

**JAIPRAKASH ASSOCIATES LIMITED  
DECLARATION OF RESULTS**

**DECLARATION OF RESULTS OF VOTING (REMOTE E-VOTING AS WELL AS VOTING BY POLL) IN RESPECT OF THE 21<sup>ST</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF JAIPRAKASH ASSOCIATES LIMITED HELD ON FRIDAY, 21<sup>ST</sup> DECEMBER 2018 AT 11.00 A.M. AT JAYPEE INSTITUTE OF INFORMATION TECHNOLOGY, SECTOR-128, JAYPEE WISH TOWN, VILLAGE SULTANPUR, NOIDA-201304, UTTAR PRADESH.**

On the basis of the Reports submitted by **CS Shiv Kumar Gupta, Practising Company Secretary (Membership No. FCS 1633/C.P No. 7343)** as the Scrutinizer and **CS Milan Malik, Practising Company Secretary (Membership No. ACS 32559 now FCS 9888/COP-16614)** as **Alternate Scrutinizer**, appointed by the Board of Directors for the purpose of Scrutinizing the remote e-voting, which started on **Tuesday, 18<sup>th</sup> December 2018 (from 9.00 A.M.) to Thursday, 20<sup>th</sup> December 2018 (till 5.00 P.M.)**, and the Poll process, which was conducted on **FRIDAY, 21<sup>ST</sup> DECEMBER 2018 at 11.00 A.M** at the 21<sup>st</sup> Annual General Meeting of the Company, in a fair and transparent manner,

I declare the Results of the voting on the Resolutions by the Members of the Company as contained in the **Notice** of Annual General Meeting dated **3<sup>rd</sup> November 2018** as follows:

**ORDINARY BUSINESS**

**Resolution No. 1 (Ordinary Resolution)**

**ADOPTION OF AUDITED FINANCIAL STATEMENTS**

**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, 2018, the Statement of Profit & Loss, the Statement of changes in Equity and Cash Flow statement for the year ended on that date and the reports of the Auditors and Directors thereon.**

**Resolution:**

**"RESOLVED THAT** the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements consisting of the Balance Sheet as at 31st March, 2018, the Statement of Profit & Loss, the Statement of changes in Equity and Cash Flow Statement for the year ended on that date along with all the Annexures and the Reports of the Auditors and Directors thereon be and are hereby received, considered and adopted."



Total votes	2,432,456,975
Total votes cast	1,094,330,321
Total Invalid votes	1,091
Total valid votes cast	1,094,329,230
Total votes cast in favour of the Resolution	971,030,300
Total votes cast against the Resolution	123,298,930
%age of valid votes cast in favour of the Resolution	88.73%
%age of valid votes cast against the Resolution	11.27%

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 1 has been passed as an **Ordinary Resolution**.

**Resolution No. 2 (Ordinary Resolution)**  
**APPOINTMENT OF DIRECTOR**

**To appoint a Director in place of Shri Sunny Gaur (DIN 00008293), who retires by rotation and being eligible, offers himself for re-appointment.**

**Resolution:**

**"RESOLVED THAT** Shri Sunny Gaur (DIN 00008293), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

Total votes	2,432,456,975
Total votes cast	1,098,878,051
Total Invalid votes	585,784
Total valid votes cast	1,098,292,267
Total votes cast in favour of the Resolution	1,089,303,846
Total votes cast against the Resolution	8,988,421
%age of valid votes cast in favour of the Resolution	99.18%
%age of valid votes cast against the Resolution	0.82%

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 2 has been passed as an **Ordinary Resolution**.

**SPECIAL BUSINESS**

**Resolution No. 3 (Ordinary Resolution)**  
**RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITORS**

**Resolution:**

**"RESOLVED THAT** pursuant to the provisions of **Section 148** and all other applicable provisions, if any, of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost



Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs.4,55,000/- (Rupees Four lakh fifty five thousand only) (plus applicable taxes and reimbursement of out of pocket expenses) payable to **M/s J.K. Kabra & Co., Cost Accountants, (Firm's Registration Number 2890)** appointed by the Board of Directors of the Company as Cost Auditors, to conduct the audit of the cost records of the Company, as detailed in the Explanatory Statement, for the Financial Year ending 2018-19, be and is here by ratified.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company or any Committee thereof be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Total votes	2,432,456,975
Total votes cast	1,098,877,301
Total Invalid votes	1,091
Total valid votes cast	1,098,876,210
Total votes cast in favour of the Resolution	1,098,807,705
Total votes cast against the Resolution	68,505
%age of valid votes cast in favour of the Resolution	99.99%
%age of valid votes cast against the Resolution	0.01%

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 3 has been passed as an **Ordinary Resolution**.

**Resolution No. 4 (Special Resolution)**

**APPOINTMENT OF SHRI JAIPRAKASH GAUR AS DIRECTOR**

**Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force) **Shri Jaiprakash Gaur** (DIN: 00008085), who was appointed as an Additional Director by the Board of Directors of the Company and who holds office as such up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

**“RESOLVED FURTHER THAT** pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment, modification, variation or re-enactment thereof for the time being in force, the approval of the Members be and is hereby accorded for appointment of Shri Jaiprakash Gaur as Director, despite his attaining the age of 75



years in the light of justification as contained in the explanatory statement annexed hereto.”

Total votes	2,432,456,975
Total votes cast	1,098,878,155
Total Invalid votes	585,784
Total valid votes cast	1,098,292,371
Total votes cast in favour of the Resolution	1,088,111,210
Total votes cast against the Resolution	10,181,161
%age of valid votes cast in favour of the Resolution	99.07%
%age of valid votes cast against the Resolution	0.93%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 4 has been passed as a **Special Resolution**.

**Resolution No. 5 (Special Resolution)**

**CONTINUATION OF PRESENT TERM OF SHRI BASANT KUMAR GOSWAMI AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.**

**Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), consent of the Members of the Company be and is hereby accorded for continuation of holding the office of Non-Executive Independent Director by **Shri Basant Kumar Goswami** (DIN: 00003782), despite attaining the age of 75 years (on 29th January 2010) in the light of justification as contained in the Explanatory Statement annexed hereto and that he shall continue to hold the said office upto the expiry of his present term of Independent Director i.e. upto 26th September, 2022 on existing terms and conditions.”

Shri Basant Kumar Goswami, Independent Director, had resigned from the Board of Directors of the Company due to his personal reasons on 22<sup>nd</sup> November, 2018. **Therefore, the above Resolution pertaining to him was considered as dropped from the Agenda of Annual General Meeting.**

**Resolution No. 6 (Special Resolution)**

**CONTINUATION OF PRESENT TERM OF SHRI TILAK RAJ KAKKAR AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.**

**Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s),



amendment(s) or re-enactment(s) thereof, for the time being in force), consent of the Members of the Company be and is hereby accorded for continuation of holding the office of Non-Executive Independent Director by **Shri Tilak Raj Kakkar** (DIN: 01425589), despite attaining the age of 75 years (on 08th December 2015) in the light of justification as contained in the Explanatory Statement annexed hereto and that he shall continue to hold the said office upto the expiry of his present term of Independent Director i.e. upto 11<sup>th</sup> November, 2022 on existing terms and conditions.”

Total votes	2,432,456,975
Total votes cast	1,098,877,451
Total Invalid votes	1,091
Total valid votes cast	1,098,876,360
Total votes cast in favour of the Resolution	1,098,800,172
Total votes cast against the Resolution	76,188
%age of valid votes cast in favour of the Resolution	99.99%
%age of valid votes cast against the Resolution	0.01%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 6 has been passed as a **Special Resolution**.

**Resolution No. 7 (Special Resolution)**

**CONTINUATION OF PRESENT TERM OF SHRI KAILASH NATH BHANDARI AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.**

**Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), consent of the Members of the Company be and is hereby accorded for continuation of holding the office of Non-Executive Independent Director by **Shri Kailash Nath Bhandari** (DIN: 00191219), despite attaining the age of 75 years (on 1st March 2017) in the light of justification as contained in the Explanatory Statement annexed hereto and that he shall continue to hold the said office upto the expiry of his present term of Independent Director i.e. upto 26th September, 2022 on existing terms and conditions.”

Total votes	2,432,456,975
Total votes cast	1,098,877,256
Total Invalid votes	1,091
Total valid votes cast	1,098,876,165
Total votes cast in favour of the Resolution	960,551,372
Total votes cast against the Resolution	138,324,793
%age of valid votes cast in favour of the Resolution	87.41%
%age of valid votes cast against the Resolution	12.59%



Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 7 has been passed as a **Special Resolution**.

**Resolution No. 8 (Special Resolution)**

**CONTINUATION OF PRESENT TERM OF SHRI SATISH CHARAN KUMAR PATNE AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.**

**Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), consent of the Members of the Company be and is hereby accorded for continuation of holding the office of Non-Executive Independent Director by **Shri Satish Charan Kumar Patne** (DIN: 00616104), who shall attain the age of 75 years (on 19th April 2019) in the light of justification as contained in the Explanatory Statement annexed hereto and that he shall continue to hold the said office despite attaining the age of 75 years, upto the expiry of his present term of Independent Director i.e. upto 26th September, 2022 on existing terms and conditions.”

Total votes	2,432,456,975
Total votes cast	1,098,877,406
Total Invalid votes	1,091
Total valid votes cast	1,098,876,315
Total votes cast in favour of the Resolution	969,655,766
Total votes cast against the Resolution	129,220,549
%age of valid votes cast in favour of the Resolution	88.24%
%age of valid votes cast against the Resolution	11.76%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 8 has been passed as a **Special Resolution**.

**Resolution No. 9 (Special Resolution)**

**CONTINUATION OF PRESENT TERM OF SHRI RAJ NARAIN BHARDWAJ AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.**

**Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including 3 any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force or may cause into force), the consent of the members, be and is hereby accorded for continuation of holding the office of Non-



Executive Independent Director by **Shri Raj Narain Bhardwaj** (DIN: 01571764), who shall attain the age of seventy five (75) years (on 8th May 2020) in the light of justification as contained in the Explanatory Statement annexed hereto and that he shall continue to hold the said office despite attaining the age of 75 years, upto the expiry of his present term of Independent Director i.e. upto 26th September, 2022 on the existing terms and conditions.”

Total votes	2,432,456,975
Total votes cast	1,098,878,156
Total Invalid votes	1,091
Total valid votes cast	1,098,877,065
Total votes cast in favour of the Resolution	969,900,951
Total votes cast against the Resolution	128,976,114
%age of valid votes cast in favour of the Resolution	88.26%
%age of valid votes cast against the Resolution	11.74%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 9 has been passed as a **Special Resolution**.

**Resolution No. 10 (Special Resolution)**

**CONTINUATION OF PRESENT TERM OF SHRI CHANDRA PRAKASH JAIN, AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.**

**Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), consent of the Members of the Company be and is hereby accorded for continuation of holding the office of Non-Executive Independent Director by **Shri Chandra Prakash Jain** (DIN: 00011964), who shall attain the age of 75 years (on 3rd March 2021) in the light of justification as contained in the Explanatory Statement annexed hereto and that he shall continue to hold the said office despite attaining the age of 75 years upto the expiry of his present term of Independent Director i.e. upto 26th September, 2022 on existing terms and conditions.”

Total votes	2,432,456,975
Total votes cast	1,098,877,406
Total Invalid votes	1,091
Total valid votes cast	1,098,876,315
Total votes cast in favour of the Resolution	1,098,793,706
Total votes cast against the Resolution	82,609
%age of valid votes cast in favour of the Resolution	99.99%
%age of valid votes cast against the Resolution	0.01%



Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 10 has been passed as a **Special Resolution**.

Based on the **Consolidated Report** of the Scrutinizer and Alternate Scrutinizer dated **21<sup>st</sup> December 2018**, all Resolutions as set out in the Notice of the 21<sup>st</sup> Annual General Meeting except Resolution No. 5 (pertaining to Shri Basant Kumar Goswami who had resigned on 22<sup>nd</sup> November, 2018) which was dropped from the Agenda of Annual General Meeting, have been duly approved by the Members with requisite majority and such resolutions are deemed to be passed as on the date of the Annual General Meeting of the Company i.e. **21<sup>st</sup> December 2018**.

The Results along with the Scrutinizer's Report shall be placed on Company's Website, [www.jalindia.com](http://www.jalindia.com) and Notice Board of the Company at the Registered Office and the Corporate Office. The results shall also be placed at Website of CDSL [www.cdslindia.com](http://www.cdslindia.com) and the same shall be submitted to NSE & BSE.

**For JAIPRAKASH ASSOCIATES LIMITED**

  
(MANOJ GAUR)

**Executive Chairman**  
**DIN: 00008480**



Place: Noida

Date: 21<sup>st</sup> December 2018.



## CONSOLIDATED SCRUTINIZER'S REPORT

*[Pursuant to Section 108, 109 of the Companies Act, 2013 and Rule 20, 21 of the Companies (Management and Administration) Rules, 2014 and amended thereto and Regulation 44 of SEBI ( Listing Obligation & Disclosure Requirements) Regulations, 2015]*

21<sup>st</sup> December 2018

To,  
The Chairman  
21<sup>st</sup> Annual General Meeting  
of Equity Shareholders of  
Jaiprakash Associates Limited  
Sector-128, Noida- 201 304, U.P.

Dear Sir,

**Sub. : Consolidated Report of the Scrutinizer and Alternate Scrutinizer on remote e-voting carried out from 18<sup>th</sup> December, 2018 to 20<sup>th</sup> December, 2018 and voting through poll conducted at the 21<sup>st</sup> Annual General Meeting of Jaiprakash Associates Limited held on Friday, 21<sup>st</sup> December 2018**

1. We, **CS Shiv Kumar Gupta, Practising Company Secretary (Membership No. FCS 1633/C.P No-7343)** and **CS Milan Malik, Practising Company Secretary (Membership No. ACS 32559 now FCS 9888/COP-16614)** have been appointed as Scrutinizer and Alternate Scrutinizer respectively for the 21<sup>st</sup> Annual General Meeting ("**AGM**") of the Equity Shareholders of Jaiprakash Associates Limited ("**JAL**") held on **Friday, 21<sup>st</sup> December 2018 at 11.00 A.M.** at Jaypee Institute of Information Technology, Sector-128, Jaypee Wish Town, Village Sultanpur, Noida-201304, Uttar Pradesh for the purpose of:
  - (i) Scrutinizing the voting through remote e-voting process in a fair and transparent manner under the provisions of Section 108 of the Companies Act, 2013 ("**The Act**") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 ("**The Rules**") and also in terms of regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, and
  - (ii) Scrutinizing the Polling process at AGM, in a fair and transparent manner under the provisions of Section 109 of the Act read with Rule 21 of the Rules,

*Shiv Kumar Gupta*  
CP No 7343



in respect of the resolutions proposed in the Notice of AGM dated **3<sup>rd</sup> November 2018 (“The Notice”)**.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting by poll on the resolutions contained in the Notice of AGM of the Equity Shareholder of the Company. Our responsibility as a Scrutinizer and Alternate Scrutinizer for the remote e-voting process and for voting through poll at the AGM is restricted to making a Scrutinizer’s Report of the votes cast in “Favour” or “Against” the resolutions, based on the Reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (**CDSL**), the authorized agency engaged by the Company to provide remote e-voting facilities and voting through poll conducted at the AGM.
3. The shareholders of the Company holding shares as on ‘**cut off date**’ (**record date**) i.e. **Friday, 14<sup>th</sup> December 2018** (at closing hours), were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.
4. In accordance with the notice of the 21<sup>st</sup> AGM sent to the Members, the remote e-voting period commenced on Tuesday, the 18<sup>th</sup> December, 2018 at 9.00 A.M. and ended on Thursday, the 20<sup>th</sup> December, 2018 at 5.00 P.M. and it was disabled for voting thereafter.
5. At the venue of AGM, the facility to vote through polling paper had been provided to those Members who were present in the AGM.
6. Two empty ballot boxes were kept for polling and were locked in our presence with due identification marks placed by us.  
  
The locked ballot boxes were subsequently opened in our presence and in the presence of two persons as the witnesses and the poll paper were diligently scrutinized.
7. We have today issued two separate Scrutinizer’s Report dated **21<sup>st</sup> December 2018** on the remote e-voting and Polling (voting by poll) at the AGM.
8. The Consolidated results of remote e-voting together with that of voting by poll is enclosed as **Annexure-1**.

*Shankar*  
C.P. No. 16614



9. Based on the above results of voting, all the resolutions proposed in the Notice of AGM were carried out with the requisites majority.

The details regarding the voting results as per regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure-2**.

10. The relevant records relating to remote e-voting and voting conducted by Poll Process at the Annual General Meeting is handed over to the Company Secretary authorized by the Board for safe custody.

Thanking You,

Yours faithfully



**(CS Shiv Kumar Gupta)**  
Scrutinizer  
C.P. No. 7343  
(Membership No. FCS 1633)



**(CS Milan Malik)**  
Alternate Scrutinizer  
C.P. No. 16614  
(Membership No. ACS 32559/FCS 9888)

**For Jaiprakash Associates Limited**



**(Manoj Gaur)**  
Executive Chairman & CEO  
DIN: 00008480

**Place: Noida**

**Date: 21<sup>st</sup> December 2018.**

*Encl: As above*

**JAIPRAKASH ASSOCIATES LIMITED**
**Annexure-I**
**CONSOLIDATED SUMMARY OF VOTES CAST FOR AGM (DATED 21st DECEMBER, 2018)**
**(Based on e-voting + Physical Ballot)**

S. No.	Item No.	Description	Total Votes Cast		Invalid Vote		Total Valid Votes Cast	In Favour			Against		
			No. of Voters	No. of Shares	No. of Voters	No. of Shares		No. of Voters	No. of Shares	%age	No. of Voters	No. of Shares	%age
			A	B	C	D	E=(B-D)	F	G	H=G/E%	I	J	K=J/E%
1	1	To receive, consider & adopt the Audited Standalone & Consolidated Financial Statements as at 31st March, 2018, along with notes and annexures thereto (O.R.).	385	1,09,43,30,321	4	1,091	1,09,43,29,230	343	97,10,30,300	88.73%	38	12,32,98,930	11.27%
2	2	To appoint a Director in place of Shri Sunny Gaur (DIN:00008293), who retires by rotation and, being eligible, offers himself for re-appointment.(O.R.)	387	1,09,88,78,051	8	5,85,784	1,09,82,92,267	353	1,08,93,03,846	99.18%	26	89,88,421	0.82%
3	3	Ratification of Remuneration payable to Cost Auditors.(O.R.)	386	1,09,88,77,301	4	1,091	1,09,88,76,210	363	1,09,88,07,705	99.99%	19	68,505	0.01%
4	4	Appointment of Shri Jaiprakash Gaur (DIN:00008085), as Director.(S.R.)	386	1,09,88,78,155	8	5,85,784	1,09,82,92,371	355	1,08,81,11,210	99.07%	23	1,01,81,161	0.93%
5	5	Continuation of present term of Shri Basant Kumar Goswami (DIN:00003782), as an Independent Director beyond the age of 75 years.(S.R.)								0.00%			0.00%
6	6	Continuation of present term of Shri Tilak Raj Kakkar (DIN:01425589), as an Independent Director beyond the age of 75 years.(S.R.)	387	1,09,88,77,451	4	1,091	1,09,88,76,360	350	1,09,88,00,172	99.99%	33	76,188	0.01%
7	7	Continuation of present term of Shri Kailash Nath Bhandari (DIN:00191219), as an Independent Director beyond the age of 75 years.(S.R.)	385	1,09,88,77,256	4	1,091	1,09,88,76,165	317	96,05,51,372	87.41%	64	13,83,24,793	12.59%
8	8	Continuation of present term of Shri Satish Charan Kumar Patne (DIN:00616104), as an Independent Director beyond the age of 75 years.(S.R.)	386	1,09,88,77,406	4	1,091	1,09,88,76,315	323	96,96,55,766	88.24%	59	12,92,20,549	11.76%
9	9	Continuation of present term of Shri Raj Narain Bhardwaj (DIN:01571764), as an Independent Director beyond the age of 75 years.(S.R.)	387	1,09,88,78,156	4	1,091	1,09,88,77,065	324	96,99,00,951	88.26%	59	12,89,76,114	11.74%
10	10	Continuation of present term of Shri Chandra Prakash jain (DIN:00011964), as an Independent Director beyond the age of 75 years.(S.R.)	386	1,09,88,77,406	4	1,091	1,09,88,76,315	347	1,09,87,93,706	99.99%	35	82,609	0.01%

**Note: Total number of votes of the company are 243,24,56,975.**
**O.R. = ORDINARY RESOLUTION, S.R. = SPECIAL RESOLUTION**
**Item No. 5 was dropped from agenda of AGM since Shri B K Goswami had resigned w.e.f. 22nd November, 2018 due to his personal reasons.**

*Shankar*  
C.P.No. 7343



*Milank*

## JAIPRAKASH ASSOCIATES LIMITED

## Results of remote e-voting and Voting by Poll at the 21st Annual General Meeting:

Date of the AGM	Friday, December 21, 2018
Total number of shareholders on Record Date (i.e. 14.12.2018)	5,91,315
No. of shareholders present in the meeting either in person or through proxy:	306
Promoter and Promoter Group:	11
Public:	295
No. of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group:	-
Public:	-

*S. K. Singh*  
 C/N<sup>o</sup> 7343



1. To receive, consider & adopt and the Audited Standalone Financial Statements and the Consolidated Financial Statements for the Financial Year ended 31st March, 2018 together with Reports of Auditors and Directors thereon.(O.R.)

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	7,98,21,051	8.43%	7,98,21,051	-	100.00%	
	Poll		85,40,35,898	90.22%	85,40,35,898	-	100.00%	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		94,65,78,723	93,38,56,949	98.66%	93,38,56,949	-	100.00%
Public-Institutions	E-Voting	38,55,38,104	15,74,45,405	40.84%	3,41,94,644	12,32,50,761	21.72%	78.28%
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		38,55,38,104	15,74,45,405	40.84%	3,41,94,644	12,32,50,761	21.72%
Public-Non Institutions	E-Voting	1,10,03,40,148	1,09,573	0.01%	1,04,433	5,140	95.31%	4.69%
	Poll		29,17,303	0.27%	28,74,274	43,029	98.53%	1.47%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1,10,03,40,148	30,26,876	0.28%	29,78,707	48,169	98.41%
Total		2,43,24,56,975	1,09,43,29,230	44.99%	97,10,30,300	12,32,98,930	88.73%	11.27%

*Shreeji*  
C.P. No. 7343



2. To appoint a Director in place of Shri Sunny Gaur (DIN:00008293), who retires by rotation and, being eligible, offers himself for re-appointment.(O.R.)

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	7,96,50,303	8.41%	7,96,50,303	-	100.00%	
	Poll		85,36,21,953	90.18%	85,36,21,953	-	100.00%	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		94,65,78,723	93,32,72,256	98.59%	93,32,72,256	-	100.00%
Public-Institutions	E-Voting	38,55,38,104	16,19,93,134	42.02%	15,30,79,404	89,13,730	94.50%	5.50%
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		38,55,38,104	16,19,93,134	42.02%	15,30,79,404	89,13,730	94.50%
Public-Non Institutions	E-Voting	1,10,03,40,148	1,09,573	0.01%	80,454	29,119	73.43%	26.57%
	Poll		29,17,304	0.27%	28,71,732	45,572	98.44%	1.56%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1,10,03,40,148	30,26,877	0.28%	29,52,186	74,691	97.53%
Total		2,43,24,56,975	1,09,82,92,267	45.15%	1,08,93,03,846	89,88,421	99.18%	0.82%

*Shri Sunny Gaur*  
C.P. No. 7343



3. Ratification of Remuneration payable to Cost Auditors.(O.R.)

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	7,98,21,051	8.43%	7,98,21,051	-	100.00%	
	Poll		85,40,35,898	90.22%	85,40,35,898	-	100.00%	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	94,65,78,723	93,38,56,949	98.66%	93,38,56,949	-	100.00%	
Public-Institutions	E-Voting	38,55,38,104	16,19,93,134	42.02%	16,19,93,134	-	100.00%	
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	38,55,38,104	16,19,93,134	42.02%	16,19,93,134	-	100.00%	
Public-Non Institutions	E-Voting	1,10,03,40,148	1,08,823	0.01%	83,348	25,475	76.59%	23.41%
	Poll		29,17,304	0.27%	28,74,274	43,030	98.53%	1.47%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1,10,03,40,148	30,26,127	0.28%	29,57,622	68,505	97.74%	2.26%
Total	Total	2,43,24,56,975	1,09,88,76,210	45.18%	1,09,88,07,705	68,505	99.99%	0.01%

*Shri. A. P. P. P.*  
CP No. 7343





4. Appointment of Shri Jaiprakash Gaur (DIN:00008085), as Director.(S.R.)

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	7,96,50,303	8.41%	7,96,50,303	-	100.00%	
	Poll		85,36,21,953	90.18%	85,36,21,953	-	100.00%	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		94,65,78,723	93,32,72,256	98.59%	93,32,72,256	-	100.00%
Public-Institutions	E-Voting	38,55,38,104	16,19,93,134	42.02%	15,18,57,972	1,01,35,162	93.74%	6.26%
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		38,55,38,104	16,19,93,134	42.02%	15,18,57,972	1,01,35,162	93.74%
Public-Non Institutions	E-Voting	1,10,03,40,148	1,09,723	0.01%	1,01,753	7,970	92.74%	7.26%
	Poll		29,17,258	0.27%	28,79,229	38,029	98.70%	1.30%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1,10,03,40,148	30,26,981	0.28%	29,80,982	45,999	98.48%
Total		2,43,24,56,975	1,09,82,92,371	45.15%	1,08,81,11,210	1,01,81,161	99.07%	0.93%

Shri Jaiprakash Gaur  
C.P. No 7343



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5. Continuation of present term of Shri Basant Kumar Goswami (DIN:00003782), as an Independent Director beyond the age of 75 years.(S.R.)

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	-	0.00%	-	-		
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>94,65,78,723</b>	-		-	-	
Public-Institutions	E-Voting	38,55,38,104	N.A.	0.00%	N.A.	N.A	0.00%	N.A.
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>38,55,38,104</b>	-		-	-	
Public-Non Institutions	E-Voting	1,10,03,40,148	N.A.	0.00%	N.A.	N.A	0.00%	N.A.
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>1,10,03,40,148</b>	-		-	-	
<b>Total</b>		<b>2,43,24,56,975</b>	-		-	-		

Item No. 5 was dropped from agenda of AGM since Shri B K Goswami had resigned w.e.f. 22nd November, 2018 due to his personal reasons.

*Shri B K Goswami*  
D.P. No 7343



6. Continuation of present term of Shri Tilak Raj Kakkar (DIN:01425589), as an Independent Director beyond the age of 75 years.(S.R.)

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	7,98,21,051	8.43%	7,98,21,051	-	100.00%	
	Poll		85,40,35,898	90.22%	85,40,35,898	-	100.00%	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>94,65,78,723</b>	<b>93,38,56,949</b>	<b>98.66%</b>	<b>93,38,56,949</b>	<b>-</b>	<b>100.00%</b>	
Public-Institutions	E-Voting	38,55,38,104	16,19,93,134	42.02%	16,19,93,134	-	100.00%	
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>38,55,38,104</b>	<b>16,19,93,134</b>	<b>42.02%</b>	<b>16,19,93,134</b>	<b>-</b>	<b>100.00%</b>	
Public-Non Institutions	E-Voting	1,10,03,40,148	1,08,973	0.01%	74,728	34,245	68.57%	31.43%
	Poll		29,17,304	0.27%	28,75,361	41,943	98.56%	1.44%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>1,10,03,40,148</b>	<b>30,26,277</b>	<b>0.28%</b>	<b>29,50,089</b>	<b>76,188</b>	<b>97.48%</b>	<b>2.52%</b>
<b>Total</b>	<b>2,43,24,56,975</b>	<b>1,09,88,76,360</b>	<b>45.18%</b>	<b>1,09,88,00,172</b>	<b>76,188</b>	<b>99.99%</b>	<b>0.01%</b>	

*Shri Tilak Raj Kakkar*  
C.P No. 7343



7. Continuation of present term of Shri Kailash Nath Bhandari (DIN:00191219), as an Independent Director beyond the age of 75 years.(S.R.)

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	7,98,21,051	8.43%	7,98,21,051	-	100.00%	
	Poll		85,40,35,898	90.22%	85,40,35,898	-	100.00%	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	94,65,78,723	93,38,56,949	98.66%	93,38,56,949	-	100.00%	
Public-Institutions	E-Voting	38,55,38,104	16,19,93,134	42.02%	2,37,45,019	13,82,48,115	14.66%	85.34%
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	38,55,38,104	16,19,93,134	42.02%	2,37,45,019	13,82,48,115	14.66%	85.34%
Public-Non Institutions	E-Voting	1,10,03,40,148	1,08,823	0.01%	79,043	29,780	72.63%	27.37%
	Poll		29,17,259	0.27%	28,70,361	46,898	98.39%	1.61%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1,10,03,40,148	30,26,082	0.28%	29,49,404	76,678	97.47%	2.53%
Total		2,43,24,56,975	1,09,88,76,165	45.18%	96,05,51,372	13,83,24,793	87.41%	12.59%

Shri Kailash Nath Bhandari  
C.P.N. 7343

MILAN MALIK & ASSOCIATES  
C.P. No. 16614  
COMPANY SECRETARIES

MILAN MALIK & ASSOCIATES  
C.P. No. 16614  
COMPANY SECRETARIES

8. Continuation of present term of Shri Satish Charan Kumar Patne (DIN:00616104), as an Independent Director beyond the age of 75 years.(S.R.)

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	7,98,21,051	8.43%	7,98,21,051	-	100.00%	
	Poll		85,40,35,898	90.22%	85,40,35,898	-	100.00%	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>94,65,78,723</b>	<b>93,38,56,949</b>	<b>98.66%</b>	<b>93,38,56,949</b>	<b>-</b>	<b>100.00%</b>
Public-Institutions	E-Voting	38,55,38,104	16,19,93,134	42.02%	3,28,47,638	12,91,45,496	20.28%	79.72%
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>38,55,38,104</b>	<b>16,19,93,134</b>	<b>42.02%</b>	<b>3,28,47,638</b>	<b>12,91,45,496</b>	<b>20.28%</b>
Public-Non Institutions	E-Voting	1,10,03,40,148	1,08,973	0.01%	80,818	28,155	74.16%	25.84%
	Poll		29,17,259	0.27%	28,70,361	46,898	98.39%	1.61%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>1,10,03,40,148</b>	<b>30,26,232</b>	<b>0.28%</b>	<b>29,51,179</b>	<b>75,053</b>	<b>97.52%</b>
<b>Total</b>	<b>2,43,24,56,975</b>	<b>1,09,88,76,315</b>	<b>45.18%</b>	<b>96,96,55,766</b>	<b>12,92,20,549</b>	<b>88.24%</b>	<b>11.76%</b>	

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C.P. No. 7343

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9. Continuation of present term of Shri Raj Narain Bhardwaj (DIN:01571764), as an Independent Director beyond the age of 75 years.(S.R.)

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	7,98,21,051	8.43%	7,98,21,051	-	100.00%	
	Poll		85,40,35,898	90.22%	85,40,35,898	-	100.00%	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>94,65,78,723</b>	<b>93,38,56,949</b>	<b>98.66%</b>	<b>93,38,56,949</b>	<b>-</b>	<b>100.00%</b>
Public-Institutions	E-Voting	38,55,38,104	16,19,93,134	42.02%	3,30,92,384	12,89,00,750	20.43%	79.57%
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>38,55,38,104</b>	<b>16,19,93,134</b>	<b>42.02%</b>	<b>3,30,92,384</b>	<b>12,89,00,750</b>	<b>20.43%</b>
Public-Non Institutions	E-Voting	1,10,03,40,148	1,09,723	0.01%	81,257	28,466	74.06%	25.94%
	Poll		29,17,259	0.27%	28,70,361	46,898	98.39%	1.61%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>1,10,03,40,148</b>	<b>30,26,982</b>	<b>0.28%</b>	<b>29,51,618</b>	<b>75,364</b>	<b>97.51%</b>
<b>Total</b>		<b>2,43,24,56,975</b>	<b>1,09,88,77,065</b>	<b>45.18%</b>	<b>96,99,00,951</b>	<b>12,89,76,114</b>	<b>88.26%</b>	<b>11.74%</b>

Shri Raj Narain Bhardwaj  
C.P.No. 7343



10. Continuation of present term of Shri Chandra Prakash jain (DIN:00011964), as an Independent Director beyond the age of 75 years.(S.R.)

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,78,723	7,98,21,051	8.43%	7,98,21,051	-	100.00%	
	Poll		85,40,35,898	90.22%	85,40,35,898	-	100.00%	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		94,65,78,723	93,38,56,949	98.66%	93,38,56,949	-	100.00%
Public-Institutions	E-Voting	38,55,38,104	16,19,93,134	42.02%	16,19,93,134	-	100.00%	
	Poll		-	0.00%	-	-		
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		38,55,38,104	16,19,93,134	42.02%	16,19,93,134	-	100.00%
Public-Non Institutions	E-Voting	1,10,03,40,148	1,08,973	0.01%	73,262	35,711	67.23%	32.77%
	Poll		29,17,259	0.27%	28,70,361	46,898	98.39%	1.61%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1,10,03,40,148	30,26,232	0.28%	29,43,623	82,609	97.27%
Total		2,43,24,56,975	1,09,88,76,315	45.18%	1,09,87,93,706	82,609	99.99%	0.01%

*Sankarji*  
CP No 7343

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