

Ref: JAL:SEC:2015

December 24, 2015.

The Manager  
Listing Department  
**National Stock Exchange of India Ltd**  
"Exchange Plaza", C-1, Block G,  
Bandra-Kurla Complex,  
Bandra (E),  
Mumbai -400 051

**BSE Limited**  
25<sup>th</sup> Floor, New Trading Ring,  
Rotunda Building,  
P J Towers, Dalal Street, Fort,  
Mumbai - 400 001

**Fax No.:** 022-26598237/38  
022-26598347/48

**Fax No.:** 022-22723121/2037  
2039/2041

**Sub.: SUMMARY OF PROCEEDINGS OF THE 18<sup>TH</sup> ANNUAL GENERAL MEETING  
OF THE MEMBERS OF THE COMPANY HELD ON 24<sup>TH</sup> DECEMBER 2015**

Dear Sirs,

This is to inform you that the 18<sup>th</sup> Annual General Meeting of the Members of the Company was held on Thursday, 24<sup>th</sup> December, 2015 at 11.00 A.M. at Jaypee Public School, Sector - 128, Noida - 201304 (U.P.), to transact the business mentioned in the Notice of Annual General Meeting dated 14<sup>th</sup> November 2015.

As required by the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III, Part A, Item No.13 thereof and the Listing Agreement, the Company had provided facility to the members to vote electronically on the resolutions contained in the Annual General Meeting Notice.

The e-voting was held between 21<sup>st</sup> December 2015 (from 9.00 A.M.) to 23<sup>rd</sup> December 2015 (till 5.00 P.M.) at the e-voting website of CDSL i.e. **www.evotingindia.com**.

At the aforesaid Annual General Meeting, after declaring that the quorum was present, the Chairman delivered his address and introduced the 15 Directors present at the dias. The Chairman also explained the reason of absence of the remaining three Directors.

With the permission of Members, the Notice convening the AGM, Directors' Report, Auditors' Report and Financial Statements having been circulated, were taken as read and the qualifications in the audit report were read.

He also announced that the statutory and other records including the Auditors' Report & Secretarial Audit Report were available for inspection.

The Chairman also informed that Statutory Auditors as well as Chairman of Audit Committee, Nomination & Remuneration Committee, Stakeholders Committee were present for any information or query.



**Corp. & Regd.** Sector-128, Noida-201304, Uttar Pradesh (India)  
**Office** : Ph. : +91 (120) 4609000, 2470800 Fax : +91 (120) 4609464, 4609496  
**Delhi Office** : 'JA House', 63, Basant Lok, Vasant Vihar, New Delhi - 110 057 (India)  
Ph. : +91 (11) 26141540, 26147411 Fax : +91 (11) 26145389, 26143591  
**E-mail** : For Shareholders : jal.investor@jalindia.co.in  
For Fixed Deposits : jalinvestor@jalindia.co.in  
**Website** : www.jalindia.com CIN : L14106UP1995PLC019017

The Chairman informed the objectives and implications of all items of business to be transacted at the AGM. The Chairman provided a fair opportunity to Members present to seek clarifications and/or offer comments on the items. The queries raised by the Members present about the Company's business as well as on resolutions were duly replied by the Chairman and other Directors.

The details of voting procedure were informed to the Members. It was informed that those shareholders who had cast their votes through e-voting should not vote again, otherwise, their votes would be treated as invalid.

It was informed that after conclusion of the Meeting, Scrutinizers will prepare the Reports for remote e-voting, Polling paper voting & Consolidated Report voting and shall place before the Chairman for declaration of Result by the Chairman within two days of the meeting, which shall be posted on the Company's website [www.jalindia.com](http://www.jalindia.com) and Notice Board of the Company, along with the Report of the Scrutinizers. The result shall also be posted at CDSL's website and the same shall be intimated to NSE & BSE also.

It was informed that the Board of Directors had appointed Shri Ashok Tyagi, Practising Company Secretary (Membership No. FCS 2968) as the Scrutinizer and Shri M.L. Arora, Practising Company Secretary (Membership No. FCS 319) as alternate scrutinizer, to scrutinize the e-voting and Poll process (through Polling paper) in a fair and transparent manner.

Thereafter, voting by poll was conducted for all the Resolutions mentioned in the Notice upto 12.30 P.M. Accordingly, the poll was conducted and the Shareholders were given the opportunity to cast their votes on poll.

The Resolutions on which the poll was taken up are given in **Annexure** enclosed herewith.

The Chairman will declare the results of voting on or before Saturday, 26<sup>th</sup> December 2015. The Results declared will be informed to you shortly thereafter.

The meeting was concluded after the Shareholders cast their votes.

This is for your information please.

Thanking you,

Yours faithfully,

For **JAIPRAKASH ASSOCIATES LIMITED**

  
(Mohinder Paul Kharbanda)

Sr. General Manager (Sectl.) & Company Secretary

*Encl: As above*

**ANNEXURE****RESOLUTIONS TAKEN UP ON POLL IN AGM DATED 24.12.2015***[O.R. means Ordinary Resolution & S.R. means Special Resolution]*

1.	To receive, consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements consisting of the Balance Sheet as at 31st March, 2015, the statement of Profit & Loss and Cash Flow statement for the year ended on that date and the reports of the Auditors and Directors thereon. <b>(O.R.)</b>
2.	To appoint a Director in place of Shri Ranvijay Singh (DIN 00020876), who retires by rotation and being eligible, offers himself for re-appointment. <b>(O.R.)</b>
3.	To appoint a Director in place of Shri Pankaj Gaur (DIN 00008419), who retires by rotation and being eligible, offers himself for re-appointment. <b>(O.R.)</b>
4.	To ratify the appointment of M/s. M.P.Singh & Associates, Chartered Accountants (Firm Registration No. 002183C), as Statutory Auditors. <b>(O.R.)</b>
5.	Appointment of Shri Chandra Prakash Jain (DIN: 00011964), as an Independent Director of the Company. <b>(O.R.)</b>
6.	Appointment of Shri Satish Charan Kumar Patne (DIN: 00616104), as an Independent Director of the Company. <b>(O.R.)</b>
7.	Appointment of Shri Keshav Prasad Rau (DIN: 02327446), as an Independent Director of the Company. <b>(O.R.)</b>
8.	Appointment of Shri Tilak Raj Kakkar (DIN: 01425589), as an Independent Director of the Company. <b>(O.R.)</b>
9.	Ratification of the Remuneration of Cost Auditor for the Financial Year 2015-16. <b>(O.R.)</b>
10.	Re- appointment of Shri Rahul Kumar (DIN: 00020779) as Whole-time Director & CFO. <b>(S.R.)</b>
11.	Re-appointment of Shri Manoj Gaur (DIN: 00008480) as Executive Chairman & CEO. <b>(S.R.)</b>
12.	Private Placement of Non-convertible Debentures & other Debt Securities. <b>(S.R.)</b>
13.	Creation of Charge/Mortgage on the Movable and/or immovable properties of the Company, both present and future in favor of Lenders of the Company/ Other Entities/ Persons. <b>(S.R.)</b>

