

J. Kumar Infraprojects Ltd.

CIN No. L74210MH1999PLC122886

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. Kumar

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

13th June, 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

Sir,

Sub: Notice of Postal ballot and Notice in newspaper regarding the postal ballot.

Ref: Scrip Code: JKIL.

We enclose herewith the Notice of Postal Ballot and the Notice in the news paper regarding the postal ballot.

Kindly acknowledge the receipt of the same.

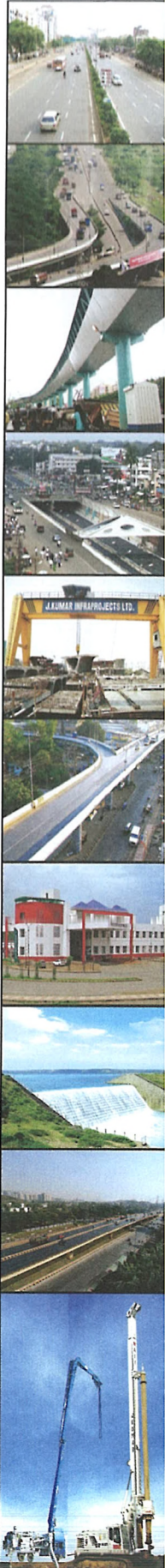
You are requested to kindly take a note of the above.

Thanking you,

Yours faithfully

For J. Kumar Infraprojects Ltd

Poornima Reddy
Poornima Reddy
Company Secretary





J.KUMAR INFRAPROJECTS LIMITED

CIN NO L74210MH1999PLC122886

16-A, Andheri Industrial Estate, Veera Desai Road, Andheri, Mumbai-53
Phone No: 022-67742555. Fax No: 022-26730814. Website: [Www.jkumar.com](http://www.jkumar.com)

NOTICE OF POSTAL BALLOT

(Pursuant to Sec 110 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014.

Dear Members,

Notice is hereby given to the members, pursuant to Section 110 and the applicable provisions of the Companies Act, 2013 and prescribed rules including the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof) ("Postal Ballot Rules"), as amended from time to time, that J.Kumar Infraprojects Limited (the "Company") is seeking consent of its members to pass the proposed resolution as set out below, by means of Postal Ballot.

The Board of Directors of the Company at its meeting held on Thursday 5th June 2014, has approved the resolution as set out in the notice, subject to the further approval of the members of the Company, as also such approvals from authorities as may be required,.

Therefore, pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Postal Ballot Rules and Clause 35B of the Listing Agreement, the consent of the members to the resolutions is sought to be obtained by way of Postal Ballot / e-voting ("**Postal Ballot**"). The resolutions proposed to be passed by way of Postal Ballot and the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (erstwhile Section 173 of the Companies Act, 1956) read with Section 110 of the Companies Act, 2013, and prescribed rules including the the Postal Ballot Rules, setting out the material facts of the resolution is appended below for consideration of the members.

Explanatory Statement pursuant to section 102 of the Act pertaining to the said resolutions setting out the material facts and reasons thereof is annexed to the Notice. The Notice and Explanatory Statement thereto along with the Postal Ballot Form is being sent herewith for your consideration.

The Company has appointed Mr. DSM Ram, Practising Company Secretary as a Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

You are requested to go through the proposed resolutions along with the Explanatory Statement and then mark your ASSENT or DISSENT by filling the details and affixing your signature at the marked place in the Postal Ballot Form and return it in the enclosed postage Business Reply Envelope so as to reach the Scrutinizer on or before Thursday 10th July 2014. Your ASSENT or DISSENT received after Thursday 10th July 2014 would be strictly treated as if no reply has been received. Upon completion of the scrutiny of the Postal Ballots, the Scrutinizer shall submit his report to the Chairman cum Managing Director. The results of the Postal Ballots shall be announced on Monday 14th July 2014 at the Registered Office of the Company and shall also be displayed on the Company's website www.jkumar.com, besides communicating to the Stock Exchanges on which the shares of the Company are listed.

The Company is pleased to offer e-voting facility as an alternate to its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-Voting is optional. In case you desire to exercise your vote by using e-voting facility then you are required to carefully follow the instructions as given for e-voting printed on the Postal Ballot Form.

Shri Jagdishkumar Gupta, Chairman cum Managing Director and Ms Poornima Reddy, Company Secretary of the Company are authorized jointly and severally to do all necessary steps, acts, deeds and things as may be required to complete the procedural and other formalities for getting the resolutions passed through postal ballot.

SPECIAL RESOLUTION:

1. FURTHER ISSUE OF EQUITY SHARES UNDER SECTION 42 AND 62 (1)(c) OF THE COMPANIES ACT, 2013

"RESOLVED THAT pursuant to the provisions of Sections 42 and 62 (1)(c) and other applicable provisions and rules, if any, of the Companies Act, 2013 (including any amendment(s) thereto or 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 listed, and in accordance with 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 up to 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) is hereby authorized on behalf of the Company 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 (**"SEBI 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 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 SEBI 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 SEBI ICDR Regulations respectively. "

"RESOLVED FURTHER that in the event the Equity Shares are issued in the course of a QIP under Chapter VIII of the SEBI ICDR Regulations, the pricing shall be in accordance with regulation 85 of Chapter VIII of the SEBI 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 SEBI 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."

"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 subject to 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;
- (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;
- (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 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 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 and is hereby authorized on behalf of the Company, 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, 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."

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

"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, 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 be 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.

Date: 5th June 2014

Place: Mumbai – 53

Jagdishkumar Gupta
Chairman cum Managing Director

- Encl: 1) Notice and Explanatory Statement
2) Postal Ballot Form
3) Self – addressed Postage prepaid envelope.

NOTE:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act 2013, read with Companies (Management and Administration) Rules, 2014, setting out the material facts is annexed.
2. The Notice is being sent to all Members, whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited as on Friday 6th June 2014. The date of dispatch of notice will be announced through advertisement in newspaper(s) and any recipient of this notice who has no voting rights as on the date should treat the notice as intimation only.
3. The members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted. However, envelopes containing the Postal Ballot Form, if sent by Courier at the expense of eligible members, will also be accepted.
4. The results of this Postal Ballot will be declared on 14th July 2014 at 12.00 Noon at the registered office of the Company.
5. Members are requested to make all correspondence pertaining to shares to the Company's Registrar & Transfer Agent.
6. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
7. The facility of voting by electronic means is being provided by Karvy Computer Share Private Limited for which the same will be mailed to members separately by the RTA.
8. All documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company between 11.00 a.m and 1.00 p.m on any working day except Saturdays, Sundays and public holidays.

EXPLANATORY STATEMENT

The following Explanatory Statement pursuant to Section 102 of Companies Act 2013 read with Companies (Management and Administration) Rules, 2014 sets out all material facts relating to the business mentioned in the accompanying Notice dated 5th June 2014:-

Item No: 1

The special resolution contained in the notice relates to a resolution by the Company enabling the Board to create, offer, issue and allot Securities as stated in the resolution by way of public issue, rights issue, Preferential Issue, QIP /ADR/ GDR/ FCCB issuance at such price as may be deemed appropriate by the Board (inclusive of such premium, as may be determined by the Board in one or more tranche(s), subject to Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2009, as amended from time to time ("**SEBI ICDR Regulations**") and other applicable laws, rules and regulations) in its absolute discretion including the discretions to determine the categories of investors to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and wherever necessary, in consultation with merchant bankers, advisors, underwriters, etc..

The resolution enables the Board to issue Securities for an aggregate amount not exceeding Rs. 200 Crores or its equivalent in any foreign currency.

Subject to applicable laws, the Company intends to use the proceeds from the issue of Securities to meet its long term working capital and capital expenditure requirements, in connection with the Company's business ventures/projects, general corporate purposes and for such other purposes as may be permitted by applicable laws.

The Special resolution authorizes the Board of Directors of the Company for issuance of further Equity Shares of the Company in accordance with the terms and nature of the Securities through private placement or through Preferential Issue or Qualified Institutional Placement (QIP) in terms of Chapter VII and VIII respectively of SEBI ICDR Regulations or through public issue, rights issue and/or private offerings in domestic and/or one or more international market(s), whether by way of direct issue of equity shares or through depository receipts, whether Global Depository Receipts or American Depository Receipt or Foreign Currency Convertible Bonds (FCCBs) and/or any instrument or securities convertible into equity shares at the option of the Company or the holder(s), which are convertible or exchangeable with equity shares of the Company at a later date by way of an issue of Securities from time to time in one or more tranches to Domestic/Foreign Investor/Institutional Investor/Foreign Institutional Investor, Non Resident Indians, Companies or Bodies Corporate whether incorporated in India, or abroad, Trusts, Mutual Funds, Banks, Financial Institutions, Insurance Companies, Pension Funds, Individuals, or otherwise, whether shareholders of the Company or not in consultation with the Lead Manager(s) etc.

The detailed terms and conditions for the offer will be determined by the Board, in consultation with the Lead Managers and other Advisors, Merchant Bankers, Underwriters and such other authority or authorities as may be required under the guidelines, issued by the Securities and Exchange Board of India (SEBI) and capital market conditions/practices from time to time and in accordance with the applicable provisions of law, rules and regulations and other relevant factors.

The consent of the shareholders is sought pursuant to the provisions of the Section 42 and 62 (1)(c) and to the applicable provisions of the Companies Act, 2013 (the "Act") including any rules made thereunder and any other provision of the Act, as may be applicable and the relevant provisions of the listing agreement with the Stock Exchanges and any other applicable laws. The Special Resolution as set out, in item no 1, if passed, will have the effect of permitting the Board to issue and allot Securities to Investor, who may or may not be existing members of the Company in the matter as set out in resolution no 1.

The Board believes that the proposed Resolution is in the interest of the Company and therefor recommends the resolution for your approval.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution set out at item no 1.

Item No. 2 of the Notice:

In terms of the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 issued under the Foreign Exchange Management Act, 1999 investment by registered Foreign Institutional Investors ("FIIs") including their sub-accounts under the Portfolio Investment Scheme, is limited to 24% of a company's paid-up equity share capital. This limit can be increased by the Company by passing a special resolution. In view of the likely issuance of securities in the international market and to improve the free float of the Company's scrip for purchase/trading by FIIs, it is proposed to raise the limit for investment by FIIs in the paid-up equity share capital of the Company from 24% to [40]%. It is needless to emphasize that such a proposal would be in the wider interest of the shareholders of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in this Resolution.

The Board of Directors of the Company recommends the resolution as set out in Item No. 2 above for approval of the shareholders as a special resolution.



J. KUMAR INFRAPROJECTS LMTIED

CIN NO. L74210MH1999PLC122886

16-A, Andheri Industrial Estate, Veera Desai Road, Andheri, Mumbai-53
 Tel. No : 022- 67743555 Fax No : 26730814 Website: www.jkumar.com

NOTICE

Members are hereby informed that the Company has on 10th June, 2014 completed the dispatch Postal Ballot Notice along with Postal Ballot Form, Under Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 along with annexure to the notice, postal ballot form and self-addressed postage pre-paid envelope, for Notice seeking members consent by way of Special Resolution for matters as set out in the Notice dated 5th June, 2014.

The Board of Directors of the Company has appointed Mr.DSM Ram, Proprietor of DSMR & Associates, and Practising Company Secretary as the Scrutinizer for conduction the Postal Ballot. E-voting period commences on and from Tuesday 10th June, 2014 at 9.00 a.m and ends on Thursday 10th July 2014 at 5.00 p.m. Members may please return the form duly completed in all respects in the self-addressed postage pre-paid envelope attached along with the Notice so as to reach the Scrutinizer on or before Thursday 10th July, 2014. Postal Ballot forms received after that date will be strictly treated as if reply from such member has not been received.

A member may exercise voting either by physical ballot or e-voting. For casting vote, the members are required to read the instructions printed in the Postal Ballot Notice carefully.

The Scrutinizer will submit his report to the Company and the result of the voting by postal ballot will be announced on Monday 14th July, 2014. The Result will also be posted on the Company's Web site: www.jkumar.com.

Shareholders who do not receive the Postal Ballot Form may apply to the Company and obtain in duplicate thereof.

Any query in relation to the resolutions proposed to be passed by Postal Ballot may be addressed to Company Secretary, J. Kumar Infraprojects Limited, 16-A, Andheri Industrial Estate, Veera Desai Road, Andheri (W), Mumbai-53.

By order of the Board
 For J. Kumar Infraprojects Limited

Poornima Reddy
 Company Secretary

Mumbai, 5th June, 2014.

11/6 ET

J. kumar



जे.कुमार इन्फ्राप्रोजेक्ट्स लिमिटेड

सीआयएन क्र.एल७४२१०एमएच१९९९पीएलसी१२२८८६

१६-ए, अंधेरी इंडस्ट्रीयल इस्टेट, वीरा देसाई रोड, अंधेरी, मुंबई-५३

दुर.क्र.:०२२-६७७४३५५५ फॅक्स क्र.:२६७३०८१४ वेबसाईट: www.jkumar.com

सूचना

सदस्यांना येथे सूचना देण्यात येत आहे की, ५ जून, २०१४ रोजीच्या सूचनेत नमुदप्रमाणे प्रकरणाकरिता विशेष ठरावाव्दारे सदस्यांची अनुमती मिळविण्याकरिता सूचनेचे परिशिष्ट, टपाल मतदान पत्रिका आणि स्वःपत्ता लिहीलेले मुद्रांक शुल्क भरलेले लिफाफे यासह कंपनी कायदा २०१३ च्या कलम ११० सहवाचिता कंपनी (व्यवस्थापन व प्रशासन) अधिनियम २०१४ अन्वये टपाल मतदान पत्रिकेसह टपाल मतदान सूचना पूर्ण करण्याची प्रक्रिया कंपनीने १० जून, २०१४ रोजी पूर्ण केलेली आहे.

कंपनीच्या संचालक मंडळाने टपाल मतदान संचालनाकरिता तपासनीस म्हणून डीएसएमआर अँड असोसिएट्सचे मालक व कार्यरत कंपनी सचिव श्री.डीएसएम राम यांची नियुक्ती केलेली आहे. ई-वोटिंग कालावधी मंगळवार, १० जून, २०१४ रोजी स.९.०० वा. पासून सुरु होईल आणि गुरुवार, १० जुलै, २०१४ रोजी सायं.५.०० वा. पूर्ण होईल. सदस्यांनी सूचनेसह जोडलेले स्वःपत्ता लिहीलेले मुद्रांक शुल्क भरलेले लिफाफे तपासनीसांकडे गुरुवार, १० जुलै, २०१४ किंवा त्यापुर्वी पाठवावे. सदर तारखेनंतर प्राप्त टपाल मतदान पत्रिका अशा सदस्यांकडून प्रतिसाद असला तरीही प्राप्त झालेले नाही असे समजण्यात येईल.

सदस्यांनी वास्तविक मतदान किंवा ई-वोटिंगव्दारे मतदान करावे. मतदान करण्याकरिता सदस्यांनी टपाल मतदान सूचनेत नमुद सूचना काळजीपूर्वक वाचाव्यात.

तपासनीस हे त्यांचा कंपनीकडे सादर करतील आणि टपाल निवडणुकीव्दारे मतदानाचा निकाल सोमवार दिनांक १४ जुलै, २०१४ रोजी घोषित केला जाईल. निकाल हा कंपनीच्या www.jkumar.com या वेबसाईटवर ही प्रदर्शित केला जाईल.

ज्या भागधारकांना टपाल मतदान पत्रिका मिळाल्या नाहीत त्यांनी कंपनीकडे अर्ज करावा आणि त्याची दुय्यम प्रत प्राप्त करावी.

टपाल मतदानाव्दारे मंजूर करण्यात येणाऱ्या नियोजित ठरावा संदर्भात कोणतेही प्रश्न असल्यास ते कंपनी सचिव, जे.कुमार इन्फ्रा प्रोजेक्ट्स लिमिटेड, १६-ए, अंधेरी इंडस्ट्रियल इस्टेट, वीरा देसाई रोड, अंधेरी (प.), मुंबई-५३ येथे पाठवावेत.

मंडळाच्या आदेशान्वये

जे.कुमार इन्फ्राप्रोजेक्ट्स लिमिटेडकरिता

पुर्णिमा रेड्डी

कंपनी सचिव

मुंबई, ०५ जून, २०१४