

## J. KUMAR INFRAPROJECTS LIMITED

Regd. Off: Unit no 16-A, Andheri Industrial Estate, Veera Desai Road, Andheri (West), Mumbai: - 400 053  
Corp. Off: J. Kumar House, CTS No. 448, 448/1, 449, Subhash Road, Vile Parle (East), Mumbai - 400 057,  
Maharashtra. Phone: +91 22 67743555, Fax: +91 22 26730814, Email: [info@jkumar.com](mailto:info@jkumar.com), Website:  
[www.jkumar.com](http://www.jkumar.com), CIN No: L74210MH1999PLC122886

8<sup>th</sup> February, 2022

To,

The Department of Corporate Services  
BSE Ltd  
Pheroze Jeejeebhoy Towers  
Mumbai Samachar Marg  
Mumbai - 400 001  
Scrip Code: 532940  
ISIN of the Company: INE576I01022

The Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, Plot No. C/1, G- Block  
Bandra- Kurla Complex, Bandra East  
Mumbai-400 051  
Scrip Symbol: JKIL

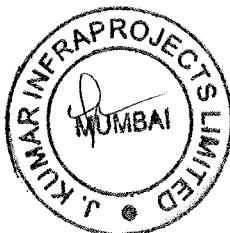
Sub: Intimation / Announcement and Disclosures under:

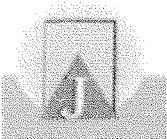
- a. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') read with Para A of Part A of Schedule III of the Regulations;
- b. SEBI (Prohibition of Insider Trading) Regulations, 2015 ('SEBI PIT Regulations');
- c. Section 203(iii) of the Companies Act, 2013 read with rules made thereunder.

Ref: 1. Outcome of the Meeting of the Board of Directors ("Board Meeting") of the Company;  
2. Re-opening of the Trading Window of the Company;  
3. Change in the Chief Financial Officer (Key Managerial Personnel) of the Company;  
4. Appointment of Independent Director;  
5. Re-constitution of the Statutory Committees of the Company

Dear Sir's,

With reference to intimation submitted to your good office, dated 31<sup>st</sup> January, 2022, to schedule the Board Meeting and pursuant to the aforesaid and below detailed SEBI LODR Regulations, 2015, this is to inform that the Board of Directors in their meeting held today, i.e. 8<sup>th</sup> February, 2022, which commenced at 01:00 P.M. and concluded at 02:30 P.M., inter alia, considered and approved / took note of the following:





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### A) Un-Audited Standalone Financial Results: [Regulation 33 of SEBI LODR Regulations, 2015]

The Board of Directors at their meeting held today, i.e. on 8<sup>th</sup> February, 2022, approved and took on record the Un-Audited Standalone Financial Results of the Company for the Quarter and Period ended 31<sup>st</sup> December, 2021. The Un-Audited Standalone Financial Results of the Company for the said period, along with the Limited Review Report by the Statutory Auditors thereon, which has been duly reviewed and recommended by the Audit Committee and approved by the Board of Directors, at their respective meetings held today, i.e. 8<sup>th</sup> February, 2022, are enclosed herewith and marked as "Annexure-A". The Un-Audited Standalone Financial Results will also be made available at [www.jkumar.com](http://www.jkumar.com), the website of the Company.

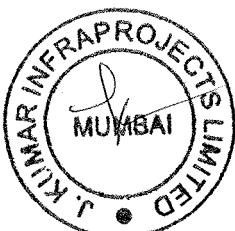
### B) Re-opening of the Trading Window: [Regulation 9 of SEBI PIT Regulations, 2015]

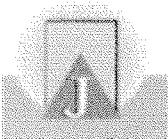
In furtherance to our letter dated 30<sup>th</sup> December, 2021, informing your good office, that the Trading Window, for dealing, in the securities of the Company by "Designated Persons and their immediate relatives" will remain closed from 1<sup>st</sup> January, 2022, till the closure of Forty-Eight (48) hours from the declaration of financial results of the Company, for the quarter and nine months ended as on 31<sup>st</sup> December, 2021, we would now like to inform you that the Trading Window of the Company, for dealing, in the securities of the Company, will re-open from Friday, i.e. 11<sup>th</sup> February, 2022.

### C) Cessation of Mr. Arvind Gupta as the Chief Financial Officer of the Company: [Regulation 30(9) of SEBI LODR Regulations, 2015]

Mr. Arvind Gupta, will cease to hold the position as the Chief Financial Officer and Key Managerial Personnel, of the Company, and accordingly he will be relieved from his duties as Chief Financial Officer of the Company, from 8<sup>th</sup> February, 2022. The Board noted the cessation.

The detailed disclosure of Mr. Arvind Gupta, pursuant to Regulation 30(9) of the SEBI Listing Regulations, 2015, read with SEBI circular no. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015, with regards to change (Cessation) in Directors and Key Managerial Personnel is given herein under and enclosed herewith as "Annexure-B".





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### D) Appointment of the Chief Financial Officer of the Company: [Regulation 30(9) of SEBI LODR Regulations, 2015]

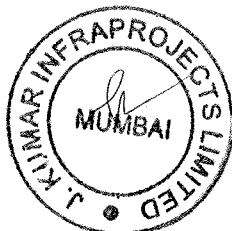
Pursuant to the Regulation 30(9) of the SEBI LODR Regulations, 2015 and pursuant to the provisions in Section 203(1) of Companies Act, 2013 read with Rule 8 of Companies (Appointment and remuneration of Managerial Personnel) Amendments Rules, 2014, we hereby inform you that in the Board Meeting, as held today, i.e. 8<sup>th</sup> February, 2022, the Board of Directors, on the basis of recommendations from the Nomination and Remuneration Committee, has reviewed, considered and approved the appointment of Mr. Praveen Bhandari, as Chief Financial Officer and Key Managerial Person of the Company, with effect from 8<sup>th</sup> February, 2022.

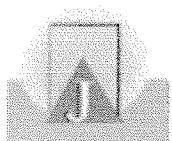
Mr. Praveen Bhandari will take over as the Chief Financial Officer and Key Managerial Personnel of the Company with effect from 8<sup>th</sup> February, 2022 upon cessation of Mr. Arvind Gupta as the Chief Financial Officer and Key Managerial Personnel of the Company.

The detailed disclosure of Mr. Praveen Bhandari, pursuant to Regulation 30(9) of the SEBI Listing Regulations 2015, read with SEBI circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015, with regards to change (Appointment) in Directors and Key Managerial Personnel is given herein under and enclosed herewith as "Annexure-C". None of the Directors has any concern or interest in the said appointment.

As Mr. Praveen Bhandari, is appointed as Chief Financial Officer and Key Managerial Personnel of the Company, with effect from 09<sup>th</sup> February, 2022, Mr. Praveen Bhandari shall also be a part of the Risk Management Committee, and will be designated as Member-cum-Chief Risk Officer. The same is pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Second Amendments) Regulations, 2021, vide notification No. SEBI/LAD-NRO/GN/2021/22 on May 5, 2021 read with other applicable SEBI LODR Regulations, 2015, SEBI Circulars, SEBI Notifications and other applicable provisions, including Companies Act, 2013 read with rules framed thereunder and other applicable Act, Regulations in this regards.

Furthermore, pursuant to Regulation 30(4) of SEBI LODR Regulations 2015, the Company has framed a Policy for determination of materiality of events or information for disclosure, which is effective from 1<sup>st</sup> December, 2015, and hence the Board has, with effect from today, i.e. at their Board Meeting held on 8<sup>th</sup> February, 2022, approved the appointment of Mr. Praveen Bhandari, the Chief Financial Officer and Key





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Managerial Personnel as "Authorized Person", amongst others, for the purpose/s of determining materiality of an event/s or information/s as per the guidelines contained under this Policy and the SEBI LODR Regulations, 2015, and for the purposes of disclosing such event / information to the Stock Exchanges.

**E) Re-constitution of the Stakeholder's Relationship Committee of the Company, without any change in role, responsibilities and functioning of said Committee:**

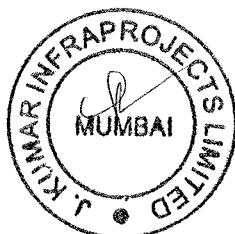
By virtue of the resignation by Mr. Padam Prakash Jain, from the Directorship of the Company, also the Chairman of the Stakeholder's Relationship Committee, as effective from 23<sup>rd</sup> November, 2021, the Board of Directors, at their meeting held today, i.e. 08<sup>th</sup> February, 2022, have approved the appointment of Mrs. Archana Yadav (Non-Executive - Independent Director) as the Chairperson of the said Committee and the Board has approved the re-constitution the said Committee of the Company.

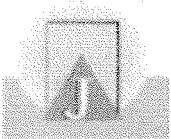
The members of the Committee (as reconstituted in today's Board Meeting) are:

Sr No.	Name of the Member	Designation in the Committee	Category of Directorship in the Company
1	Mrs. Archana Yadav	Chairperson	Non-Executive Independent Director
2	Mr. Kamal J. Gupta	Member	Managing Director
3	Mr. Nalin J. Gupta	Member	Managing Director

**F) Appointment of Mr. Sidharath Kapur, ("Mr. Kapur") (DIN: 02153416) as Additional Non-Executive - Independent Director of the Company, with effect from 08<sup>th</sup> February, 2022.**

Pursuant to Regulation 30 of the SEBI Listing Regulations, the Board of Directors of the Company, at its meeting today i.e. 8<sup>th</sup> February, 2022, and on the recommendation of the Nomination and Remuneration Committee of the Company, at their meeting held today, i.e. 8<sup>th</sup> February, 2022, the Board of Directors have approved the appointment of Mr. Sidharath Kapur, (DIN: 02153416) as an Additional Director (Non-Executive – Independent) for a period of 5 years, commencing from 8<sup>th</sup> February, 2022, subject to the approval of shareholders.





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The detailed disclosure of Mr. Sidharath Kapur, pursuant to Regulation 30(9) of the SEBI Listing Regulations, 2015, read with SEBI circular no. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015, with regards to change (Appointment) in Directors and Key Managerial Personnel is given herein under and enclosed herewith as "Annexure-D".

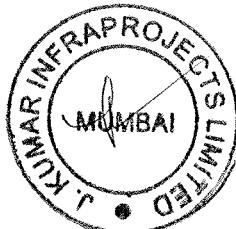
It is hereby affirmed that Mr. Sidharath Kapur is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other authority. Furthermore, Mr. Sidharath Kapur is not related to any of the Directors on the Board of the Company. None of the Directors has any concern or interest in the said appointment.

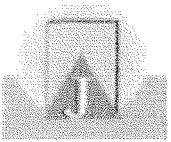
### G) Re-constitution of the Nomination and Remuneration Committee of the Company, without any change in role, responsibilities and functioning of said Committee:

By virtue of the resignation by Mr. Padam Prakash Jain, from the Directorship of the Company, from 23<sup>rd</sup> November, 2021, and induction of Mr. Sidharath Kapur in the Board of Directors, the Nomination and Remuneration Committee, at their meeting held today, i.e. on 8<sup>th</sup> February, 2022, have recommended, to the Board of Directors, Mr. Sidharath Kapur (Non-Executive - Independent Director) as the Member of the said Committee and the Board has approved the re-constitution the said Committee of the Company.

The members of the Committee (as reconstituted in today's Board Meeting) are:

Sr No.	Name of the Member	Designation in the Committee	Category of Directorship in the Company
1	Dr. R. Srinivasan	Chairman	Non-Executive Independent Director
2	Mr. Padmanabh Pundrikay Vora	Member	Non-Executive Independent Director
3	Mrs. Archana Yadav	Member	Non-Executive Independent Director
4	Mr. Sidharath Kapur	Member	Non-Executive Independent Director





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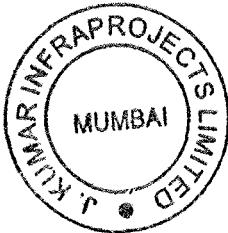
Above intimations and contents of the Annexures are self-explanatory and will also be uploaded at the website of the Company, i.e. [www.jkumar.com](http://www.jkumar.com)

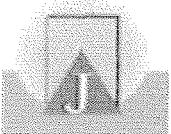
Kindly acknowledge receipt of this letter.

Yours faithfully,  
for J. Kumar Infraprojects Ltd

Poornima  
Poornima  
Company Secretary

Encl: as above.





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### Annexure-C:

Appointment of Mr. Praveen Bhandari as Chief Financial Officer and the Key Managerial Personnel of the Company

Sr No.	Particulars of Appointment	Reason
1	Reason of Change, for appointment	Mr. Praveen Bhandari is appointed as the Chief Financial Officer and Key Managerial Personnel of the Company.
2	Date of Appointment	9th February, 2022
3	Terms of Appointment	As per the provisions of Companies Act, 2013
4	Brief Profile (in case of appointment)	Mr. Praveen Bhandari is a Member of the Institute of Chartered Accountants of India as well as a Graduate in Commerce and with more than 28 years of experience and have vast knowledge in field of Finance, Accounts, Audits, Taxation, Corporate Restructuring and implementing ERP.
5	Disclosure relationships between Directors (in case of appointment as Director)	Not Applicable

