

J. KUMAR INFRAPROJECTS LIMITED
16-A, Andheri Industrial Estate, Veera Desai Road, Andheri (W), Mumbai - 400 053 India

POSTAL BALLOT FORM

Serial No. :

1.	Name & Registered Address of the Sole / First named Member	:-	
2.	Name (s) of the Joint Holders (s), (If any)	:-	
3.	Client / DP Id	:-	
4.	Number of Share (s) held	:-	

I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through Postal Ballot for the Business stated in the Postal Ballot Notice and Explanatory Statement annexed thereto by sending my/our assent (**FOR**) or dissent (**AGAINST**) to the said resolution by placing the tick (☑) mark at the appropriate box below:

Resolution No.	Item	Nature of Resolution	No. of shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
BORROWING LIMITS UP TO Rs 3,500 CRORES	1	Special			
PROVIDING SECUTIRY IN CONNECTION WITH THE ABOVE BORROWINGS LIMITS OF THE COMPANY.	2	Special			
TRANSACTION WITH RELATED PARTY UNDER SECTION 188 OF THE COMPANIES ACT 2013	3	Special			

Date:-

Signature of Member

ELECTRONIC VOTING PARTICULARS

EVEN		
E VOTING EVENT NUMBER	User ID	Password

Last date for receipt of Postal Ballot Forms by Scrutinizer is Monday 30th June 2014

Note: Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. A Shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to Mr. D.S.M. Ram, Scrutinizer, C/O Karvy Computershare Private Limited, Unit: J Kumar Infraprojects Limited, Plot No.17-24, Vittal Rao Nagar, Madhapur, Hyderabad -500 081, in the attached self addressed business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if sent by courier or registered/speed post at the expense of the Shareholder will also be accepted.
2. The self addressed business reply envelope bears the address of the Scrutinizer.
3. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder. In case Postal Ballot Form is signed through a Delegatee, a copy of Power of Attorney attested by the Member shall be annexed to the Ballot.
4. The consent must be accorded by recording the assent in the column 'FOR' and dissent in the column 'AGAINST' by placing tick (☑) mark in the appropriate column.
5. Duly completed Postal Ballot Form should reach the scrutinizer not later than Monday 30th June, 2014. All Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not received.
6. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Shareholder(s).
7. In case of shares held by companies, trusts, societies etc. the duly completed Postal Ballot Form should be accompanied certified true copy of Board resolution/authority letter.
8. A Shareholder may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Post Ballot form should reach the Scrutinizer not later than the last date of receipt of Postal Ballot Form, i.e., Monday 30th June, 2014. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Shareholders as on Friday 23rd May, 2014.
9. A Shareholder need not use all the votes nor needs to cast all the votes in the same way.
10. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.
11. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.
12. The result of the Postal Ballot will also be posted on the website of the Company and also in newspaper(s) for the information of the Shareholders.
13. The Company is pleased to offer e-voting facility as an alternate, for all the Shareholders of the Company to enable them to their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated in the Notes to the Postal Ballot Notice.

PROCEDURE AND INSTRUCTIONS FOR E-VOTING

The procedure and instructions for e-voting are as follows:

Open your web browser during the voting period and navigate to '<https://evoting.karvy.com>'

Enter the login credentials (i.e., user-id & password) mentioned on the Postal Ballot Form. Your folio/DP Client ID will be your User-ID.

User – ID	For Members holding shares in Demat Form:- a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID b) For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- • <u>Event no.</u> followed by Folio Number registered with the company
Password	Your Unique password is printed on the Postal Ballot Form / via email forwarded through the electronic notice
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

- i) Please contact toll free No. **1-800-34-54-001** for any further clarifications.
 - ii) Members can cast their vote online from Wednesday 28.05.2014, 9:00 AM to Monday 30.06.2014, 5:00 PM
 - iii) After entering these details appropriately, click on "LOGIN".
 - iv) Members holding shares in Demat/ Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through **Karvy Computershare Private Limited e-Voting platform**. System will prompt you to change your password and update any contact details like mobile #, email ID etc on 1st login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - v) You need to login again with the new credentials.
 - vi) On successful login, system will prompt to select the 'Event' i.e., '**Company Name**'.
 - vii) If you are holding shares in Demat form and had logged on to "<https://evoting.karvy.com>" and casted your vote earlier for any company, then your exiting login id and password are to be used.
 - viii) On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the shareholder do not wants to cast, select 'ABSTAIN'
 - ix) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - x) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- Corporate/Institutional Members (corporate /FIs/FILs/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to ram.devata@gmail.com with copy to evoting@karvy.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name_ Event no."

16. Kindly note that the Members can opt only one mode of voting, i.e. either by Physical Ballot or e-Voting. If you are opting for e-Voting, then do not vote by Physical Ballot also and vice versa. However, in case Members cast their vote by Physical Ballot and e-Voting, then voting done through valid Physical Ballot shall prevail and voting done by e-Voting will be treated as invalid.

17. The result of the Postal Ballot shall be declared by the Chairman on Wednesday, the 3rd July 2014 at the Registered Office of the Company. The resolutions will be taken as passed effectively on the date of announcement of the result by the Chairman, if the result of the Postal Ballot indicates that the requisite majority of the Members had assented to the resolutions. The result of the Postal Ballot shall also be announced through newspaper advertisement and shall also be hosted on the website of the Company www.jkumar.com.

18. All relevant documents referred in the Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days between 11:00 hrs. to 13:00 hrs. up to the date of declaration of the result of Postal Ballot.