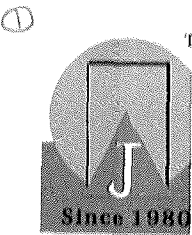


J. Kumar Infraprojects Ltd.

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



J. Kuma

ISO 9001:2008
ISO 14001:2004
OHSAS 18001:2007

14th July, 2014

The General Manager
Department of Corporate Services
Bombay Stock Exchange Ltd
Mumbai Samachar Marg
Mumbai - 400 001
Fax: 2272 2037 / 39 /41/61

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
Fax No.26598237/8238

Scrip Code: JKIL

Sub: Proceedings u/c 31(d) and Results of the Postal ballot u/c 35A

Dear Sir,

In terms of Clause 31(d) of the Listing Agreement, we enclose herewith, a copy of the proceedings held today i.e 14th July, 2014, approving the following Special Resolution (s) sought to be passed by means of a Postal Ballot under Section 110 of the Companies Act, 2013 ("the Act") read with the Companies (management and Administration) Rules, 2014 noticed where of was sent to the Stock Exchanges vide Company's letter dated 13th June, 2014.

A) FURTHER ISSUE OF EQUITY SHARES UNDER SECTION 42 AND 62 (1)(c) OF THE COMPANIES ACT, 1956

B) INVESTMENT IN THE EQUITY SHARES OF THE COMPANY BY FOREIGN INSTITUTIONAL INVESTORS.

Also enclosed are the Results of voting conducted through Postal Ballot on the above referred Special resolution (s) passed u/s 110 of the Act read with rules framed thereunder along with voting details as required under clause 35A of the Listing Agreement.

The above is for your information and records.

Thanking you,

Yours faithfully

For J. Kumar Infraprojects Ltd

Poornima
Poornima Reddy
Company Secretary



RESULT OF POSTAL BALLOT

Result of the voting conducted through Postal Ballot on the Special resolution(s) passes under Section 110 of the companies Act, 2013 ('the act') read with the Companies (Management and Administration) rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force):

The Company had appointed Shri D S M Ram, Company Secretary in Whole Time Practice, as the scrutinizer for conducting the Postal Ballot in a fair and transparent manner, Shri D S M Ram has submitted his report dated 14th July 2014 to the Company.

The details of Resolutions passed by Postal Ballot are as under:

RESOLUTION NO. 1 FURTHER ISSUE OF EQUITY SHARES UNDER SECTION 42 AND 62 (1)(c) OF THE COMPANIES ACT, 1956

Total No of shareholders to whom Postal Ballot Form(s) were sent : 5642

A	Postal Ballot	
	Number of Forms received	31
	Number of Invalid Votes	3
	No. of Valid Forms (A)	28
B	e-Voting	
	Number of members who participated in e-Voting	25
	Votes casted in physical form so not accounted	0
	Number of Invalid e-Votes	0
	Number of Valid e-Votes (B)	25
	TOTAL (A+B)	53

Analysis of Special Resolution No. 1 as set out in the Notice

Particulars	Number of			Number of votes contained in			Percentage
	Postal Ballot Forms	e-Votes	Total	Postal Ballot Forms	e-Votes	Total	
Invalid	3	0	3	372	0	372	0.00253
Assent	28	20	48	11,196,004	2,027,584	13,223,588	89.98589



2

J.KUMAR INFRAPROJECTS LIMITED
CIN NO L74210MH1999PLC122886
16-A, ANDHERI INDUSTRIAL ESTATE, VEERA DESAI ROAD, ANDHERI, MUMBAI 53

Dissent	0	5	5	0	1,471,219	1,471,219	10.01158
Total	31	25	56	11,196,376	3,498,803	14,695,179	100.00000

% of total votes casted in favour of the Resolution: 89.99%

% of total votes casted against the resolutions: 10.01%

RESOLUTION NO. 2 – INVESTMENT IN THE EQUITY SHARES OF THE COMPANY BY FOREIGN INSTITUTIONAL INVESTORS.

Total No of shareholders to whom Postal Ballot Form(s) were sent: 5642

A	Postal Ballot	
	Number of Forms received	31
	Number of Invalid Votes	3
	No. of Valid Forms (A)	28
B	e-Voting	
	Number of members who participated in e-Voting	25
	Votes casted in physical form so not accounted	0
	Number of Invalid e-Votes	0
	Number of Valid e-Votes (B)	25
	TOTAL (A+B)	53

Analysis of Special Resolution No. 2 as set out in the Notice

Particulars	Number of			Number of votes contained in			Percentage
	Postal Ballot Forms	e-Votes	Total	Postal Ballot Forms	e-Votes	Total	Total
Invalid	3	0	3	372	0	372	0.00253
Assent	28	24	52	11,196,004	3,498,653	14,694,657	99.99645
Dissent	0	1	1	0	150	150	0.00102
Total	31	25	56	11,196,376	3,498,803	14,695,179	100.00000

% of total votes casted in favour of the Resolution: 99.99%

% of total votes casted against the resolutions: 0.001%



POSTAL BALLOT - CLAUSE 35 REPORT DATED : 14/07/2014

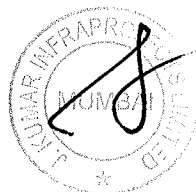
POSTAL BALLOT - CLAUSE 35 REPORT DATE:14/07/2014								
CATEGORY WISE - SUMMARY OF POLL RESULTS								
Resol ution No.	Description	No of Shares Held	No of Votes polled	% of Votes Polled on outstandin g shares	No of Votes in Favour	No of Votes in Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
1	Promoter and Promoter Group	15944027	10552392	66.18	15943917	0	100.00	0.00
1	Public Institutional Holders	3822475	3497905	91.51	2026686	1471219	57.94	42.06
1	Public-Others	8034703	644510	8.02	644510	0	100.00	0.00
	Resolution Total: (1)	27801205	14694807	52.86	13223588	1471219	89.99	10.01
2	Promoter and Promoter Group	15944027	10552392	66.18	15943917	0	100.00	0.00
2	Public Institutional Holders	3822475	3497905	91.51	3497905	0	100.00	0.00
2	Public-Others	8034703	644510	8.02	644360	150	99.98	0.02
	Resolution Total: (2)	27801205	14694807	52.86	14694657	150	100.00	0.00

Thus, the Special Resolutions (2 Nos.) as contained in the Notice dated 5th June, 2014 have been passed with Requisite Majority as required under the provisions of the Companies Act, 2013

For J. Kumar Infraprojects Limited



Jagdishkumar Gupta
Chairman cum Managing Director



PROCEEDINGS HELD ON 14TH JULY, 2014 AT THE REGISTERED OFFICE OF THE COMPANY AT 16-A, ANDHERI INDUSTRIAL ESTATE, VEERA DESAI ROAD, ANDHERI, MUMBAI-53 AT 11.00A.M

Present

Shri Jagdishkumar Gupta	- Chairman cum Managing Director
Shri Kamal Jagdish Gupta	- Executive Director
Shri Nalin Jagdish Gupta	- Executive Director
Mrs Poornima Reddy	- Company Secretary

The Company Secretary, Mrs Poornima Reddy, stated that the Board of Directors pursuant to Resolutions passed on 5th June 2014 accorded its consent to pass the following Resolutions under Section 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force):

- A) FURTHER ISSUE OF EQUITY SHARES UNDER SECTION 42 AND 62 (1)(c) OF THE COMPANIES ACT, 1956 .
- B) INVESTMENT IN THE EQUITY SHARES OF THE COMPANY BY FOREIGN INSTITUTIONAL INVESTORS.

Further, the Board of Directors appointed Shri D S M Ram, Practising Company Secretary, to act as the Scrutinizer in respect of the subject voting through Postal Ballot.

The Company offered e-voting facilities also to its members enabling them to cast their votes electronically. The Company had signed an agreement with Karvy Computer Share Pvt Ltd to enable the members to cast their votes electronically pursuant to Clause 35B of the listing Agreement.

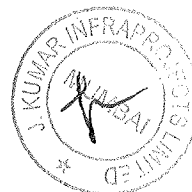
The Company Secretary further stated that the Company, on 10th June, 2014 dispatched/e-mailed to all its shareholders, a Notice dated 5th June, 2014 under section 110 of the Companies Act, 2013 for obtaining the consent of the Shareholders to the Special resolution(s) as set out therein by means of Postal Ballot.

It was further informed that the postal ballot form sent physically or electronically with the notice was to be returned by the shareholders to reach the Scrutinizer latest by 10th July, 2014. The Company Secretary further stated that Scrutinizer, Shri D S M Ram, had carried out the scrutiny of all the postal ballot forms received upto the close of working hours (5.P.M) on 10th July 2014 and the he had submitted his Report thereon, 14th July 2014, addressed to the Chairman of the Company.

Based on the above Report, Shri Jagdishkumar Gupta, Chairman cum managing Director, declared the result of the voting exercise as follows.

SUMMARY OF RESULTS OF POSTAL BALLOT:

RESOLUTION NO. 1 – FURTHER ISSUE OF EQUITY SHARES UNDER SECTION 42 AND 62 (1)(c) OF THE COMPANIES ACT, 1956



J.KUMAR INFRAPROJECTS LIMITED
CIN NO L74210MH1999PLC122886
16-A, ANDHERI INDUSTRIAL ESTATE, VEERA DESAI ROAD, ANDHERI, MUMBAI 53

Total No of shareholders to whom Postal Ballot Form(s) were sent : 5642

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B	e-Voting	
	Number of members who participated in e-Voting	25
	Votes casted in physical form so not accounted	0
	Number of Invalid e-Votes	0
	Number of Valid e-Votes (B)	25
	TOTAL (A+B)	53

Analysis of Special Resolution No. 1 as set out in the Notice

Particulars	Number of			Number of votes contained in			Percentage
	Postal Ballot Forms	e- Votes	Total	Postal Ballot Forms	e-Votes	Total	Total
Invalid	3	0	3	372	0	372	0.00253
Assent	28	20	48	11,196,004	2,027,584	13,223,588	89.98589
Dissent	0	5	5	0	1,471,219	1,471,219	10.01158
Total	31	25	56	11,196,376	3,498,803	14,695,179	100.00000

% of total votes casted in favour of the Resolution: 89.99%

% of total votes casted against the resolutions: 10.01%

The following Resolution was thereafter declared to have been duly passed with requisite majority:

"RESOLVED THAT, in accordance with the provisions of Section 42 and 62 (1)(c) and all other applicable provisions and rules, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof for the time being in force and as may be enacted from time to time (the "Act") and in accordance with the provisions of the Memorandum and Articles of Association of the Company, Listing Agreements entered into by the Company with the Stock Exchanges where the Equity Shares of the Company are



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16-A, ANDHERI INDUSTRIAL ESTATE, VEERA DESAI ROAD, ANDHERI, MUMBAI 53

listed, and in accordance with the the regulations / guidelines issued by the Government of India ("GOI"), the Securities and Exchange Board of India (SEBI), Reserve Bank of India (RBI) and / or any other competent authorities and clarifications thereof, issued from time to time, the applicable provisions of the Foreign Exchange Management Act, 1999 (FEMA) as amended, the Foreign Exchange management (Transfer or issue of Security by a Person Resident Outside India) Regulations, 2000, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended upto date and subject to such approvals, consents, permissions and sanctions of the Government of India (GOI), SEBI, RBI, Stock Exchanges and all other appropriate authorities, institutions or bodies and subject to such conditions and modification(s) as may be prescribed by them while granting such approvals, consents, permissions and sanctions, to the extent applicable, which the Board of Directors of the Company (hereinafter referred to as the "**Board**" which expressions shall deemed to include any committee(s), constituted/to be constituted by the Board to exercise its powers including the powers conferred by this resolution) to create, issue, offer and allot (including with provisions for reservation on firm and / or competitive basis, of such part of issue and for such categories of persons including employees of the Company, as may be permitted) either in India or in the course of international offering(s) in one or more foreign markets, such number of Equity Shares of the Company with a face value of Rs. 10/- (Rupees Ten Only) each (the "**Equity Shares**"), global depository receipts, foreign currency convertible bonds and/ or other financial instruments convertible into Equity Shares (including warrants, or otherwise), fully convertible debentures, partly convertible debentures, non-convertible debentures with warrants and / or any security convertible into Equity Shares (all of which are hereinafter collectively referred to as the "**Securities**") or any combination of Securities, in one or more tranches, through public and / or private offerings and / or on preferential allotment basis or any combination thereof or by issue of prospectus and / or placement document / or other permissible / requisite offer document to any eligible person(s), including but not limited to Qualified Institutional Buyers in accordance with Chapter VIII of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2009, as amended from time to time ("**ICDR Regulations**"), or otherwise, foreign / resident investors (whether institutions, incorporated bodies, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), foreign institutional investors, Indian and / or multilateral financial institutions, mutual funds, pension funds, and / or any other categories of investors (collectively called the "**Investors**") whether or not such Investors are Members of the Company, as may be decided by the Board at its discretion and permitted under applicable laws and regulations for an aggregate amount not exceeding Rs 200 crores (Rupees Two Hundred Crores Only), inclusive of such premium as may be fixed on such Securities by offering the Securities through public issue(s), private placement(s), or a combination thereof at such a time or times, at a discount or a premium permitted under applicable laws, as may be deemed appropriate by the Board at its absolute discretion at the time of issue and allotment of the Securities considering the prevailing



market conditions and other relevant factors and wherever necessary in consultation with lead manager(s) and / or underwriter(s) and / or other advisor(s) for such issue.

Provided that the issue price for the private placement including Preferential Issue and QIP shall be at or above the issue price (Floor Price) calculated in terms of provisions of chapters VII and VIII respectively of the ICDR Regulations. The relevant date (Relevant Date) for the purpose of arrival of the Floor Price of Preferential Issue and QIP shall be in accordance with chapter VII and VIII of the ICDR Regulations respectively.

"RESOLVED FURTHER that in the event the Equity Shares are issued in the course of QIP under Chapter VIII of the ICDR Regulations, the pricing shall be in accordance with regulation 85 of Chapter VIII of the ICDR Regulations. The Board may offer a discount of not more than 5% (Five percent) on the price calculated for the QIP or such other discount as may be permitted under the ICDR Regulations."

"RESOLVED FURTHER that if any issue of Securities is made by way of a QIP in terms of Chapter VIII of the SEBI ICDR Regulations, the allotment of Securities, or any combination of Securities as may be decided by the Board shall be completed within twelve months from the date of this Resolution or such other time as may be allowed under the SEBI ICDR Regulations from time to time at such a price being not less than the price determined in accordance with the pricing formula provided under Chapter VIII of the SEBI ICDR Regulations and the Securities shall not be eligible to be sold for a period of twelve months from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time under the SEBI ICDR Regulations."

"RESOLVED FURTHER that in pursuance of this resolution , the securities to be, created, issued, offered and allotted shall be subject to the following terms and conditions:

- (a) The Securities shall be subject to the provisions of Memorandum and Articles of Association of the Company and in accordance with the terms of this resolution; and the issue
- (b) shall rank pari passu in all respects with the existing Equity Shares of the Company in all respects.
- (c) The number and/ or price of the securities or the underlying Equity Shares issued on conversion of Securities convertible into Equity Shares, shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock split, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate restructuring."



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“RESOLVED FURTHER that, the Board be and is hereby authorized to finalize and approve the offering circular / placement document for the proposed issue of the securities and to authorize any director or directors of the Company or any other officer or officers of the Company to sign the above documents for and on behalf of the Company together with the authority to amend, vary or modify the same as such authorized persons may consider necessary, desirable or expedient and for the purpose aforesaid to give such declarations, affidavits, certificates, consents and/or authorities as may, in the opinion of such authorized person, be required from time to time, and to arrange for the submission of the offering circular / placement document, and any amendments and supplements thereto with any applicable stock exchanges (whether in India or abroad), government and regulatory authorities, institutions or bodies, as may be required.”

“RESOLVED FURTHER that, in the event of issue of Securities by way of QIP the Relevant Date on the basis of which the price of the Securities shall be determined as specified under SEBI Regulations, shall be the date of the meeting in which the Board of the Committee of Directors duly authorized by the Board decides to open the proposed issue of Securities or such other time as may be decided by the Board and as permitted by the SEBI Regulations, subject to any relevant provisions of applicable laws, rules and regulations as amended from time to time, in relation to the proposed issue of the Securities.

“RESOLVED FURTHER that the applicable laws, for the purpose of giving effect to the issuance of securities, the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) is hereby authorized on behalf of the Company to do all such acts, deeds and things thereof in its absolute discretion as it deems necessary or desirable in connection with the issue of the securities, including, without limitation to the following:

- (a) decide the date for the opening of the issue of securities, including determining the form and manner of the issue, including the class of investors to whom the Securities are to be issued and allotted, number of Securities to be allotted, issue price, face value, execution of various transaction documents;
- (b) finalisation of the allotment of the securities on the basis of the subscriptions received;
- (c) finalisation of and arrangement for the submission of the preliminary and final offering circulars/prospectus(es)/offer document(s), and any amendments and supplements thereto, with any applicable government and regulatory authorities, institutions or bodies, as may be required;



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CIN NO L74210MH1999PLC122886

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- (d) approval of the preliminary and final offering circulars/ placement document/prospectus/Offer document (including amending, varying or modifying the same, as may be considered desirable or expedient) as finalised in consultation with the Lead Managers/Underwriters/Advisors, in accordance with all applicable rules, regulations and guidelines;
- (e) appoint, in its absolute discretion, managers (including lead managers), investment bankers, merchant bankers, underwriters, guarantors, financial and/or legal advisors, depositories, custodians, principal paying/transfer/conversion agents, listing agents, registrars, trustees and all other agencies, whether in India or abroad, entering into or execution of all such agreements/ arrangements/ MoUs/ documents with any such agencies, in connection with the proposed offering of the securities;
- (f) approval of the Deposit Agreement(s), the Purchase/Underwriting Agreement(s), the Trust Deed(s), the Indenture(s), the Master/Global GDRs/ADRs/FCCBS/other securities, letters of allotment, listing application, engagement letter(s), memoranda of understanding and any other agreements or documents, as may be necessary in connection with the issue/offering (including amending, varying or modifying the same, as may be considered desirable or expedient), in accordance with all applicable laws, rules, regulations and guidelines;
- (g) finalisation of the basis of allotment in the event of over-subscription;
- (h) authorisation of any director or directors of the Company or other officer or officers of the Company, including by the grant of power of attorneys, to do such acts, deeds and things as the authorised person in its absolute discretion may deem necessary or desirable in connection with the issue and allotment of the securities;
- (i) seeking, if required, the consent of the Company's lenders, parties with whom the Company has entered into various commercial and other agreements, all concerned government and regulatory authorities in India or outside India, and any other consents that may be required in connection with the issue and allotment of the securities;
- (j) seeking the listing of the securities on any Indian or international stock exchange, submitting the listing application to such stock exchange and taking all actions that may be necessary in connection with obtaining such listing;



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CIN NO L74210MH1999PLC122886
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- (k) deciding the pricing and terms of the securities, and all other related matters, including taking any action on two-way fungibility for conversion of underlying equity shares into FCCBs/GDRs/ADRs, as per applicable laws, regulations or guidelines;
- (l) open one or more bank accounts in the name of the Company in Indian currency or foreign currency(ies) with such bank or banks in India and/or such foreign countries as may be required in connection with the aforesaid issue; and
- (m) all such acts, deeds, matters and things as the Committee may, in its absolute discretion, consider necessary, proper, expedient, desirable or appropriate for making the said issue as aforesaid and to settle any question, query, doubt or difficulty that may arise in this regard including the power to allot under subscribed portion, if any, in such manner and to such persons(s) as the Committee, may deem fit and
- (n) proper in its absolute discretion to be most beneficial to the Company."

"RESOLVED FURTHER that, the Company may enter into any arrangement with any agency or body authorized by the Company for the issue of depository receipts representing the underlying equity shares issued by the Company in registered or bearer form with such features and attributes as are prevalent in international capital markets for instruments of this nature and to provide for the tradability or free transferability thereof as per international practices and regulations (including listing on one or more stock exchange(s) inside or outside India) and under the forms and practices prevalent in the international markets."

"RESOLVED FURTHER that without prejudice to the generality of the above, the aforesaid issue of securities may have all or any of the terms or combinations of the terms in accordance with the prevalent market practice including but not limited to terms and conditions relating to payment of interest, dividend, premium or the redemption at the option of the Company and /or holders of any securities including terms or issue of additional equity shares or variations of the price or period of conversion of securities into equity shares or issue of equity shares during the period of the securities or terms pertaining to voting rights or option(s) for early redemption of securities. Provided that the issue of all Equity Shares referred to above shall rank pari passu with the existing Equity Shares of the Company in all respects."

"RESOLVED FURTHER that ,the Company and /or any agencies or the Board of the Company may issue depository receipts representing the underlying Equity Shares in the capital of the Company or such other securities in bearer, negotiable or registered form with such features or attributes as may be required and to provide for the tradability thereof as



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per market practices and regulation (including listing on one or more stock exchange(s) in or outside India)."

"RESOLVED FURTHER that ,for the purpose of giving effect to any creation, issue, offer or allotment of Equity Shares or securities or instruments representing the same, as described above, the Board be authorised to do all such acts, deeds, matters, and things as it may, in its absolute discretion, deem necessary or desirable for such purposes, including without limitation, the entering into arrangement for managing, underwriting, marketing, listing, trading, acting as depository, custodian, registrar, paying and conversion agent, trustee and to issue any offer document and sign all applications, filings, deeds, documents and writings, and to pay any fees, commissions, remunerations, expenses relating thereto and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such issue(s) or allotments and utilization of the issue proceeds as it may, in its absolute discretion deem fit, without being required to seek any further consent or approval of the member or otherwise, to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, and accordingly any such action, decision or direction of the Board shall be binding on all the members of the Company."

"RESOLVED FURTHER THAT, the Board be and is hereby authorised to delegate all or any of the powers herein conferred on it, to any committee of Directors, any other one or more Director(s) of the Company to give effect to the aforesaid resolution and thereby such committee of Directors or one or more such Directors as authorised are empowered to take such steps and to do all such acts, deeds, matters and things and accept any alterations or modifications as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in this regard."

RESOLUTION NO. 2 INVESTMENT IN THE EQUITY SHARES OF THE COMPANY BY FOREIGN INSTITUTIONAL INVESTORS.

Total No of shareholders to whom Postal Ballot Form(s) were sent: 5642

A	Postal Ballot	
	Number of Forms received	31
	Number of Invalid Votes	3
	No. of Valid Forms (A)	28
B	e-Voting	
	Number of members who participated in e-Voting	25
	Votes casted in physical form so not accounted	0
	Number of Invalid e-Votes	0
	Number of Valid e-Votes (B)	25



	TOTAL (A+B)	53
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Analysis of Special Resolution No. 2 as set out in the Notice

Particulars	Number of			Number of votes contained in			Percentage
	Postal Ballot Forms	e- Votes	Total	Postal Ballot Forms	e-Votes	Total	Total
Invalid	3	0	3	372	0	372	0.00253
Assent	28	24	52	11,196,004	3,498,653	14,694,657	99.99645
Dissent	0	1	1	0	150	150	0.00102
Total	31	25	56	11,196,376	3,498,803	14,695,179	100.00000

% of total votes casted in favour of the Resolution: 99.99%

% of total votes casted against the resolutions: 0.001%

The following Resolution was thereafter declared to have been duly passed with requisite majority:

"RESOLVED THAT, pursuant to the applicable provisions of the Foreign Exchange Management Act, 1999, as amended, the Act and all other applicable laws, rules, regulations, guidelines and subject to such approvals, consents and permissions of the Government of India, the RBI, the FIPB and any other appropriate authorities, institutions or bodies as may be necessary and subject to such conditions and modifications as may be prescribed by any of the concerned authorities while granting such approvals, permissions and sanctions, which may be agreed to by the Board, consent of the Board be and is hereby accorded to the ceiling for investments by the Foreign Institutional Investors including their sub-accounts ("FII's") in the Equity Shares or instruments convertible into equity shares, either by acquisition of the Equity Shares from the Company or purchasing the same from the market under Portfolio Investment Scheme under FEMA being increased up to 40% (Forty per cent) of the paid up equity capital of the Company, subject to necessary provisions and approvals, if any applicable"

Thus, the Special Resolutions (2 Nos.) as contained in the Notice dated 5th June, 2014 have been passed with Requisite Majority as required under the provisions of the Companies Act, 2013

For J. Kumar Infraprojects Limited

Poornima
Poornima Reddy
Company Secretary

