

# Commercial Engineers & Body Builders Co. Limited



...bodies in motion ...

AN ISO/TS 16949:2009 Company  
CIN-L24231MP1979PLC049375

Regd. / Corp. Office : 48, Vandana Vihar, Narmada Road, Gorakhpur, Jabalpur (M.P.) INDIA  
Email Id – [cs@cebbco.com](mailto:cs@cebbco.com), Website – [www.cebbco.com](http://www.cebbco.com)

September 29<sup>th</sup>, 2019

To,

The Secretary,  
BSE Limited,  
25<sup>th</sup> Floor, P J Towers,  
Dalal Street,  
**MUMBAI – 400 001**  
**Fax No.022 2272 2039/022 2272 2041**

The Secretary  
National Stock Exchange of India Ltd  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No C/1 G Block,  
Bandra Kurla Complex, Bandra (East)  
**Mumbai - 400 051**  
**Fax No. 022-2659 8237/38, 66418124/25/26**

**Sub: Intimation pursuant to regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulation, 2015**  
**{Scrip code: 533272/CEBBCO EQ}**

Dear Sir/Madam,

Kindly note that the 39<sup>th</sup> Annual General Meeting (AGM) of the Company has been duly convened on Saturday, September 28<sup>th</sup>, 2019 at Hotel Samdareeya, Dr. Barat Road, Russel Chowk, Jabalpur (M.P.). In this regard please find attached following -

1. Voting results in the prescribed format pursuant to regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulation, 2015.
2. Consolidated Scrutinizer's Report Dated 28<sup>th</sup> September, 2019 by Mr. S.K. Gupta, partner – S. K. Gupta & Co. Company Secretaries, Kanpur (U.P.) (F.C.S. – 2589 and C.P. No – 1920), scrutinizer appointed to scrutinize the Electronic E-Voting process (Remote E-Voting as well as Poll).

Thanking You

Yours Faithfully

For COMMERCIAL ENGINEERS AND BODY BUILDERS CO. LIMITED

  
Amit K Jain  
Company Secretary



Factory (Unit I) : 21,22,33,34, Industrial Area Richhai, Jabalpur - 482010 M.P., Tel. +91-761-233 0817 / 872, Fax : 0761-2331488  
Factory (Unit II) : NH12-A, Village Udaipura, Teh. Niwas, Distt. Mandla - 481661 M.P., Tel. +91-7643-227403, 227389  
Factory (Unit III) : Plot No. 690 to 693 & 751 to 756, Sector III, Industrial Area, Pithampur, Distt. Dhar, Tel. - 07292-407981  
Factory (Unit IV) : Industrial Area Richhai, Jabalpur - 482010 M.P.  
Factory (Unit V) : Plot No. 742, Asangi Phase Area, Saraikela, Jharkhand - 932109 Tel. 0657-2200251 / 252  
Factory (Unit VI) : Villaae Imlai. Near Deori Railway Station. P.O. Panagar. Jabalpur - 483220

<b>General information about company</b>	
Scrip code	533272
NSE Symbol	CEBBCO
MSEI Symbol	NOTLISTED
ISIN	INE209L01016
Name of the company	COMMERCIAL ENGINEERS & BODY BUILDERS CO. LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2019
Start time of the meeting	11:00 AM
End time of the meeting	12:30 PM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	S.K. GUPTA
Firms Name	S.K. GUPTA & Co.
Qualification	CS
Membership Number	2589
Date of Board Meeting in which appointed	10-08-2019
Date of Issuance of Report to the company	28-09-2019

<b>Voting results</b>	
Record date	21-09-2019
Total number of shareholders on record date	10981
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	46
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				to consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon				
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	54325901	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		54325901	0	0	0	0	0
Public-Institutions	E-Voting	8349158	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8349158	0	0	0	0	0
Public- Non Institutions	E-Voting	26807598	590	0.0022	590	0	100	0
	Poll		159048	0.5933	159048	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		26807598	159638	0.5955	159638	0	100
Total		89482657	159638	0.1784	159638	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Mrs. Madhuchhandha Chatterjee as a Non-Executive Director of the Company, liable to retire by rotation					
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	54325901	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		54325901	0	0	0	0	0
Public- Institutions	E-Voting	8349158	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8349158	0	0	0	0	0
Public- Non Institutions	E-Voting	26807598	590	0.0022	590	0	100	0
	Poll		159048	0.5933	159048	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		26807598	159638	0.5955	159638	0	100
Total		89482657	159638	0.1784	159638	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Venkatraja Manchi Rao [DIN: 00110363] as an Independent Non-Executive Director of the Company for second term of five consecutive years with effect from 15th July, 2019 to 14th July, 2024, not liable to retire by rotation				
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	54325901	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		54325901	0	0	0	0	0
Public-Institutions	E-Voting	8349158	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8349158	0	0	0	0	0
Public- Non Institutions	E-Voting	26807598	590	0.0022	590	0	100	0
	Poll		159048	0.5933	159048	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		26807598	159638	0.5955	159638	0	100
Total		89482657	159638	0.1784	159638	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Prakash Yashwant Gurav [DIN: 02004317] as an Independent Non-Executive Director of the Company for second term of five consecutive years with effect from 15th July, 2019 to 14th July, 2024, not liable to retire by rotation				
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	54325901	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		54325901	0	0	0	0	0
Public-Institutions	E-Voting	8349158	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8349158	0	0	0	0	0
Public- Non Institutions	E-Voting	26807598	590	0.0022	590	0	100	0
	Poll		159048	0.5933	159048	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		26807598	159638	0.5955	159638	0	100
Total		89482657	159638	0.1784	159638	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Re-classification of Mrs. Shalini Gupta from the category of 'Promoter and Promoter Group' to the category of 'Public' in relation to the Company					
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	54325901	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		54325901	0	0	0	0	0
Public- Institutions	E-Voting	8349158	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8349158	0	0	0	0	0
Public- Non Institutions	E-Voting	26807598	590	0.0022	590	0	100	0
	Poll		159048	0.5933	159048	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		26807598	159638	0.5955	159638	0	100
Total		89482657	159638	0.1784	159638	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**S. K. GUPTA**  
F.C.S.

**S.K. Gupta & Co.**  
Company Secretaries,  
9, Roland Complex,  
Upper Floor, 37/17,  
Westcott Building,  
The Mall,  
Kanpur-208001  
Phone: (O) 0512-2315123  
Cell: 9415042137  
E-mail :sk\_gupta1@rediffmail.com

**CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING AND POLL**

To,

The Chairman of the Thirty Ninth Annual General Meeting of the Shareholders of **Commercial Engineers & Body Builders Co Limited** held on Saturday, the 28<sup>th</sup> September, 2019 at 11.00 A.M. at Hotel Samdareeya, Dr. Barat Road, Russel Chowk, Jabalpur – 482002 (M.P.).

Dear Sir,

I, S.K. Gupta, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of **Commercial Engineers & Body Builders Co Limited** (the 'Company') for the purpose of Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, in respect of the resolutions contained in the Notice of the Thirty Ninth Annual General Meeting (AGM) of the Members of the Company held on Saturday, the 28<sup>th</sup> September, 2019 at 11.00 A.M. at Hotel Samdareeya, Dr. Barat Road, Russel Chowk, Jabalpur – 482002 (M.P.).

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting and poll on the resolutions contained in the Notice of the Thirty Ninth Annual General Meeting of the Members of the Company. My responsibility as Scrutinizer for the remote e-voting process and for poll at the AGM is restricted to make a



**S. K. GUPTA**  
F.C.S.

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The Mall,  
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Phone: (O) 0512-2315123  
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E-mail :sk\_gupta1@rediffmail.com

Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the notice of the Thirty Ninth Annual General Meeting, based on the reports generated from the e-voting system provided by Karvy Fintech Private Limited ("Karvy"), the Authorized Agency engaged by the Company to provide remote e-voting facility and physical ballot process at the time of poll at the AGM.

3. In respect of remote e-voting process conducted under my supervision, I hereby report as under:-

(i) In accordance with Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, the public notice by way of advertisement was published on 6<sup>th</sup> September, 2019 both in 'The Economic Times' (English) and in 'Raj Express' (Hindi) and the remote e-voting facility remained opened from Wednesday, the 25<sup>th</sup> September, 2019 (10.00 A.M.) to Friday, the 27<sup>th</sup> September, 2019 (5.00 P.M.).

(ii) The Members of the Company as on the "cut off" date i.e. 21<sup>st</sup> September, 2019 were entitled to vote on the resolutions (Item Nos. 1 to 5) as set out in the Notice of the Thirty Ninth Annual General Meeting of the Company.

(iii) The remote e-voting process was blocked at 5.00 P.M. on Friday, the 27<sup>th</sup> September, 2019.

(iv) The votes cast through remote e-voting process were unblocked on 28<sup>th</sup> September, 2019 after the conclusion of the Thirty Ninth Annual General



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Meeting in the presence of two witnesses, Ms. Divya Saxena and Mr. Ashwani Kesharwani who were not in the employment of the Company and who witnessed the unblocking of votes.

(v) Thereafter, the reports containing inter-alia, list of Equity Shareholders who voted "for, or "against" each resolution that was put to vote were generated from e-voting website of Karvy Fintech Private Limited ("Karvy") [<https://www.evoting.karvy.com>].

4. At the Annual General Meeting held on Saturday, the 28<sup>th</sup> September, 2019, the Chairman of the Annual General Meeting ('AGM') provided polling papers to enable those Shareholders who did not cast their votes by the remote e-voting facility in respect of resolutions (Item Nos. 1 to 5 as set out in the Notice of the Thirty Ninth Annual General Meeting of the Company), to cast their vote at the said AGM. I as Scrutinizer conducted the poll procedure at the said AGM.

5. In respect of the poll process conducted under my supervision, I hereby report that:-

- (i) The poll box containing the poll papers was opened after the conclusion of the AGM in the presence of Ms. Divya Saxena and Mr. Ashwani Kesharwani, who were not employees of the Company.
- (ii) The votes were counted and the result of the poll was prepared in the presence of the aforesaid persons.



6. I have recorded details of all the votes casted by the Shareholders through remote e-voting and by poll and have also checked and verified the same. I have also carried out full count of the votes.
7. I hereby report the consolidated results of the votes cast by the Shareholders through remote e-voting and by poll as under:-

**ITEM NO. 1**

**Ordinary Resolution to consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019 together with the Reports of the Board of Directors and Auditors thereon.**

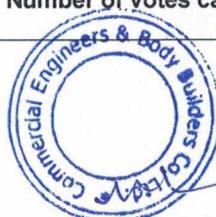
Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	4	46	50	590	1,59,048	1,59,638	100.00
Against	--	--	--	--	--	--	--
Total	4	46	50	590	1,59,048	1,59,638	100.00

**Result:** The Ordinary Resolution in respect of Item No. 1 of the Notice of the Annual General Meeting has been passed unanimously.

**ITEM NO. 2**

**Ordinary Resolution for Appointment of Mrs. Madhuchhandha Chatterjee as a Non-Executive Director of the Company, liable to retire by rotation.**

Particulars of Voting	Number of	Number of votes cast	Percentage
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	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	4	46	50	590	1,59048	1,59,638	100.00
Against	--	--	--	--	--	--	--
Total	4	46	50	590	1,59,048	1,59,638	100.00

**Result:** The Ordinary Resolution in respect of Item No. 2 of the Notice of the Annual General Meeting has been passed unanimously.

**ITEM NO. 3**

**Special Resolution for Re-appointment of Mr. Venkatraja Manchi Rao [DIN: 00110363] as an Independent Non-Executive Director of the Company for second term of five consecutive years with effect from 15<sup>th</sup> July, 2019 to 14<sup>th</sup> July, 2024, not liable to retire by rotation.**

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	4	46	50	590	1,59048	1,59,638	100.00
Against	--	--	--	--	--	--	--
Total	4	46	50	590	1,59,048	1,59,638	100.00

**Result:** The Special Resolution in respect of Item No. 3 of the Notice of the Annual General Meeting has been passed unanimously.

**ITEM NO. 4**

**Special Resolution for Re-appointment of Mr. Prakash Yashwant Gurav [DIN: 02004317] as an Independent Non-Executive Director of the Company for second term of five consecutive years with effect from 15<sup>th</sup> July, 2019 to 14<sup>th</sup> July, 2024, not liable to retire by rotation.**



Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	4	46	50	590	1,59,048	1,59,638	100.00
Against	--	--	--	--	--	--	--
Total	4	46	50	590	1,59,048	1,59,638	100.00

**Result:** The Special Resolution in respect of Item No. 4 of the Notice of the Annual General Meeting has been passed unanimously.

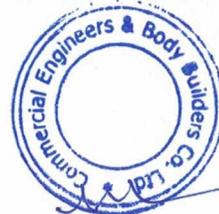
**ITEM NO. 5**

**Ordinary Resolution for Re-classification of Mrs. Shalini Gupta from the category of 'Promoter and Promoter Group' to the category of 'Public' in relation to the Company.**

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	4	46	50	590	1,59,048	1,59,638	100.00
Against	--	--	--	--	--	--	--
Total	4	46	50	590	1,59,048	1,59,638	100.00

**Result:** The Ordinary Resolution in respect of Item No. 5 of the Notice of the Annual General Meeting has been passed unanimously.

8. I further report that there were no invalid Ballot papers.
9. The above results may accordingly be declared by the Chairman of the Company / person duly authorized by Chairman in writing. The Company is also hereby instructed to put up the results on its Website and also that of "Karvy" and inform the Stock Exchanges accordingly.



**S. K. GUPTA**  
F.C.S.

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10. All the relevant records of e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the Thirty Ninth Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.



(S.K.GUPTA)  
Practising Company Secretary

F.C.S -2589  
C.P – 1920



(ABHISHEK JAISWAL)  
Chairman of the Meeting

Place: Jabalpur  
Date: 28<sup>th</sup> September, 2019