

Deptt. of Corp. Services  
**BSE Limited**  
25th Floor, New Trading Ring,  
Rotunda Building,  
P J Towers, Dalal Street, Fort,  
**MUMBAI 400 001**

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

**SCRIP CODE : 532532**

**SCRIP CODE : JPASSOCIAT**

**Sub.: PROCEEDINGS OF 21<sup>ST</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON 21<sup>ST</sup> DECEMBER 2018, PURSUANT TO REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Dear Sirs,

This is to inform you that the 21<sup>st</sup> Annual General Meeting (AGM) of the Members of the Company was held on **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, to transact the business mentioned in the Notice of Annual General Meeting dated **3<sup>rd</sup> November 2018.**

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, the Company had provided to the members remote e-voting facility of casting of votes using electronic voting system on the resolutions contained in the Notice of Annual General Meeting.

The remote e-voting was held between **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.)** at the e-voting website of CDSL i.e. **www.evotingindia.com.**

Shri Manoj Gaur, Executive Chairman, chaired the proceedings of the Meeting.

The number of members as on cut off date 14<sup>th</sup> December, 2018 was 5,91,315.



Corp. & Regd. Office : Sector-128, Noida - 201 304, Uttar Pradesh (India)  
Ph. : +91 (120) 4963100 Fax : +91 (120) 4972777, 4972160  
Delhi Office : JA House, 63, Basant Lok, Vasant Vihar, New Delhi-110 057 (India)  
Ph. : +91 (11) 26141540, 26147411 Fax : +91 (11) 26145389, 26143591  
CIN : L14106UP1995PLC019017 Website: www.jalindia.com

The details of number of shareholders present in the meeting were as follows:

Category	Promoter and Promoter Group	Public	Total
In Person & Through Proxy	11	295	306

At the aforesaid Annual General Meeting, The Chairman declared that the quorum was present and called the meeting to order. He introduced the Directors present at the dais and informed the names of Directors who could not attend the AGM and reasons thereof. Thereupon, the Chairman delivered his speech.

The Chairman also apprised about the business scenario, progress report of the Financial Year 2017-18 and the future prospects of the Company.

With the permission of Members, the Notice convening the AGM, Directors' Report, Auditors' Report and Financial Statements including Consolidated Financial Statements, having been circulated, were taken as read and the qualifications in the Audit Reports were read out.

The Chairman also announced that the requisite 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 Chairmen/ Members of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee were present and were available for any information or query.

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 the Board of Directors had appointed **CS Shiv Kumar Gupta, Practising Company Secretary (Membership No. FCS 1633/C.P.-7343)** as the **Scrutinizer** and **CS Milan Malik, Practising Company Secretary (Membership No. ACS 32559 now FCS 9888/COP-16614)** as **Alternate Scrutinizer**, to scrutinize the remote e-voting and Poll process (through ballot paper) held at the venue of AGM, in a fair and transparent manner.



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It was informed that after conclusion of the Meeting, Scrutinizers would count the votes cast at the meeting through polling and thereafter will unblock the votes cast through remote e-voting in the presence of two witnesses who were not in employment of the Company. They would prepare the Reports for polling and remote e-voting, and Consolidated Scrutinizer's Report and would place before the Chairman for countersigning and declaration of Result by the Chairman within forty eight hours of the meeting.

It was further informed that the voting results along with the Consolidated Scrutinizers' Report would be sent to the stock exchanges and CDSL and posted on Company's website [www.jalindia.com](http://www.jalindia.com) and Notice Board of the Company at the Registered Office and Corporate Office, along with the Report of the Scrutinizers. The result would also be posted at CDSL's website and the same would be intimated to NSE & BSE also.

The resolutions thus passed shall be deemed to be passed at this AGM i.e. 21<sup>st</sup> December 2018 itself.

Thereafter, the Chairman announced for a voting by poll 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 meeting was concluded after the Members cast their votes upto around 12.30 P.M. and locked ballot boxes were handed over to Scrutinizers.

The meeting was concluded with a vote of thanks to the Chair.

This is for your information please.

Thanking you,

Yours faithfully,

**For JAIPRAKASH ASSOCIATES LIMITED**



(M.M. Sibbal)

Joint President & Company Secretary



*Encl: As above*

**ANNEXURE**

**RESOLUTIONS TAKEN UP ON POLL IN AGM DATED 21<sup>ST</sup> DECEMBER 2018.**

**[ O.R. means Ordinary Resolution & S.R. means Special Resolution]**

1.	O.R.	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 <sup>ST</sup> MARCH, 2018 TOGETHER WITH THE REPORTS OF AUDITORS AND DIRECTORS THEREON.
2.	O.R.	TO APPOINT A DIRECTOR IN PLACE OF <b>SHRI SUNNY GAUR (DIN 00008293)</b> , WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.
3.	O.R.	RATIFICATION OF <b>REMUNERATION PAYABLE TO COST AUDITOR.</b>
4.	S.R.	APPOINTMENT OF <b>SHRI JAIPRAKASH GAUR</b> AS DIRECTOR OF THE COMPANY WHO HAS ATTAINED THE AGE OF 75 YEARS.
5.	S.R.	CONTINUATION OF PRESENT TERM OF <b>SHRI BASANT KUMAR GOSWAMI</b> AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.  <b><u>NOTE: THIS ITEM STOOD DROPPED BECAUSE SHRI BASANT KUMAR GOSWAMI HAD RESIGNED FROM THE BOARD OF DIRECTORS OF THE COMPANY ON 22<sup>ND</sup> NOVEMBER 2018 DUE TO HIS PERSONAL REASONS.</u></b>
6.	S.R.	CONTINUATION OF PRESENT TERM OF <b>SHRI TILAK RAJ KAKKAR</b> AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.
7.	S.R.	CONTINUATION OF PRESENT TERM OF <b>SHRI KAILASH NATH BHANDARI</b> AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.
8.	S.R.	CONTINUATION OF PRESENT TERM OF <b>SHRI SATISH CHARAN KUMAR PATNE</b> AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.
9.	S.R.	CONTINUATION OF PRESENT TERM OF <b>SHRI RAJ NARAIN BHARDWAJ</b> AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.
10.	S.R.	CONTINUATION OF PRESENT TERM OF <b>SHRI CHANDRA PRAKASH JAIN</b> AS AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 75 YEARS.