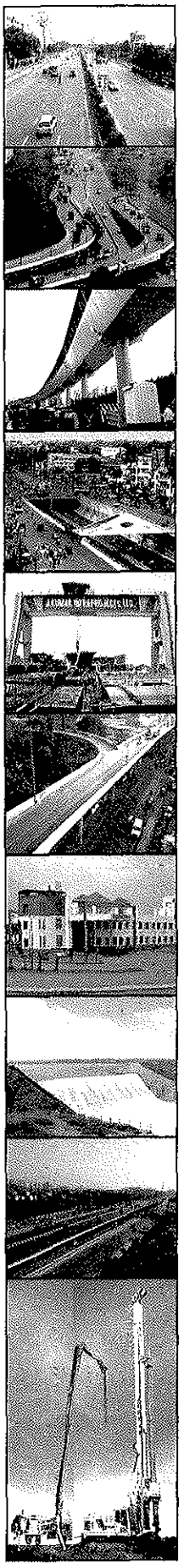
J. Kumar Infraprojects Ltd.
CIN No. L74210MH1988PLC047208 We dream ... So we achieve...
Regd. Off.: 16-A, Andheri Industrial Estate, Veera Desai Road, Andheri (W), Mumbai - 400053, INDIA
Ph.: +91-22-6774 3555. Fax : 91-22-2673 0814. E-mail : info@jkumar.com Website: www.jkumar.com

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Since 1980
J. Kumar
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October 26, 2015

Scrip Code: JKIL – EQ
National Stock Exchange of India Limited
"Exchange Plaza", Bandra Kurla Complex
Bandra (East), Mumbai 400 051

Sub: Proposed Qualified Institutions Placement of Equity Shares of face value of Rs 10 each (the "Equity Shares" and/or "Securities") of J. Kumar Infraprojects Limited (the "Company") under the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time ("SEBI Regulations") and the Companies Act, 2013 and the rules made thereunder to Qualified Institutional Buyers as defined under Regulation 2(1)(zd) of the SEBI Regulations ("QIBs") (the "Issue")

Dear Sirs,

We wish to inform you that subsequent to the approval accorded by the shareholders of the Company under Section 42, 62 and other applicable provisions and rules, if any, of the Companies Act, 2013 and the rules made thereunder and the applicable provisions of the SEBI Regulations, at the sixteenth AGM of the Company held on September 15, 2015, to issue and allot the Equity Shares, the duly authorized QIP Issue Committee of the Board of Directors of the Company has, at its meeting today, i.e. October 26, 2015, passed resolutions in connection with the following:

1. authorising the opening of the Issue on October 26, 2015; and

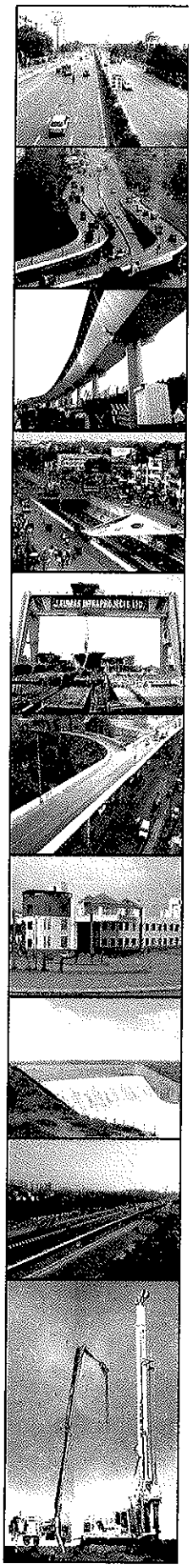
2. approving and adopting the preliminary placement document dated October 26, 2015, in connection with the Issue (the "**Preliminary Placement Document**").

In relation to the Issue, we have filed the Preliminary Placement Document with your office on October 26, 2015.

We further wish to inform you that the 'Relevant Date' for this purpose, in terms of Regulation 81(e)(i) of the SEBI Regulations, is October 26, 2015 and accordingly the floor price in respect of the aforesaid Issuance, based on the pricing formula as prescribed under Regulation 85(1) of the SEBI Regulations is Rs 753.87 per Equity Share. The Offer Price of QIP is fixed as Rs 730.00 which is approx 3.16% discount to the floor price as per the SEBI Regulations.

J. Kumar Infraprojects Ltd.
CIN No. L74210MH1990PLC122639 We dream ... So we achieve...
Regd. Off.: 16-A, Andheri Industrial Estate, Veera Desai Road, Andheri (W), Mumbai - 400053. INDIA
Ph.: +91-22-6774 3555. Fax : 91-22-2673 0814. E-mail : info@jkumar.com Website: www.jkumar.com

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A certified copy of the resolutions passed by the QIP Issue Committee is enclosed for your information and record.

Kindly take the above notification on record, and the same may be treated as compliance under applicable clause(s) of the Listing Agreement.

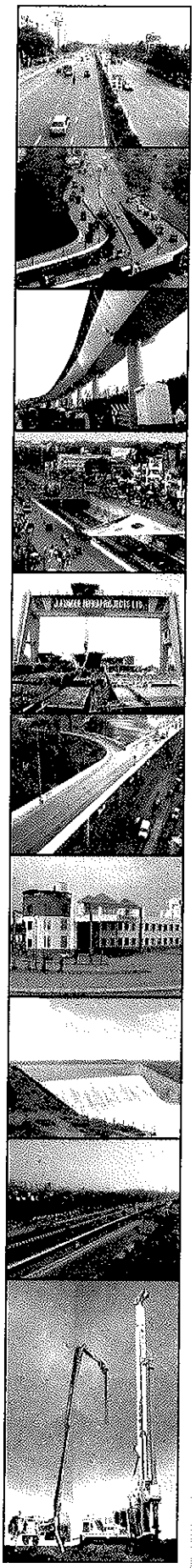
Thanking you,

Yours truly,
for **J. Kumar Infraprojects Limited**

Poornima Reddy
Company Secretary

Encl : Certified copy of the Resolution

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EXTRACTS MINUTES OF THE QIP COMMITTEE OF THE COMPANY, HELD ON MONDAY 26TH OCTOBER 2015 AT THE REGISTERED OFFICE SITUATED AT 16 A, ANDHERI INDUSTRIAL ESTATE, VEERA DESAI ROAD, ANDHERI (W), MUMBAI - 53

Certified true copy of the resolution passed by the Committee of directors of J. Kumar Infraprojects Limited (the "**Company**") for offer, issue and allotment of securities ("**Committee**") on October 26, 2015 approving the preliminary placement document in connection with the proposed issue of equity shares of the Company under Chapter VIII of the Securities and Exchange Board Of India (Issue Of Capital And Disclosure Requirements) Regulations, 2009, as amended and Section 42 of the Companies Act, 2013

"**RESOLVED THAT** in connection with the proposed placement of equity shares of the Company of face value of Rs. 10 each ("**Equity Shares**") to qualified institutional buyers pursuant to the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("**SEBI Regulations**"), and Section 42 of the Companies Act 2013 ("**Issue**"), as approved by the resolution passed by the board of directors of the Company ("**Board**") on July 28, 2015, and a special resolution passed by the shareholders of the Company on September 15, 2015 for an amount not exceeding Rs. 650 crores (Rupees Six Hundred and Fifty Crores Only), the drafts of the documents executed in connection with the Issue, including the escrow agreement ("**Escrow Agreement**") dated October 20, 2015 executed by and between the Company, Edelweiss Financial Services Limited ("**Global Coordinator and Book Running Lead Manager**") and HDFC Bank Limited and RBL Bank Limited ("**Escrow Agents**"), the the placement agreement dated October 20, 2015 executed between the Company and the Global Coordinator and Book Running Lead Manager ("**Placement Agreement**"), the lock-up letter(s) issued by the promoters and promoter group of the Company to the Global Coordinator and Book Running Lead Manager ("**Lock-up Letter**"), the draft of the application form and confirmation of allocation note ("**CAN**"), in connection with the Issue, and the draft of the preliminary placement document proposed to be filed with BSE Limited and the National Stock Exchange of India Limited and the Registrar of Companies, Maharashtra at Mumbai in connection with the Issue ("**Preliminary Placement Document**"), which have been placed before the Board and duly initialed by the, Mr. Kamal J Gupta, Managing Director for identification purposes be and are hereby approved and adopted by the QIP Issue Committee.



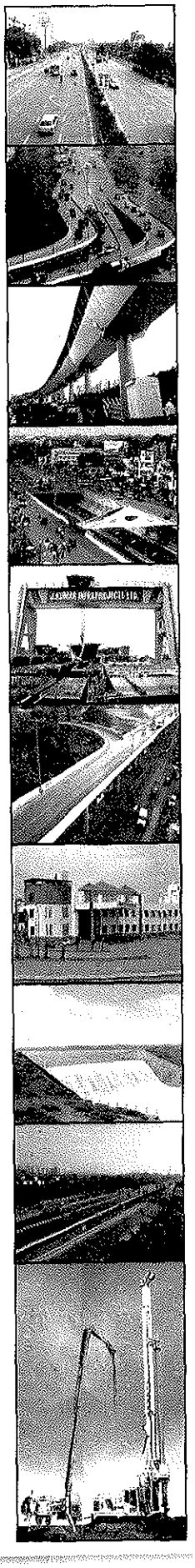
RESOLVED FURTHER THAT Mr. Kamal J Gupta, Managing Director or Mr. Nalin J Gupta, Managing Director are authorized to sign form PAS-4 required under the Companies Act, 2013 and applicable rules thereunder and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form PAS-4 and matters incidental thereto have been complied with.

RESOLVED FURTHER THAT Mr. *Jagdishkumar Gupta, Executive Chairman*, or Mr. *Kamal J Gupta, Managing Director or* Mr. *Nalin J Gupta*, Managing Director be and hereby severally authorized to sign the Preliminary Placement Document and the Placement Agreement for and on behalf of the Company and submit the same to BSE Limited and the National Stock Exchange of India Limited, the Registrar of Companies, Maharashtra at Mumbai and other applicable statutory and/or regulatory authorities, as may be required in connection with the Issue and filing of applications for seeking listing and trading permissions in respect of Equity Shares to be issued to the qualified institutional buyers and making other statutory and/or regulatory filings, if any.

RESOLVED FURTHER THAT the common seal of the Company, if required to be affixed in India on any agreement, undertaking, deed or other document, be affixed in the presence of any one or more of the directors of the Company or any one or more of the officers of the Company as may be authorized by the Board in this regard, accordance with the articles of the association of the Company.

RESOLVED FURTHER THAT the acts, deeds and things already done by the Board, the QIP Issue Committee or any designated officer of the Company in connection with the Issue be and are hereby conformed, approved and ratified.

RESOLVED FURTHER THAT Mr. *Jagdishkumar Gupta, Executive Chairman*, or Mr. *Kamal J Gupta, Managing Director or* Mr. *Nalin J Gupta*, Managing Director are hereby severally authorized to settle all questions, remove any difficulties or doubts that may arise from time to time in regard to the issue, offer or allotment of securities pursuant to the Issue in such manner as may be determined by the QIP Issue Committee, subject however, to the applicable statutory and/or regulatory requirements, and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions, sanctions which may be necessary or desirable, as they may deem fit or as the QIP Issue Committee may *suo moto* decide in its absolute discretion in the best interests of the Company.



RESOLVED FURTHER THAT the Issue be opened on October 26, 2015 for receiving bids in connection with the Equity Shares, and that the Committee be and are hereby authorized to decide the bid closing date in connection with the Issue.

RESOLVED FURTHER THAT, that subject to compliance with applicable laws and regulations, net proceeds from the Issue may be used for to meet capital expenditure, meet our working capital requirements and for general corporate purposes.

RESOLVED FURTHER THAT, pending utilisation for and subject to applicable law the net proceeds from the Issue may be used to temporarily invest funds in high quality, interest/ dividend bearing liquid instruments, including money market mutual funds and deposits with the banks for the applicable period. Such investments would be in accordance with applicable laws and the investment policies as approved by our Board from time to time, and will also be in accordance with all applicable laws and regulations.

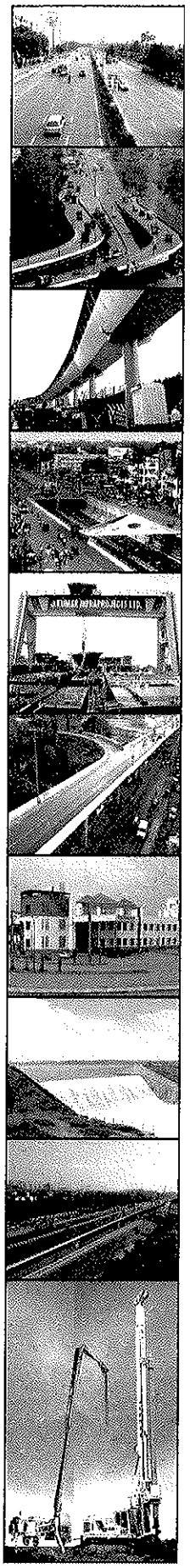
RESOLVED FURTHER THAT Mr. Jagdishkumar Gupta, Executive Chairman, or Mr. Kamal J Gupta, Managing Director or Mr. Nalin J Gupta, Managing Director, be and hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolution, including making any corrections, amendments or modifications to the to the Preliminary Placement Document that may be required and to file the Preliminary Placement Document with the Stock Exchanges or any other regulatory authorities as may be required and to do all such acts do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings, as it may in their absolute discretion deem necessary or desirable in connection with and incidental thereto including but not limited to intimating the above to the relevant stock exchanges and the Registrar of Companies, Maharashtra at Mumbai and other applicable statutory and/or regulatory authorities, as may be required in connection with the Issue."

RESOLVED FURTHER THAT the Committee has considered and taken note that the floor price in respect of the Issue, based on the pricing formula as prescribed under Regulation 85(1) of Chapter VIII of the SEBI Regulations is Rs. 753.87 per Equity Share (**"Floor Price"**) and has taken note that the "relevant date" for this purpose, in terms of Regulation 81 (c)(i) of Chapter VIII of the SEBI Regulations is October 26, 2015. The Offer Price of QIP is fixed as Rs 730.00 which is approx. 3.16% discount to the floor price Regulation 85 of the SEBI Regulations.

J. KUMAR INFRAPROJECTS LIMITED MUMBAI

Regd. Off.: 16-A, Andheri Industrial Estate, Veera Desai Road, Andheri (W), Mumbai - 400053. INDIA
Ph.: +91-22-6774 3555. Fax : 91-22-2673 0814. E-mail : info@jkumar.com Website: www.jkumar.com

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RESOLVED FURTHER THAT any director on the Board, Mr. Jagdishkumar Gupta, Executive Chairman, or Mr. Kamal J Gupta, Managing Director or Mr. Nalin J Gupta, Managing Director, be and hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolution, including but not limited to intimating the above to the relevant stock exchanges and making other statutory and/or regulatory filings, if any."

CERTIFIED TRUE COPY

FOR **J. Kumar Infraprojects Limited**

Poornima Reddy
Company Secretary