



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



September 19, 2018

Corporate Service Department BSE Ltd. 25 th 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 (East), Mumbai - 400 051
Scrip Code: 522263	Trading Symbol: JMCPROJECT – EQ

Sub.: Voting Results of Postal Ballot and E-Voting

Dear Sirs,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results of Postal Ballot and E-Voting along with the Scrutinizer's Report dated September 19, 2018 for (i) the Special Resolution proposed under Sections 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 to sub-divide the face value of the Equity Shares of the Company from Rs. 10/- each to Rs. 2/- each and (ii) the Ordinary Resolution proposed under Sections 13, 61 and other applicable provisions of the Companies Act, 2013 to alter the Capital Clause of the Memorandum of Association of the Company, as referred in the Postal Ballot Notice dated August 06, 2018.

The Voting Results along with the Scrutinizer's Report is being displayed on the website of the Company viz. www.jmcprojects.com

This is for your information and records please.

Thanking You,

Yours faithfully,
For **JMC Projects (India) Limited**

Samir Raval
Company Secretary & Compliance Officer



Encl: As above

JMC Projects (India) Limited

Date of declaration of Results: 19th September, 2018

Date of the Postal Ballot Notice	06.08.2018
Total Number of Shareholders on record date i.e. 10th August, 2018	10,185
Voting Start date	20.08.2018
Voting end date	18.09.2018
No. of shareholders present in the meeting either in person or through proxy:	N.A.
Promoter and Promoter Group:	-
Public:	-
No. of shareholders attended the meeting through Video Conferencing:	N.A.
Promoter and Promoter Group:	-
Public:	-

Resolution 1: Sub-division of face value of Equity Shares of the Company from Rs. 10/- each to Rs. 2/- each.

Resolution required: Ordinary/Special			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,25,62,881	2,25,62,881	100.0000	2,25,62,881	-	100.0000	-
	Pol/Postal ballot		-	-	-	-	-	
	Total		2,25,62,881	100.0000	2,25,62,881	-	100.0000	-
Public – Institutional holders	E-Voting	51,83,986	49,33,800	95.1739	49,33,800	-	100.0000	-
	Pol/Postal ballot		-	-	-	-	-	
	Total		49,33,800	95.1739	49,33,800	-	100.0000	-
Public-Non Institutional	E-Voting	58,34,167	4,125	0.0707	4,073	52	98.7394	1.2606
	Pol/Postal ballot		3,995	0.0685	3,985	10	99.7497	0.2503
	Total		8,120	0.1392	8,058	62	99.2365	0.7635
Total	E-voting	3,35,81,034	2,75,00,806	81.8939	2,75,00,754	52	99.9998	0.0002
	Pol/Postal ballot		3,995	0.0119	3,985	10	99.7497	0.2503
	Total		2,75,04,801	81.9058	2,75,04,739	62	99.9998	0.0002

For JMC Projects (India) Limited


 Company Secretary

JMC Projects (India) Limited

Resolution 2: Alteration of Capital Clause of the Memorandum of Association of the Company.

Resolution required: Ordinary/Special

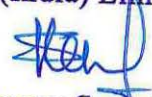
Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,25,62,881	2,25,62,881	100.0000	2,25,62,881	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		2,25,62,881	100.0000	2,25,62,881	-	100.0000	-
Public – Institutional holders	E-Voting	51,83,986	49,33,800	95.1739	49,33,800	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		49,33,800	95.1739	49,33,800	-	100.0000	-
Public-Non Institutional	E-Voting	58,34,167	4,125	0.0707	4,075	50	98.7879	1.2121
	Poll/Postal ballot		3,943	0.0676	3,943	-	100.0000	-
	Total		8,068	0.1383	8,018	50	99.3803	0.6197
Total	E-voting	3,35,81,034	2,75,00,806	81.8939	2,75,00,756	50	99.9998	0.0002
	Poll/Postal ballot		3,943	0.0117	3,943	-	100.0000	-
	Total		2,75,04,749	81.9056	2,75,04,699	50	99.9998	0.0002

For JMC Projects (India) Limited


Company Secretary

D. M. ZAVERI & Co.

Company Secretaries

DS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503 Website: www.dmzaveri.com

SCRUTINIZER REPORT ON POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

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

Sub: Report on passing of resolutions through Postal Ballot Process

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & Co., Practising Company Secretaries, Mumbai, was appointed as Scrutinizer in the Board Meeting held on 6th August, 2018 for the purpose of scrutinizing the physical postal ballot papers received by post and e-voting done through platform provided by Central Depository Services (India) Limited, in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for time being in force as amended from time to time) by the Board of Directors of the Company on the resolutions contained in the Postal Ballot Notice dated 6th August, 2018 of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to e-voting and voting done through postal ballot received on the resolutions contained in the Notice dated 6th August, 2018 of the Company. My responsibility as a scrutinizer for the e-voting and for the postal ballot voting is as per my engagement in this respect including to conduct e-voting, physical ballots voting process in fair and transparent manner and to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency engaged by the Company to provide e-voting facilities and for voting done by postal ballots.



D. M. ZAVERI & Co.

Company Secretaries

 Dharmesh Zaveri
B.Com., F.C.S.

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I submit my report as under;

- 1.1. The Company has completed the dispatch/ e-mailing of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed pre-paid business reply envelopes through courier/ registered acknowledge post on Friday, 17th August, 2018 to the members of the Company, whose names appeared in the register of Members/ List of beneficiaries and by emails to those members whose email ID are registered either with depositories or with the Company as on cut-off date i.e. Friday, 10th August, 2018.
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on Saturday, 18th August, 2018 and it carried the required information as specified in the said rules.
- 1.3. As mentioned in the Postal ballot notice all postal ballot forms received on or before 5.00 p.m. on Tuesday, 18th September, 2018 being the last date and time fixed by the Company for receipt of the forms were considered and the e-voting module was disabled by CDSL for voting thereafter.
- 1.4. The particulars of all Postal ballot forms received from the members and details containing, *inter-alia*, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of CDSL (www.evotingindia.com) have been entered into register maintained for the same.
- 1.5. All postal ballot forms received on or before 5.00 p.m. on Tuesday, 18th September, 2018 were duly opened in my presence and the same were scrutinized and processed with the computer statement containing the shareholders name, Folio Number/ Client ID No. / DP ID, Postal ballot no., no. of shares held, no. of votes polled, assented, dissented and rejected if any, were generated. The shareholding and the signature of shareholders who have exercised their vote through postal ballot were verified with the records maintained by the Registrar & Share Transfer Agent namely M/s. Link Intime India Private Limited ("RTA").
- 1.6. Envelopes containing postal ballot forms which were returned undelivered were not opened.
- 1.7. I have found six ballot forms which were considered invalid due to either signature mismatch or signature missing.



D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
B.Com., F.C.S.

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- 1.8. I have also received a complete record of votes cast by electronic mode from CDSL, the agency for providing and supervising electronic platform on Tuesday, 18th September, 2018 at 5.02 p.m. and which was closed by CDSL on Tuesday, 18th September, 2018 at 5.00 p.m.
- 1.9. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" of the resolutions that were put to vote, were generated from the physical ballot forms received by post and from report generated from e-voting platform provided by CDSL is as under:

Mode of voting	Total valid votes	Votes in favour of Resolutions			Votes against the Resolutions			Invalid Votes	
		No. of ballot / e-voting entry	Nos.	% to total valid votes	No. of ballot / e-voting entry	Nos.	% to total valid votes	No. of ballot / e-voting entry	Nos.
Item No 1: Sub-division of face value of equity shares of the Company from Rs. 10/- each to Rs. 2/- each. (Special Resolution)									
E-voting	27500806	67	27500754	99.9998	2	52	0.0002	0	0
Postal Ballot	3995	20	3985	99.7497	1	10	0.2503	6	1570
Total	27504801	87	27504739	99.9998	3	62	0.0002	6	1570
Item No 2: Alteration of Capital Clause of the Memorandum of Association of the Company. (Ordinary Resolution)									
E-voting	27500806	68	27500756	99.9998	1	50	0.0002	0	0
Postal Ballot	3943	20	3943	100.0000	0	0	0.0000	6	1570
Total	27504749	88	27504699	99.9998	1	50	0.0002	6	1570



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The resolutions passed by requisite majority are as under;

Reference to provisions of the Companies Act, 2013	Type and description of resolutions
Special Resolution pursuant to the Sections 61(1)(d), 64 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder.	Sub-division of the face value of equity shares of the Company from Rs. 10/- each to Rs. 2/- each.
Ordinary Resolution pursuant to the Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder.	Alteration of Capital Clause of the Memorandum of Association of the Company.

- 1.10. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson or any director authorised by the Board considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.
- 1.11. The above mentioned resolutions are deemed to be passed by requisite majority as on the last date of receipt of postal ballot/ closing of e-voting i.e. 18th September, 2018.
- 1.12. You may accordingly declare the results of voting by postal ballot.

For D. M. Zaveri & Co
Company Secretaries



Dharmesh Zaveri
(Proprietor)
Membership No.: 5418
C.P. No.: 4363
Place: Mumbai
Date: 19th September, 2018



Samir Raval
(Company Secretary)

