



**Summary of proceedings of 53<sup>rd</sup> Annual General Meeting of Jamna Auto Industries Limited held on Tuesday, July 30, 2019 at 9:30 a.m. at the registered office of the Company at Jai Springs Road, Industrial Area, Yamuna Nagar-135001, Haryana.**

Pursuant to provisions of Section 96 of the Companies Act, 2013 and Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, it is hereby informed that the 53<sup>rd</sup> Annual General Meeting (“Meeting”) of the Members of the Company was held on Tuesday, July 30, 2019 at 9:30 a.m. at the registered office of the Company at Jai Springs Road, Industrial Area, Yamuna Nagar-135001, Haryana.

The Company Secretary welcomed all the members present at the Meeting and requested Chairman to chair the Meeting. The Company Secretary introduced the Directors sitting on the dais to the members present. Total 42 Members in person and 41 proxies were present at the Meeting. After ascertaining the necessary quorum being present, the Chairman called the Meeting to order. The members were informed that the requisite registers and other documents referred to in the notice of Meeting were available for inspection during the Meeting.

With the consent of the members present, the notice dated May 21, 2019 convening the Meeting, which had been duly served to all the members was taken as read. The Chairman then requested the Company Secretary to read the Auditors Report. It was informed that the Independent Auditors’ Report has no qualification or adverse remarks, henceforth, with the permission of the members, the Independent Auditors’ Report was taken as read.

The Chairman then gave an overview of the financial performance of the Company for the financial year ended March 31, 2019 and its future outlook. Members were requested to raise queries, if any for clarification. No queries were raised and received from the members.

Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Meeting. The e-voting was opened from July 27, 2019 at 09:00 a.m. till July 29, 2019 at 05:00 p.m. The Ballot Papers were circulated to the members at the venue of the Meeting for casting votes who had not availed the e-voting facility.

Thereafter, the following resolutions as set out in the notice convening the Meeting were proposed and seconded by the members:

S. No.	Particulars	Type of Resolution
<b>Ordinary Business</b>		
1	Adoption of Financial Statements and the Reports of the Board of Directors and Auditors thereon for the financial year ended on March 31, 2019.	Ordinary
2	Confirmation of Interim Dividend and Declaration of dividend on Equity Shares.	Ordinary
3	Re-appointment of Mr. B. S. Jauhar (DIN: 00944380) as director liable to retire by rotation.	Ordinary
<b>Special Business</b>		
4	Ratification of remuneration to be paid to Cost Auditors.	Ordinary
5	Re-appointment of Mr. Uma Kant Singhal (DIN: 01472842) as an Independent Director for second term.	Special
6	Re-appointment of Mr. Shashi Bhushan Bansal (DIN: 01118864) as an Independent Director for second term.	Special
7	Re-appointment of Mr. Jainendar Kumar Jain (DIN: 00066452) as an Independent Director for second term.	Special
8	Approval of transaction with M/s Jai Suspension Systems, LLP.	Ordinary
9	Approval for the payment of existing remuneration to Mr. Pradeep Singh Jauhar (DIN: 00744518), Managing Director and CEO on existing terms and conditions.	Special
10	Approval for the payment of existing remuneration to Mr. Randeep Singh Jauhar (DIN: 00746186), Vice Chairman & Executive Director on existing terms and conditions.	Special





**Jamna Auto Industries Ltd.**

Mr. Ravi Sharma, Practicing Company Secretary (Membership No. 4468) of M/s RSM & Co., Company Secretaries was appointed as Scrutinizer for carrying out the Poll and e-voting Process for the Meeting in fair and transparent manner. The Members were requested to put the Ballot Papers in the Poll Box available with the Scrutinizer. The Scrutinizer closed the Poll after receiving the votes through Poll from the members. The Scrutinizer then took the custody of polling box.

The Chairman further informed the members that the Voting Results of the AGM shall be declared within 48 hours from the closure of the Meeting and shall be placed on the website of the Company, Stock Exchanges and Depositories respectively.

The Chairman thanked all the members for their presence and support and concluded the Meeting at 09:55 a.m.

For **Jamna Auto Industries Limited**

**Praveen Lakhera**  
Company Secretary & Head - Legal



# JAMNA AUTO INDUSTRIES LIMITED

Regd Office: Jai Spring Road, Yamuna Nagar, Haryana -135001



## Voting Results of 53rd Annual General Meeting of the Company held on July 30, 2019 (Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Date of the AGM :	July 30, 2019
Total number of shareholders on record date i.e. July 19, 2019:	108496
No. of shareholders present in the meeting either in person or through proxy:	
1. Promoters and Promoter Group:	5
2. Public:	37 in person 41 in proxies
No. of Shareholders attended the meeting through Video Conferencing:	
1. Promoters and Promoter Group:	NIL
2. Public:	

## Agenda-wise

**Resolution 1: Adoption of Financial Statements and the Reports of the Board of Directors and Auditors thereon for the financial year ended on March 31, 2019.**

Resolution required:					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting	190773150	36856170	19.32	36856170	0	100.0	0.0
	Poll		141400620	74.12	141400620	0	100.0	0.0
	Postal Ballot		0	0.00	0	0	0.0	0.0
	<b>Total</b>		<b>190773150</b>	<b>178256790</b>	<b>93.44</b>	<b>178256790</b>	0	100.0
Public Institutions	E-Voting	73588664	39857803	54.16	39857803	0	100.0	0.0
	Poll		0	0.00	0	0	0.0	0.0
	Postal Ballot		0	0.00	0	0	0.0	0.0
	<b>Total</b>		<b>73588664</b>	<b>39857803</b>	<b>54.16</b>	<b>39857803</b>	0	100.0
Public-Non Institutions	E-Voting	134102071	5626270	4.20	5624246	2024	100.0	0.0
	Poll		18823566	14.04	18823566	0	100.0	0.0
	Postal Ballot		0	0.00	0	0	0.0	0.0
	<b>Total</b>		<b>134102071</b>	<b>24449836</b>	<b>18.23</b>	<b>24447812</b>	<b>2024</b>	<b>100.0</b>
<b>Total</b>		<b>398463885</b>	<b>242564429</b>	<b>60.87</b>	<b>242562405</b>	<b>2024</b>	<b>100.0</b>	<b>0.0</b>

**Resolution 2: Confirmation of Interim Dividend and Declaration of dividend on Equity Shares.**

Resolution required:				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
<b>Promoter and Promoter Group</b>	E-Voting	190773150	36856170	19.32	36856170	0	100.00	0.00
	Poll		141400620	74.12	141400620	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>190773150</b>	<b>178256790</b>	93.44	<b>178256790</b>	<b>0</b>	<b>100.00</b>
<b>Public Institutions</b>	E-Voting	73588664	39857803	54.16	39857803	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>73588664</b>	<b>39857803</b>	54.16	<b>39857803</b>	<b>0</b>	<b>100.00</b>
<b>Public-Non Institutions</b>	E-Voting	134102071	5762658	7.83	5762643	15	100.00	0.00
	Poll		18823566	14.04	18823566	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>134102071</b>	<b>24586224</b>	21.87	<b>24586209</b>	<b>15</b>	<b>100.00</b>
<b>Total</b>		<b>398463885</b>	<b>242700817</b>	<b>60.91</b>	<b>242700802</b>	<b>15</b>	<b>100.00</b>	<b>0.00</b>

**Resolution 3: Re-appointment of Mr. B. S. Jauhar (DIN: 00944380) as director liable to retire by rotation.**

Resolution required:					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
<b>Promoter and Promoter Group</b>	E-Voting	190773150	0	0	0	0	0	0
	Poll		141400620	74.12	141400620	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>190773150</b>	<b>141400620</b>	<b>74.12</b>	<b>141400620</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Institutions</b>	E-Voting	73588664	39857803	54.16	39288076	569727	98.57	1.43
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>73588664</b>	<b>39857803</b>	<b>54.16</b>	<b>39288076</b>	<b>569727</b>	<b>98.57</b>	<b>1.43</b>
<b>Public-Non Institutions</b>	E-Voting	134102071	5776333	4.31	5750716	25617		
	Poll		18823566	25.58	18823566	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>134102071</b>	<b>24599899</b>	<b>18.34</b>	<b>24574282</b>	<b>25617</b>	<b>99.90</b>	<b>0.10</b>
<b>Total</b>		<b>398463885</b>	<b>205858322</b>	<b>51.66</b>	<b>205262978</b>	<b>595344</b>	<b>99.71</b>	<b>0.29</b>



**Resolution 4: Ratification of remuneration to be paid to Cost Auditors.**

Resolution required:					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
<b>Promoter and Promoter Group</b>	E-Voting	190773150	36856170	19.32	36856170	0	100.00	0.00
	Poll		141400620	74.12	141400620	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>190773150</b>	<b>178256790</b>	<b>93.44</b>	<b>178256790</b>	<b>0</b>	<b>100.00</b>
<b>Public Institutions</b>	E-Voting	73588664	39857803	54.16	39857803	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>73588664</b>	<b>39857803</b>	<b>54.16</b>	<b>39857803</b>	<b>0</b>	<b>100.00</b>
<b>Public-Non Institutions</b>	E-Voting	134102071	5776246	4.31	5755439	20807	99.64	0.36
	Poll		18823566	25.58	18823566	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>134102071</b>	<b>24599812</b>	<b>18.34</b>	<b>24579005</b>	<b>20807</b>	<b>99.92</b>
<b>Total</b>		<b>398463885</b>	<b>242714405</b>	<b>60.91</b>	<b>242693598</b>	<b>20807</b>	<b>99.99</b>	<b>0.01</b>

**Resolution 5: Re-appointment of Mr. Uma Kant Singhal (DIN: 01472842) as an Independent Director for second term.**

Resolution required:				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
<b>Promoter and Promoter Group</b>	E-Voting	190773150	36856170	19.32	36856170	0	100.00	0.00
	Poll		141400620	74.12	141400620	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>190773150</b>	<b>178256790</b>	<b>93.44</b>	<b>178256790</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	E-Voting	73588664	39857803	54.16	39857803	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>73588664</b>	<b>39857803</b>	<b>54.16</b>	<b>39857803</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public-Non Institutions</b>	E-Voting	134102071	5776333	4.31	5600443	175890	96.95	3.05
	Poll		18823566	25.58	18823566	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>134102071</b>	<b>24599899</b>	<b>18.34</b>	<b>24424009</b>	<b>175890</b>	<b>99.28</b>	<b>0.72</b>
<b>Total</b>		<b>398463885</b>	<b>242714492</b>	<b>60.91</b>	<b>242538602</b>	<b>175890</b>	<b>99.93</b>	<b>0.07</b>



**Resolution 6: Re-appointment of Mr. Shashi Bhushan Bansal (DIN: 01118864) as an Independent Director for second term.**

Resolution required:					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding	No. of Votes in favour	No. of votes against	% of Votes in favour on votes	% of Votes against on votes
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
<b>Promoter and Promoter Group</b>	E-Voting	190773150	36856170	19.32	36856170	0	100.00	0.00
	Poll		141400620	74.12	141400620	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>190773150</b>	<b>178256790</b>	<b>93.44</b>	<b>178256790</b>	<b>0</b>	<b>100.00</b>
<b>Public Institutions</b>	E-Voting	73588664	39857803	54.16	39288076	569727	98.57	1.43
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>73588664</b>	<b>39857803</b>	<b>54.16</b>	<b>39288076</b>	<b>569727</b>	<b>98.57</b>
<b>Public-Non Institutions</b>	E-Voting	134102071	5776333	4.31	5600416	175917	96.95	3.05
	Poll		18823566	25.58	18823566	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>134102071</b>	<b>24599899</b>	<b>18.34</b>	<b>24423982</b>	<b>175917</b>	<b>99.28</b>
<b>Total</b>		<b>398463885</b>	<b>242714492</b>	<b>60.91</b>	<b>241968848</b>	<b>745644</b>	<b>99.69</b>	<b>0.31</b>

**Resolution 7: Re-appointment of Mr. Jainendar Kumar Jain (DIN: 00066452) as an Independent Director for second term.**

Resolution required:					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
<b>Promoter and Promoter Group</b>	E-Voting	190773150	36856170	19.32	36856170	0	100.00	0.00
	Poll		141400620	74.12	141400620	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>190773150</b>	<b>178256790</b>	<b>93.44</b>	<b>178256790</b>	<b>0</b>	100.00
<b>Public Institutions</b>	E-Voting	73588664	39857803	54.16	29906994	9950809	75.03	24.97
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>73588664</b>	<b>39857803</b>	<b>54.16</b>	<b>29906994</b>	<b>9950809</b>	75.03
<b>Public-Non Institutions</b>	E-Voting	134102071	5776333	4.31	5600484	175849	96.96	3.04
	Poll		18823566	14.04	18823566	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>134102071</b>	<b>24599899</b>	<b>18.34</b>	<b>24424050</b>	<b>175849</b>	<b>99.29</b>
<b>Total</b>		<b>398463885</b>	<b>242714492</b>	<b>60.91</b>	<b>232587834</b>	<b>10126658</b>	<b>95.83</b>	<b>4.17</b>

**Resolution 8: Approval of transaction with M/s Jai Suspension Systems, LLP.**

Resolution required:					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
<b>Promoter and Promoter Group</b>	E-Voting	190773150	0	0	0	0	0	0
	Poll		141400620	74.12	141400620	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>190773150</b>	<b>141400620</b>	<b>74.12</b>	<b>141400620</b>	<b>0</b>	<b>0.00</b>
<b>Public Institutions</b>	E-Voting	73588664	39857803	54.16	39857803	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>73588664</b>	<b>39857803</b>	<b>54.16</b>	<b>39857803</b>	<b>0</b>	<b>100.00</b>
<b>Public-Non Institutions</b>	E-Voting	134102071	5776296	4.31	5752721	23575	99.59	0.41
	Poll		18823566	14.04	18823566	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>134102071</b>	<b>24599862</b>	<b>18.34</b>	<b>24576287</b>	<b>23575</b>	<b>99.90</b>
<b>Total</b>		<b>398463885</b>	<b>205858285</b>	<b>51.66</b>	<b>205834710</b>	<b>23575</b>	<b>99.99</b>	<b>0.01</b>

**Resolution 9: Approval for the payment of existing remuneration to Mr. Pradeep Singh Jauhar (DIN: 00744518), Managing Director and CEO on existing terms and conditions.**

Resolution required:				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
<b>Promoter and Promoter Group</b>	E-Voting	190773150	0	0	0	0	0	0
	Poll		141400620	74.11977	141400620	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>190773150</b>	<b>141400620</b>	<b>74.11977</b>	<b>141400620</b>	<b>0</b>	<b>0</b>
<b>Public Institutions</b>	E-Voting	73588664	39857803	54.16296592	18389560	21468243	46.13791683	53.86208317
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>73588664</b>	<b>39857803</b>	<b>54.16296592</b>	<b>18389560</b>	<b>21468243</b>	46.13791683
<b>Public-Non Institutions</b>	E-Voting	134102071	5776333	4.307415208	5754346	21987	99.61936059	0.380639413
	Poll		18823566	14.03674519	18823566	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>134102071</b>	<b>24599899</b>	<b>18.3441604</b>	<b>24577912</b>	<b>21987</b>	<b>99.91062158</b>
<b>Total</b>		<b>398463885</b>	<b>205858322</b>	<b>51.6629812</b>	<b>184368092</b>	<b>21490230</b>	<b>89.56066979</b>	<b>10.43933021</b>

**Resolution 10: Approval for the payment of existing remuneration to Mr. Randeep Singh Jauhar (DIN: 00746186), Vice Chairman & Executive Director on existing terms and conditions.**

Resolution required:					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held'	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=(2)/(1)*100	4	5	(6)=(4)/(2)100	(7)=(5)/(2)*100
<b>Promoter and Promoter Group</b>	E-Voting	190773150	0	0	0	0	0.00	0.00
	Poll		141400620	74.11977	141400620	0	100.00	0.00
	Postal Ballot		0	0	0	0	0.00	0.00
	<b>Total</b>		<b>190773150</b>	<b>141400620</b>	<b>74.11977</b>	<b>141400620</b>	<b>0</b>	<b>100.00</b>
<b>Public Institutions</b>	E-Voting	73588664	37679758	51.20320978	18389560	19290198	48.80	51.20
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot		0		0	0	0.00	0.00
	<b>Total</b>		<b>73588664</b>	<b>37679758</b>	<b>51.20320978</b>	<b>18389560</b>	<b>19290198</b>	<b>48.80</b>
<b>Public-Non Institutions</b>	E-Voting	134102071	7954391	5.931594449	5754109	2200282	72.34	27.66
	Poll		18823566	14.03674519	18823566	0	100.00	0.00
	Postal Ballot		0	0	0	0	0.00	0.00
	<b>Total</b>		<b>134102071</b>	<b>26777957</b>	<b>19.96833964</b>	<b>24577675</b>	<b>2200282</b>	<b>91.78</b>
<b>Total</b>		<b>398463885</b>	<b>205858335</b>	<b>51.66298446</b>	<b>184367855</b>	<b>21490480</b>	<b>89.56</b>	<b>10.44</b>