
House No.-23, Basement, Sector-30, Gurugram (Hr.), India-122001
Mobile: +91 9873347280, Tel: +91-124-2382323/3693773,
Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

REPORT OF SCRUTINIZER

The Chairman

JBM Auto Limited

CIN: L74899HR1996PLC123264

Registered office: Plot No. 133, Sector-24,
Faridabad, Haryana-121005

Dear Sir,

The undersigned is pleased to submit the report on the Postal Ballot conducted by **JBM Auto Limited ("the Company")** seeking consent of its Members for the Resolution as set out in the Notice of Postal Ballot dated 30th October 2025.

In terms of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as Scrutinizer by the Company on 30th October 2025 to scrutinize the postal ballot through e-voting process, for the resolutions as contained in the Notice dated 30th October 2025.

Further, in terms of Sections 110 and 108 of the Companies Act, 2013 ("the Act"), read with Rules 22 and 20 of the Companies (Management and Administration) Rules 2014 ("the Rules"), including any statutory modifications or re-enactment thereof, for the time being in force, read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and the latest being 3/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2024/133 dated October 3, 2024 and pursuant to all other applicable laws and regulations, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Secretarial Standards on General Meeting (SS-2) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") and other applicable laws and Regulations, as amended from time to time.

Members' approval was sought for the following Resolutions as under:-

- A. Material Related Party Transaction(s) with JBM Ecolife Mobility Private Limited (**Ordinary Resolution**)

Accordingly, I submit my report as under:-

1. As per Notice dated 30th October 2025, the remote e-voting period remained open from Tuesday, 11th November 2025 (09:00 A.M. IST) till Wednesday, 10th December 2025 (05:00 P.M. IST) both days inclusive.

2. The advertisement as stipulated under Sections 110 and 108 read with Rules 20 and 22 of Companies (Management and administration) Rules, 2014 as amended on 19th March 2015, were published in Business Standard (Hindi) on 11th November 2025 and Business Standard (English) on 11th November 2025 in New Delhi edition.
3. The Members holding shares on the “cut-off” date i.e. 31st October 2025 were entitled to vote on the proposed resolution (item no. 1 as set out in the Notice of Postal Ballot dated 30th October 2025).
4. The Company has informed that, in compliance with the MCA Circulars, the Postal Ballot Notice was sent only by e-mail to all the members, whose names were appearing 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 Friday, 31st October 2025 (the ‘cut-off date’) and who had registered their e-mail 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 i.e. MCS Share Transfer Agent Limited (“RTA”). As per the MCA Circulars, physical copies of the Notice, Postal Ballot Form and pre-paid business reply envelopes were not sent to the members for this Postal Ballot. The Company had appointed KFin Technologies Limited, for the purpose of providing remote e-voting facility to all its members.
5. In terms of the aforesaid notice, Members were required to convey their assent or dissent, through e-voting system, on e-voting platform provided by KFin Technologies Limited (“KFintech”) from Tuesday, 11th November 2025 (09:00 A.M. IST) till Wednesday, 10th December 2025 (05:00 P.M. IST) both days inclusive.
6. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and related Rules/ LODR requirements relating to e-voting through electronic means in respect of the resolutions contained in the Notice sent to Members of the Company.
7. My responsibility as a Scrutinizer for the remote e-voting process is restricted to make a scrutinizer’s report of the votes cast **“in favor”** or **“against”** the resolutions as set out in the Notice and based on the e-voting details as generated from the e-voting system provided by KFin Technologies Limited through its website <http://evoting.kfintech.com>, the authorized agency to provide the e-voting facilities, engaged by the Company and votes cast through e-voting process.
8. The votes casted through e-voting were unblocked by me in presence of two witnesses at 5:01 P.M. (IST) on 10th December 2025 who were not the employees of the Company.

Thereafter the details containing, *inter alia*, list of Members, who voted “for” or “against” on each of the resolutions that were put to vote, were generated from the e-voting website of KFin Technologies Limited i.e. website <http://evoting.kfintech.com>

The reports on the result of the voting through remote e-voting are as under:-

House No.-23, Basement, Sector-30, Gurugram (Hr.), India-122001
Mobile: +91 9873347280, Tel: +91-124-2382323/3693773,
Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

Resolution No. 1: Ordinary Resolution

Material Related Party Transaction(s) with JBM Ecolife Mobility Private Limited

Particulars	Number of valid votes	Number of invalid votes	Percentage
	Remote E-Voting	Remote E-voting	
In Favor	40054322	0	99.2247
Against	312950	0	0.7753
Total	40367272	0	100
Number of members who cast their vote	435		

Seven (7) members with 425 votes abstained from voting.

Based on the above, the Ordinary Resolution has been passed with requisite majority.

9. The e-voting data and all other relevant records have been kept by me and I shall be arranging to hand over the same to the Company Secretary/ Director Authorized by the Board for safe keeping.

Thanking You,

Dhananjay Shukla
Practicing Company Secretary
FCS No. 5886, CP No. 8271
Peer Review No. 2057/2022
Scrutinizer
UDIN: F005886G002359215

Place: Gurugram
Date: 12th December 2025

Enclosures: Annexure "A"

House No.-23, Basement, Sector-30, Gurugram (Hr.), India-122001

Mobile: +91 9873347280, Tel: +91-124-2382323/3693773,

Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

"Annexure A"								
Description of Resolution considered			Material Related Party Transaction(s) with JBM Ecolife Mobility Private Limited					
Resolution Required : (Ordinary/Special)			Ordinary Resolution					
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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	159708286	0	0	0	0	0	
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	159708286	0	0	0	0	0	0
Public Institutions	E-Voting	4682508	4199831	89.6919	3890816	309015	92.6422	7.3577
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4682508	4199831	89.6919	3890816	309015	92.6422	7.3577
Public Non Institutions	E-Voting	72103470	36167441	50.1605	36163506	3935	99.9891	0.0108
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	72103470	36167441	50.1605	36163506	3935	99.9891	0.0108
Total		236494264	40367272	17.0690	40054322	312950	99.2247	0.7753