

# J. J. FINANCE CORPORATION LTD.

Regd. Off. : 3C Park Plaza, 71 Park Street, Kolkata 700 016  
CIN : L65921WB1982PLC035092

Tel : 2229-1083/84/6000  
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E-mail : jjfc@jjauto.org  
Website : www.jjfc.co.in



30.08.2015

To  
The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata – 700001

## RE: Clause 35A of the Listing Agreement – Voting Result

Dear Sir,

In accordance with Clause 35A of the Listing Agreement, we wish to inform you that at the 32<sup>nd</sup> Annual General Meeting of the shareholders of the company which was held on Saturday, August 29<sup>th</sup>, 2015 at 3C, Park Plaza, 71, Park Street, South Block, Kolkata – 700016 at 03:30 P.M., the following business were transacted:

Sl. No.	Description	Particulars		
A	Date of the AGM	August 29 <sup>th</sup> , 2015		
B	Book – Closure Date	August 24 <sup>th</sup> , 2015 to August 29 <sup>th</sup> , 2015 (both days inclusive)		
		Cut – off date for E-Voting August 22 <sup>nd</sup> , 2015		
C	Total Number of Shareholders on record date/ Cut off date for E-Voting purpose	2091		
D	No. of Shareholders present in the meeting either in person or through proxy			
	Shareholders	Particulars	In Person	Proxy
		Promoters and Promoters group	4	3
		Public	68	4
		<b>Total</b>	<b>72</b>	<b>7</b>
E	No. of Shareholders attended the meeting through Video Conferencing	No Video Conferencing facility was made available		

### Outcome of the 32<sup>nd</sup> Annual General Meeting of the Shareholders of the Company

The 32<sup>nd</sup> Annual General Meeting of the Shareholders of our Company was held on Saturday, August 29<sup>th</sup>, 2015 at 03:30 P.M. at 3C, Park Plaza, 71, Park Street, South Block, Kolkata – 700016.


The Shareholders transacted the following business:

#### **Details of the Agenda**

Sl.No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of voting:
<b>Ordinary Business</b>			
1.	Consider and adopt the Audited Financial Statements, Reports of the Board of Directors and Auditors.	Ordinary	E-voting + Assent/ Dissent Form at AGM
2.	Re-appointment of Mr. Rajesh Poddar who retires by rotation.	Ordinary	E-voting + Assent/ Dissent Form at AGM
3.	Appointment of Auditors and fixing their remuneration.	Ordinary	E-voting + Assent/ Dissent Form at AGM
<b>Special Business</b>			
4.	Approving borrowing limits under Section 180(1)(c) of the Companies Act, 2013.	Special	E-voting + Assent/ Dissent Form at AGM
5.	Authorization to mortgage assets under Section 180(1)(a) of the Companies Act, 2013.	Special	E-voting + Assent/ Dissent Form at AGM
6.	Authorization of Related Party Transactions under Section 188 of the Companies Act, 2013.	Special	E-voting + Assent/ Dissent Form at AGM

Kindly take the above information on records.

For J J Finance Corporation Limited

  
Anil Jhunjhunwala  
Director

C.C. : 1) Bombay Stock Exchange  
2) Delhi Stock Exchange

→ The Secretary,  
Bombay Stock Exchange Ltd.,  
25th. Floor, P. J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.  
=====

Encl:- MGT-13, Scrutinizers Report with Anne-1.

Resolution	Category	Shares Held (1)	Votes Polled (2)	% of votes polled on outstanding shares (3)= (2/1)*100	No. of Votes in favour (4)	No. of Votes In against (5)	% of votes in favour on votes polled (4/2)*100	% of votes against on votes polled (5/2)*100
Consider and adopt the Audited Financial Statements, Reports of the Board of Directors and Auditors.	Promoter- Group	1197892	1197892	100.00	1197892	0	100.00	0.00
	Public	482691	482673	99.996	482673	0	100.00	0.00
	Total	1680583	1680565	99.998	1680565	0	100.00	0.00
Re-appointment of Mr. Rajesh Poddar who retires by rotation.	Promoter- Group	1197892	1197892	100.00	1197892	0	100.00	0.00
	Public	482691	482673	99.996	482673	0	100.00	0.00
	Total	1680583	1680565	99.998	1680565	0	100.00	0.00
Appointment of Auditors and fixing their remuneration	Promoter- Group	1197892	1197892	100.00	1197892	0	100.00	0.00
	Public	482691	482673	99.996	482673	0	100.00	0.00
	Total	1680583	1680565	99.998	1680565	0	100.00	0.00
Approving borrowing limits under Section 180(1)(c) of the Companies Act, 2013	Promoter- Group	1197892	1197892	100.00	1197892	0	100.00	0.00
	Public	482691	482673	99.996	482673	0	100.00	0.00
	Total	1680583	1680565	99.998	1680565	0	100.00	0.00
Authorization to mortgage assets under Section 180(1)(a) of the Companies Act, 2013	Promoter- Group	1197892	1197892	100.00	1197892	0	100.00	0.00
	Public	482691	482673	99.996	482673	0	100.00	0.00
	Total	1680583	1680565	99.998	1680565	0	100.00	0.00
Authorization of Related Party Transactions under Section 188 of the Companies Act, 2013.	Promoter- Group	1197892	1197892	100.00	1197892	0	100.00	0.00
	Public	482691	482673	99.996	482673	0	100.00	0.00
	Total	1680583	1680565	99.998	1680565	0	100.00	0.00

Note : Out of the total votes cast by the public shareholders votes for 18 shares polled by 9 shareholders were declared invalid.

**I. I. Finance Corporation Limited**



**Director**



**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  
32<sup>nd</sup> Annual General Meeting  
J J Finance Corporation Limited  
3C, Park Plaza, 3<sup>rd</sup> Floor  
71, Park Street, South Block  
Kolkata – 700016

Dear Sir,

I, Ramakant Surelia (Sharma), Advocate having office at Unit no. 9, Buckland Bridge Approach Road, Howrah – 711101 have been appointed as a scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the 32<sup>nd</sup> AGM of the Company held on Saturday, August 29<sup>th</sup>, 2015. I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were 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:

**a) Resolution 1 - Consider and adopt the Audited Financial Statements, Reports of the Board of Directors and Auditors.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1680565	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N.A	N.A

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	18

**b) Resolution 2 - Re-appointment of Mr. Rajesh Poddar who retires by rotation.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1680565	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N.A	N.A

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	18

**c) Resolution 3 - Appointment of Auditors and fixing their remuneration.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1680565	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N.A	N.A

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	18

**d) Resolution 4 - Approving borrowing limits under Section 180(1)(c) of the Companies Act, 2013.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1680565	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N.A	N.A

(ii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	18

e) **Resolution 5 - Authorization to mortgage assets under Section 180(1)(a) of the Companies Act, 2013**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1680565	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N.A	N.A

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	18

f) **Resolution 6 - Authorization of Related Party Transactions under Section 188 of the Companies Act, 2013**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	1680565	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N.A	N.A

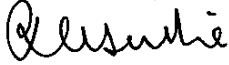
(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	18

5. The papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Director of the company for safe keeping.

Thanking You,

Yours faithfully,



Ramakant Surelia(Sharma)  
Advocate  
F/567/1998



Anil Jhunjunwala  
Director

Date: 30.08.2015  
Place: Kolkata



**SCRUTINIZER'S REPORT**

**[Pursuant to rule section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies  
(Management and Administration) Rules, 2014]**

To  
The Chairman  
32<sup>nd</sup> Annual General Meeting  
JJ Finance Corporation Limited  
3C, Park Plaza, 3<sup>rd</sup> Floor  
71, Park Street, South Block  
Kolkata – 700016

Dear Sir,

I, Ramakant Surelia (Sharma), Advocate having office at Unit no. 9, Buckland Bridge Approach Road, Howrah – 711101 have been appointed as a scrutinizer for the purpose of scrutinizing the e-voting in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 on the below mentioned resolutions, at the 32<sup>nd</sup> AGM of the company held on Saturday, August 29<sup>th</sup>, 2015. I submit the report as under:

1. The e-voting was held between Wednesday, August 26, 2015 (09:00 A.M.) and Friday August 28, 2015 (05:00 P.M.)
2. The shareholders holding shares as on the "cut off" date i.e. 22<sup>nd</sup> August, 2015 were entitled to vote on the proposed resolutions (Item no. 1 to 6 as set out in the Notice of the 32<sup>nd</sup> Annual General Meeting)
3. The votes were unblocked on Saturday, August 29<sup>th</sup>, 2015 around 05:00 P.M., in the presence of two witnesses Mr. Atul Chopra & Mr. Dinesh Agarwal who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Mr. Atul Chopra

Name: Mr. Dinesh Agarwal



4. None of the shareholder voted electronically, No data is available on the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>). The snapshot for the confirmation of “No Voting information present for chosen EVSN” is attached and marked as “Annexure – 1”. The result of e-voting is as under:

**a) Resolution 1 - Consider and adopt the Audited Financial Statements, Reports of the Board of Directors and Auditors.**

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted against the Resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

**b) Resolution 2 - Re-appointment of Mr. Rajesh Poddar who retires by rotation.**

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted against the Resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

**c) Resolution 3 - Appointment of Auditors and fixing their remuneration.**

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted against the Resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

**d) Resolution 4 - Approving borrowing limits under Section 180(1)(c) of the Companies Act, 2013**

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted against the Resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

**e) Resolution 5 - Authorization to mortgage assets under Section 180(1)(a) of the Companies Act, 2013**

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted against the Resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution
N.A	N.A

**f) Resolution 6 - Authorization of Related Party Transactions under Section 188 of the Companies Act, 2013**

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted against the Resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

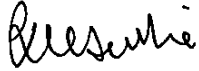
(ii) Invalid Votes:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution
N.A	N.A

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking You,

Yours faithfully,



Ramakant Surelia (Sharma)  
Advocate  
F/567/1998

Date: 30.08.2015  
Place: Kolkata



Anil Jhunjhunwala  
Director

## ANNEXURE 1

