

Virendra G. Bhatt

Company Secretary

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To,

The Chairman

J.Kumar Infraprojects Limited

19th Annual General Meeting of the members of J.Kumar Infraprojects Limited (CIN: L74210MH1999PLC122886) held at GMS Community Hall, Sitladevi Complex, 1st Floor, D. N. Nagar, Opp. Indian Oil Nagar on Link Road, Andheri (W), Mumbai - 400053 on Wednesday, 26th September, 2018 at 11.00 a.m.

Sub: Passing of Resolution(s) through Remote E-Voting and Poll pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors of J. Kumar Infraprojects Limited (hereinafter referred to as the "Company") at its meeting held on 09th August, 2018 has appointed me as the Scrutinizer for the Remote E-Voting as well as to scrutinize the voting through Poll papers received from the members at the venue of the AGM pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

Report on Scrutiny:

- The Company has appointed Karvy Computershare Private Limited ('KCPL' or 'Karvy') as the Service Provider for the purpose of extending the facility of Remote E-Voting to the Members of the Company.
- Karvy Computershare Private Limited is the Registrar and Share Transfer Agent of the Company.
- The Service Provider had provided an Electronic Voting system for Remote E-Voting by members on all items of the business (both Ordinary and Special business) sought to be transacted in the 19th Annual General Meeting (AGM) of the company, which was held on Wednesday, 26th September, 2018.
- The Service Provider had set up electronic voting facility on their website, <https://www.evoting.karvy.com/>. The Company has uploaded all the items of the business to be transacted at the AGM on the website of the Company and also it's Service Provider to facilitate their members to cast their vote through Remote E-Voting.
- The cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting was 24th August, 2018. (Physical & Email) and as on that date, there were 26726 members of the Company. The Company had sent the notices of the Annual General Meeting along with Annual Report containing inter alia process and manner for availing E-Voting facility by E-mail to 23673 members. In respect of 3053 members, E-mail IDs were not available and hence the notices



were sent by Speed Post/courier. Please note that for 20 cases, the Company had sent the Notice along with Annual Report both by E-mail and physical form as per the requisition of members.

- The Company completed the dispatch of the notices and Annual Report in physical form and through E-mail to the members on 30th August, 2018.
- The Notices sent (both through E-mail and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 19th September, 2018.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for Three days from Sunday, 23rd September, 2018 at 09:00 a.m. (IST) to Tuesday, 25th September, 2018 till 5:00 p.m. (IST).
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published more than 14 days before the date of the AGM in English language in 'Financial Express' newspaper dated 12th September 2018 having country-wide circulation and in Marathi language in 'Nav Shakti' newspaper dated 12th September 2018. The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.
- At the venue of the 19th Annual General Meeting of the Company held on 26th September, 2018, the facility to vote through poll was made available to facilitate those members present in the meeting but could not participate in the Remote E-Voting to record their votes.
- On 26th September, 2018, after counting of the votes conducted at the venue of the AGM through Ballot paper, the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Vishwas Y. Salvi and Ms. Poonam Gupta who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.
- After the voting at the Annual General Meeting was concluded, the locked ballot box was subsequently opened in the presence of two persons as witnesses, as mentioned above, and Poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the company.
- I did not find any poll papers invalid.
- Thereafter, I as a Scrutinizer, duly compiled the details of Remote e-voting and the facility of voting through Ballot papers provided at the venue of the Annual General Meeting the details of which are as follows:



The combined result of the remote E-voting together with that of the voting concluded at the Annual General Meeting by way of Ballot papers are as under:

Details	Remote E-voting	Voting through Ballot paper at Annual General Meeting	Total voting
Number of member who cast their votes	56	44	100
Total number of shares held by them	23312068	21327020	44639088
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Invalid votes	As mentioned under each Resolution		



ORDINARY BUSINESS

1) Item no. 1 of the Notice (As an Ordinary Resolution)

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2018 and the reports of the Board of Directors and Auditors thereon;

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	23312068	49327	23262741
Ballots	21327020	0	21327020
Total	44639088	49327	44639088

The Result of the E voting and Poll is as under:

Whether promoter/ promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	33245554	0	0.0000	00	0	0.0000	0.0000
	Poll		21254784	63.9327	21254784	0	100.0000	0.0000
	Total		21254784	63.9327	21254784	0	100	0
Public Institutions	E-Voting	25501436	23261685	91.2172	23261685	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Total		23261685	91.2172	23261685	0	100	0
Public Non Institutions	E-Voting	16918516	1146	0.0068	936	210	81.6753	18.3246
	Poll		72236	0.4270	72236	0	100.0000	0.0000
	Total		73382	0.4338	73172	210	99.7138	0.2862
Total		75665506	44589851	58.9302	44589641	210	99.9995	0.0005



2) Item no. 2 of the Notice (As an Ordinary Resolution)

To declare dividend on Equity Shares for the financial year ended March 31, 2018.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	23312068	0	23312068
Ballots	21327020	0	21327020
Total	44639088	0	44639088

The Result of the E voting and Poll is as under:

Whether promoter/ promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	33245554	0	0.0000	00	0	0.0000	0.0000
	Poll		21254784	63.9327	21254784	0	100.0000	0.0000
	Total		21254784	63.9327	21254784	0	100	0
Public Institutions	E-Voting	25501436	23310922	91.4102	23310922	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Total		23310922	91.4102	23310922	0	100	0
Public Non Institutions	E-Voting	16918516	1146	0.0068	936	210	81.6753	18.3246
	Poll		72236	0.4270	72236	0	100.0000	0.0000
	Total		73382	0.4338	73172	210	99.7138	0.2862
Total		75665506	44639088	58.9953	44638878	210	99.9995	0.0005



3) Item no. 3 of the Notice (As an Ordinary Resolution)

To appoint Mr. Jagdishkumar M. Gupta (DIN: 01112887) who retires by rotation and being eligible offers himself for re-appointment as a Director.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	23312068	0	23312068
Ballots	21327020	0	21327020
Total	44639088	0	44639088

The Result of the E voting and Poll is as under:

Whether promoter/ promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	33245554	0	0.0000	00	0	0.0000	0.0000
	Poll		21254784	63.9327	21254784	0	100.0000	0.0000
	Total		21254784	63.9327	21254784	0	100	0
Public Institutions	E-Voting	25501436	23310922	91.4102	18457347	4853575	79.1789	20.8210
	Poll		0	0.0000	00	0	0.0000	0.0000
	Total		23310922	91.4102	18457347	4853575	79.179	20.821
Public Non Institutions	E-Voting	16918516	1146	0.0068	936	210	81.6753	18.3246
	Poll		72236	0.4270	72236	0	100.0000	0.0000
	Total		73382	0.4338	73172	210	99.7138	0.2862
Total		75665506	44639088	58.9953	39785303	4853785	89.1266	10.8734



4) Item no. 4 of the Notice (As an Ordinary Resolution)

To appoint M/s. Todi & Tulshyan & Co., Chartered Accountants, (Firm Registration No. 002180C) be and are hereby appointed as the Statutory Auditors of the Company for a term of 4 consecutive Years from the conclusion of this Annual General meeting till the conclusion of fifth Annual General Meeting from this Annual General Meeting of the Company (Subject to ratification of the appointment by members at every Annual General Meeting held after this Annual General Meeting) and to fix their remuneration.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	23312068	0	23312068
Ballots	21327020	0	21327020
Total	44639088	0	44639088

The Result of the E voting and Poll is as under:

Whether promoter/ promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	33245554	0	0.0000	00	0	0.0000	0.0000
	Poll		21254784	63.9327	21254784	0	100.0000	0.0000
	Total		21254784	63.9327	21254784	0	100	0
Public Institutions	E-Voting	25501436	23310922	91.4102	23310922	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Total		23310922	91.4102	23310922	0	100	0
Public Non Institutions	E-Voting	16918516	1146	0.0068	936	210	81.6753	18.3246
	Poll		72236	0.4270	72236	0	100.0000	0.0000
	Total		73382	0.4338	73172	210	99.7138	0.2862
Total		75665506	44639088	58.9953	44638878	210	99.9995	0.0005



SPECIAL BUSINESS

5) Item no. 5 of the Notice (As an Ordinary Resolution)

To appoint Mr. Padam Prakash Jain (DIN: 00971581) as an Independent Director

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	23312068	0	23312068
Ballots	21327020	0	21327020
Total	44639088	0	44639088

The Result of the E voting and Poll is as under:

Whether promoter/ promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	33245554	0	0.0000	00	0	0.0000	0.0000
	Poll		21254784	63.9327	21254784	0	100.0000	0.0000
	Total		21254784	63.9327	21254784	0	100	0
Public Institutions	E-Voting	25501436	23310922	91.4102	21935934	1374988	94.1015	5.8984
	Poll		0	0.0000	00	0	0.0000	0.0000
	Total		23310922	91.4102	21935934	1374988	94.1015	5.8985
Public Non Institutions	E-Voting	16918516	1146	0.0068	936	210	81.6753	18.3246
	Poll		72236	0.4270	72236	0	100.0000	0.0000
	Total		73382	0.4338	73172	210	99.7138	0.2862
Total		75665506	44639088	58.9953	43263890	1375198	96.9193	3.0807



6) Item no. 6 of the Notice (As an Special Resolution)

To Continuance of Directorship of Dr. R. Srinivasan (DIN:00003968), Independent Director of the Company.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	23312068	0	23312068
Ballots	21327020	0	21327020
Total	44639088	0	44639088

The Result of the E voting and Poll is as under:

Whether promoter/ promoter group are interested in the 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	33245554	0	0.0000	00	0	0.0000	0.0000	
	Poll		21254784	63.9327	21254784	0	100.0000	0.0000	
	Total		21254784	63.9327	21254784	0	100	0	
Public Institutions	E-Voting	25501436	23310922	91.4102	21081555	2229367	90.4363	9.5636	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Total		23310922	91.4102	21081555	2229367	90.4364	9.5636	
Public Non Institutions	E-Voting	16918516	1146	0.0068	936	210	81.6753	18.3246	
	Poll		72236	0.4270	72236	0	100.0000	0.0000	
	Total		73382	0.4338	73172	210	99.7138	0.2862	
Total		75665506	44639088	58.9953	42409511	2229577	95.0053	4.9947	



7) Item no. 7 of the Notice (As an Special Resolution)

To Continuance of Directorship of Mr. P.P.Vora (DIN:00003192), Independent Director of the Company.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	23312068	0	23312068
Ballots	21327020	0	21327020
Total	44639088	0	44639088

The Result of the E voting and Poll is as under:

Whether promoter/ promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	33245554	0	0.0000	00	0	0.0000	0.0000
	Poll		21254784	63.9327	21254784	0	100.0000	0.0000
	Total		21254784	63.9327	21254784	0	100	0
Public Institutions	E-Voting	25501436	23310922	91.4102	21935934	1374988	94.1015	5.8984
	Poll		0	0.0000	00	0	0.0000	0.0000
	Total		23310922	91.4102	21935934	1374988	94.1015	5.8985
Public Non Institutions	E-Voting	16918516	1146	0.0068	936	210	81.6753	18.3246
	Poll		72236	0.4270	72236	0	100.0000	0.0000
	Total		73382	0.4338	73172	210	99.7138	0.2862
Total		75665506	44639088	58.9953	43263890	1375198	96.9193	3.0807



8) Item no. 8 of the Notice (As an Special Resolution)

To Continuance of Directorship of Mr. Ajit Singh Chatha (DIN: 02289613), Independent Director of the Company

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	23312068	0	23312068
Ballots	21327020	0	21327020
Total	44639088	0	44639088

The Result of the E voting and Poll is as under:

Whether promoter/ promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	33245554	0	0.0000	00	0	0.0000	0.0000
	Poll		21254784	63.9327	21254784	0	100.0000	0.0000
	Total		21254784	63.9327	21254784	0	100	0
Public Institutions	E-Voting	25501436	23310922	91.4102	13811373	9499549	59.2485	40.7514
	Poll		0	0.0000	00	0	0.0000	0.0000
	Total		23310922	91.4102	13811373	9499549	59.2485	40.7515
Public Non Institutions	E-Voting	16918516	1146	0.0068	936	210	81.6753	18.3246
	Poll		72236	0.4270	72236	0	100.0000	0.0000
	Total		73382	0.4338	73172	210	99.7138	0.2862
Total		75665506	44639088	58.9953	35139329	9499759	78.7187	21.2813



9) Item no. 8 of the Notice (As an Ordinary Resolution)

To ratify the remuneration of the Cost Auditor for the financial year ending March 31st, 2019

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	23312068	0	23312068
Ballots	21327020	0	21327020
Total	44639088	0	44639088

The Result of the E voting and Poll is as under:

Whether promoter/ promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	33245554	0	0.0000	00	0	0.0000	0.0000
	Poll		21254784	63.9327	21254784	0	100.0000	0.0000
	Total		21254784	63.9327	21254784	0	100	0
Public Institutions	E-Voting	25501436	23310922	91.4102	23310922	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Total		23310922	91.4102	23310922	0	100	0
Public Non Institutions	E-Voting	16918516	1146	0.0068	936	210	81.6753	18.3246
	Poll		72236	0.4270	72236	0	100.0000	0.0000
	Total		73382	0.4338	73172	210	99.7138	0.2862
Total		75665506	44639088	58.9953	44638878	210	99.9995	0.0005

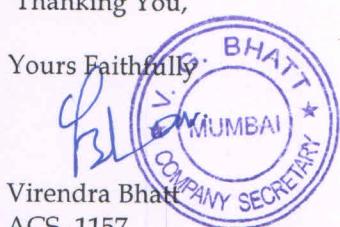


All the Resolutions mentioned in the notice of Annual General Meeting as per the details given above stand passed under Remote E-Voting and voting conducted at Annual General Meeting by way of Ballot papers with the requisite majority and hence deemed to be passed as on date of the Annual General Meeting.

I hereby confirm that I am maintaining the Registers received from the Karvy Computershare Private Limited ('KCPL' or 'Karvy') both electronically and manually, in respect of the votes cast through Remote e-voting and voting conduct at Annual General Meeting by way of Poll papers by the Members of the Company. The Poll papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed to the Company Secretary for safe keeping, after the signatures of the Chairman on Minutes of the Annual General Meeting.

Thanking You,

Yours Faithfully



Virendra Bhatt
ACS- 1157
COP-124

Date: 26th September, 2018

Place: Mumbai

Witnesses:

A handwritten signature in black ink, appearing to read "Vishwas Y Salvi".

Mr. Vishwas Y Salvi

A handwritten signature in black ink, appearing to read "Poonam Gupta".

Ms. Poonam Gupta

Countersigned and received the Report

For J. Kumar Infraprojects Limited

Director

Date: 26th September, 2018

Place: Mumbai