.64	0	0.000
10	Appointment of Mr. U. K. Singhal as an Independent Director (Ordinary Resolution)	12922916	12922916	100	32.7	0	0.000
11	Appointment of Mr. C. K. Vohra as an Independent Director (Ordinary Resolution)	12922916	12922916	100	32.7	0	0.000



12	Appointment of Mr. Shashi Bansal as an Independent Director (Ordinary Resolution)	12922816	12922816	100	32.7	0	0.000
13	Appointment of Mr. Jainendar Kumar Jain as an Independent Director (Ordinary Resolution)	12922916	12922916	100	32.7	0	0.000
14	Appointment of Seth Ashok Kumar as an Independent Director (Ordinary Resolution)	12922916	12922916	100	32.7	0	0.000
15	Approve the power for creation of mortgage / charge under section 180(1)(a) (Special Resolution)	12922816	12922816	100	32.7	0	0.000
16	Approve Borrowing powers under section 180(1)(c) (Special Resolution)	12922916	12922916	100	32.7	0	0.000
17	Approve to enter into contract or continue to enter into contract or arrangement of work with Jamna Agro Implements Private Limited under Sec188 (Special Resolution)	12009196	12009196	100	30.39	0	0.000
18	Approve to enter into contract or continue to enter into contract or arrangement of work with MAP Auto Limited under Sec188 (Special Resolution)	1387928	1387728	99.98559	3.512	200	0.014
19	Approve to enter into contract or continue to enter into contract or arrangement of warehousing and logistic services with MAP Auto Limited under Sec188 (Special Resolution)	1387928	1387728	99.98559	3.512	200	0.014
20	Approve to take or continue to take on lease from SW Farms Private Limited, 1 st Floor of the property situated at 1, Park Lane, Kishan Garh, Vasant Kunj, New Delhi under Sec188 (Special Resolution)	10970133	10969933	99.99817	27.76	200	0.002



21	Approve to take or continue to take on lease from Mrs. Sonia Jauhar the property situated at 2, Park Lane, KishanGarh, Vasant Kunj, New Delhi under Sec188 (Special Resolution)	12109196	12108996	99.99834	30.64	200	0.002
22	Approve to take or continue to take on lease from Mrs. Sonia Jauhar the property situated at C-374, Block-C, Sushant Lok, Gurgaon, Haryana under Sec188 (Special Resolution)	12109196	12109196	100	30.64	0	0.000
23	Approve to enter into contract or arrangement of work or sale of goods to M/s Jai Suspension Systems LLP under Sec188 (Special Resolution)	12109196	12108996	100	30.64	200	0.002
24	Approve to give or continue to give on lease to MAP Auto Limited the shop situated at Jai Springs Road, Yamuna Nagar, Haryana under Sec188 (Special Resolution)	1387928	1387928	100	3.512	0	0.000

You may accordingly declare the result of the e-voting.

Thanking you,



(CS RAVI SHARMA)

SCRUTINIZER

PARTNER [RSM & CO.]

COMPANY SECRETARIES



FCS NO. 4468, C. P. No. 3666

Place : Delhi

Dated : 01.09.2014

Witnesses to the unblocking of Votes:

1. Ms. Suman Pandey

D-307A, Lajpat Nagar,

Sahibabad, Ghaziabad U.P.

2. Ms. Parul Sharma

D-63, JFF Complex , Jhandewalan

New Delhi 110 055

FORM No. MGT-13: Report of Scrutinizer(s)
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2)
of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman
JAMNA AUTO INDUSTRIES LIMITED
Jai Spring Road, Industrial Area
Yamuna Nagar
Haryana-135001

**Polling Result: ANNUAL GENERAL MEETING of the Equity Shareholders of JAMNA
AUTO INDUSTRIES LIMITED held on 3rd September 2014.**

Dear Sir,

I Ravi Sharma, PCS, holding Membership Number FCS 4468 and Certificate of Practice Number -3666 Partner of RSM & Co. Company Secretaries, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 48th Annual General Meeting of the Equity Shareholders of **JAMNA AUTO INDUSTRIES LIMITED**, held on 3rd September 2014 at the Registered Office of the Company at Jai Springs Road, Industrial Area, Yamuna Nagar-135001, Haryana submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



4. The result of the Poll is as under:

Resolution 1: Adoption of Audited Financial Statement of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 2: Declaration of Dividend for the financial year ended 31st March, 2014 on Preference Shares to IFCI Ltd. (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 3: Declaration of Dividend for the financial year ended 31st March, 2014 on Equity Shares (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 4: Appointment of Mr. B.S Jauhar, Director retiring by rotation (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 5: Appointment of Mr. H.S Gujral, Director retiring by rotation (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 6: Appointment of Statutory Auditors & fixing their Remuneration (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 7: Appointment of Cost Auditors & fixing their Remuneration (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 8: Appointment of Mr. R.S. Jauhar as Whole-time Director (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 9: To Approve Mr. P.S Jauhar as a Director liable to retire by rotation (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 10: Appointment of Mr. U. K. Singhal as an Independent Director (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 11: Appointment of Mr. C. K. Vohra as an Independent Director (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 12: Appointment of Mr. Shashi Bansal as an Independent Director (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 13: Appointment of Mr. Jainendar Kumar Jain as an Independent Director (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 14: Appointment of Seth Ashok Kumar as an Independent Director (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 15: Approve the power for creation of mortgage / charge under section 180(1)(a) (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 16: Approve the Borrowing powers under section 180(1)(c) (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	3560130	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 17: Approve to enter into contract or continue to enter into contract or arrangement of work with Jamna Agro Implements Private Limited under Sec188 (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 18: Approve to enter into contract or continue to enter into contract or arrangement of work with MAP Auto Limited under Sec188 (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 19: Approve to enter into contract or continue to enter into contract or arrangement of warehousing and logistic services with MAP Auto Limited under Sec188 (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 20: Approve to take or continue to take on lease from SW Farms Private Limited, 1st Floor of the property situated at 1, Park Lane, Kishan Garh, Vasant Kunj, New Delhi under Sec188 (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 21: Approve to take or continue to take on lease from Mrs. Sonia Jauhar the property situated at 2, Park Lane, KishanGarh, Vasant Kunj, New Delhi under Sec188 (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 22: Approve to take or continue to take on lease from Mrs. Sonia Jauhar the property situated at C-374, Block-C, Sushant Lok, Gurgaon, Haryana under Sec188 (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



Resolution 23: Approve to enter into contract or arrangement of work or sale of goods to M/s Jai Suspension Systems LLP under Sec188 (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 24: Approve to give or continue to give on lease to MAP Auto Limited the shop situated at Jai Springs Road, Yamuna Nagar, Haryana under Sec188 (Special Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

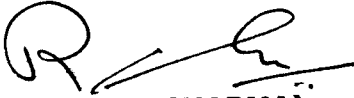
(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
34	42447	100%



The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you,



(CS RAVI SHARMA)
SCRUTINIZER
PARTNER
RSM & CO.
COMPANY SECRETARIES



FCS NO. 4468, C. P. No. 3666

Place : Delhi

Dated : 04.09.2014