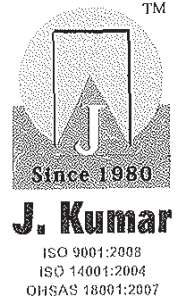


J. Kumar Infraprojects Ltd.

659 20. 1722/0000409, P.L. 66 We dream ... So we achieve...

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Ph.: +91-22-6774 3555. Fax : 91-22-2673 0814. E-mail : info@jkumar.com Website: www.jkumar.com



EXTRACTS MINUTES OF THE MEETING OF THE ANNUAL GENERAL MEETING OF J. KUMAR INFRAPROJECTS LIMITED, HELD ON TUESDAY 15th SEPTEMBER 2015 AT 11.00 A.M. AT GMS COMMUNITY HALL, SITLADEVI COMPLEX, 1ST FLOOR, D.N. NAGAR, OPP INDIAN OIL NAGAR, ON LINK ROAD, ANDHERI(W), MUMBAI – 400053

Sub division of 1 (Equity) Shares of face value of Rs.10/- each into 2 (Two) Equity Shares of Rs.5/- each

RESOLVED THAT pursuant to the provisions of Sections 61,64 and other applicable provisions and rules, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the and Clause V (a) of Memorandum of Association of the Company, and subject such other approval(s), consent(s), permission(s) and sanction(s), as may be necessary from the concerned Statutory Authority(ies), each Equity Share of the Company having a face value of Rs 10/- each fully paid-up be sub-divided into 2 (Two) Equity Shares of the face value of Rs 5/- each fully paid-up approved by the shareholders in the annual general meeting of the company.

RESOLVED FURTHER THAT on sub-division, 2 (Two) of the equity shares of face value of Rs 5/- each be allotted in lieu of the existing 1 (one) Equity share of Rs 10/- each subject to the terms of the Memorandum and Articles of Association of the Company, and shall be entitled to participate in full in dividends to be declared after the sub-divided Equity Shares are allotted.

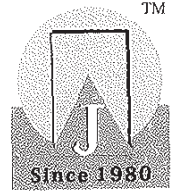
RESOLVED FURTHER THAT upon Sub-division as aforesaid, the existing Share Certificate(s) in relation to the existing Equity Shares of Rs 10/- (Rupees Ten Dnly) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date and the Company may, either call back the existing Share Certificate(s) from the Shareholders or without requiring the surrender of the existing Share Certificate(s), directly issue and dispatch the new Share Certificate(s) of the Company, in lieu of such existing Share Certificate(s) subject to the provisions laid down in the Companies (Share Capital and Debentures) Rules, 2014 and in the case of Equity Shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the Shareholders with the Depository Participants, in lieu of the existing credits representing the Equity Shares of the Company before Sub-division.



J. Kumar Infraprojects Ltd.

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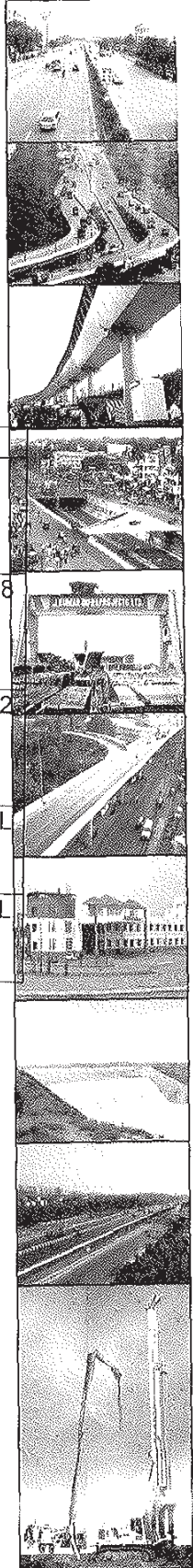
J. Kumar

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

RESOLVED FURTHER THAT the shareholders given the authority to Board of Directors of the Company (the "Board", which expression shall also include a duly authorized Committee thereof) be and is hereby authorized Mr. Jagdishkumar Gupta, Executive Chairman or Mr. Kamal J Gupta, Managing Director or Mr. Nalin J Gupta , Managing Director and Mrs Poornima Reddy, Company Secretary to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give, from time to time, such directions as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution.

	Remote E-voting (Members only)	Poll paper (Members / Proxy) at AGM	Total	Remote E-voting (Members only)	Poll paper (Members / Proxy) at AGM	Total	%
No. of votes cast in favour	48	46	94	9,891,839	16,458,295	26,350,134	99.9998
No. of votes cast against	0	1	1	0	55	55	0.0002
No. of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes invalid	0	7	7	0	2,298	2,298	NIL

The Special resolution was declared to have been passed unanimously as all the votes cast were in favour of the resolution

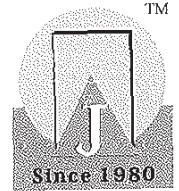


J. Kumar Infraprojects Ltd.

CIN No. L74210MH2010PLC000005

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ISO 14001:2004
OHSAS 18001:2007

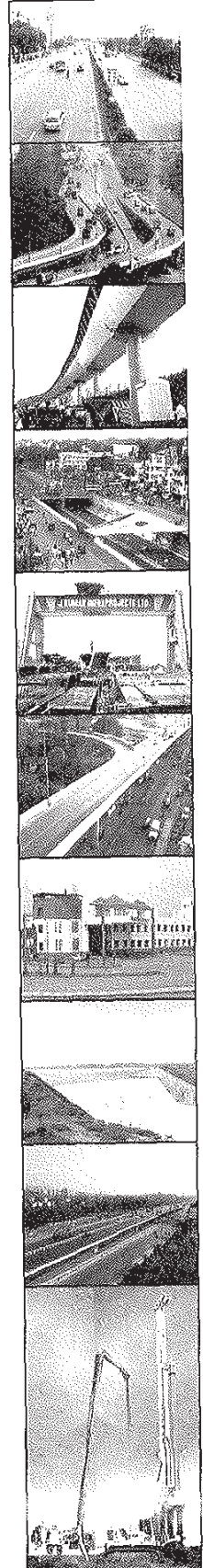
ITEM NO 7

Alteration of capital clause of Memorandum of Association

RESOLVED THAT pursuant to Section 13, 61 and all other applicable provisions, if any, of the Companies, Act, 2013, and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), the existing Clause V (a) of the Memorandum of Association of the Company relating to Capital be substituted with the following Clause:

V(a) The Authorised Share Capital of the Company is Rs 40,00,00,000 (Rupees Forty Crores Only) divided into 8,00,00,000 (Eight Crores Only) equity share of Rs 5/- (Rupees Five Only) each.

RESOLVED FURTHER THAT the shareholders authorized the Board of Directors of the Company (the 'Board", which expression shall also include a duly authorised Committee thereof) be and is hereby authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents, and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give, from time to time, such directions as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution and to delegate all or any of the powers herein vested in the Board, to any Director(s) or Officers(s) of the Company as may be required to give effect to the above resolution



J. Kumar Infraprojects Ltd.

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	Remote E-voting (Members only)	Poll paper (Members / Proxy) at AGM	Total	Remote E-voting (Members only)	Poll paper (Members / Proxy) at AGM	Total	%
No. of votes cast in favour	48	47	95	9,891,839	16,458,350	26,350,189	100
No. of votes cast against	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes invalid	0	7	7	0	2,298	2,298	NIL

The Ordinary resolution was declared to have been passed unanimously as all the votes cast were in favour of the resolution

"Certified True Copy"

For J. Kumar Infraprojects Limited

Doornie
Poornima Reddy
Company Secretary

