

# Commercial Engineers & Body Builders Co. Limited



Date: 28-September-2020

To,  
The General Manager,  
Department of Corporate Services,  
**BSE Limited.**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001  
**BSE Scrip Code: 533272**

Dear Sir,

**Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the scheme of amalgamation that seeks to amalgamate Jupiter Wagons Limited into and with Commercial Engineers & Body Builders Co. Limited under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.**

It is hereby certified that the draft Scheme of Amalgamation that seeks to amalgamate Jupiter Wagons Limited into and with Commercial Engineers & Body Builders Co Limited under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions ("Scheme of Amalgamation") does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the Scheme of Amalgamation is in compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the SEBI Circular, including the following:

Sl.	Reference	Particulars	Compliance
1.	Regulations 17 to 27 of the SEBI Listing Regulations	Corporate governance requirements	Yes, complied
2.	Regulation 11 of the SEBI Listing Regulations	Compliance with securities laws	Yes, complied
<b>Requirements of SEBI Circular</b>			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Yes, complied
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Yes, complied with sub-paragraphs (b) and (c) of Para (I)(A)(3).  The condition stipulated in sub-paragraph (a) of Para (I)(A)(3) with



Regd. Office : 48, Vandana Vihar, Narmada Road, Gorakhpur, Jabalpur - 482001 (M.P.)  
☎ : +91-761-2661336 ☒ : info@cebbco.com Website : www.cebbco.com  
Factory (Unit I) : 21,22,33,34, Industrial Area Richhai, Jabalpur - 482010 (M.P.) ☎ : 0761-2757266  
Factory (Unit II) : NH12-A, Village Udaipura, Teh. Narayanganj, Distt. Mandla - 481666 (M.P.)  
Factory (Unit III) : Plot No. 690 to 693 & 751 to 756, Sector III, Industrial Area, Pithampur, Distt. Dhar-454774. ☎ 07292-298396  
Factory (Unit IV) : Industrial Area Richhai, Jabalpur - 482010 (M.P.)  
Factory (Unit V) : Plot No. 742, Asangi Phase Area, Saraikela, Jharkhand - 832109 ☎ 0657-2200251 / 252  
Factory (Unit VI) : Village Imlai, Near Deori Railway Station, P.O. Panagar, Jabalpur - 483220

# Commercial Engineers & Body Builders Co. Limited



CIN-L34231MP19T9PLC049375

Sl.	Reference	Particulars	Compliance
			respect to preparation of the abridged prospectus in connection with the unlisted company and including such an abridged prospectus as a part of the notice for the court convened meeting of the shareholders of the Amalgamated Company will be complied with.
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report	Yes, complied
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Yes, complied
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	The requirement (A) relating to provisions of approval of public shareholders of the Amalgamated Company through e-voting; and (B) that the Scheme of Amalgamation shall be acted upon only if the votes cast by the public shareholders of the Amalgamated Company in favour of the proposal are more than the number of votes cast by the public shareholders of the Amalgamated Company against it, will be complied with.

For Commercial Engineers & Body  
Builders Co Limited

**Amit Kumar Jain**  
Company Secretary  
Membership No. A-39779



**Abhishek Jaiswal**  
Whole Time Director and Chief Executive  
Officer  
DIN: 07936627

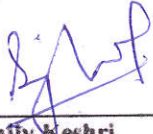
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# Commercial Engineers & Body Builders Co. Limited



CIN-L24231MP1979PLC049378

Certified that the transactions/accounting treatment provided in the draft Scheme of Amalgamation involving the Amalgamating Company and the Amalgamated Company are in compliance with all the Accounting Standards applicable to a listed entity.



Sanjiv Meshri  
Chief Financial Officer



Abhishek Jaiswal  
Whole Time Director and Chief Executive  
Officer  
DIN: 07936627

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