

Ref: JIL:SEC:2022

September 27, 2022

National Stock Exchange of India Ltd.

“Exchange Plaza”, C-1, Block G,
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051

SCRIP CODE: JPINFRATEC

BSE Limited

25th Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai- 400 001

SCRIP CODE: 533207

Subject: Proceedings of 15th Annual General Meeting of the Member of the Company held on Monday 26th September, 2022, through Video Conferencing (VC)/Other Audio-Visual Means (OAVM)

Dear Sirs,

Pursuant to clause 13 of Para A of Part A of Schedule III and Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015, enumerated below are proceedings of 15th Annual General Meeting (AGM) of the Members of Jaypee Infratech Limited (‘the Company’):—

DATE, TIME AND VENUE OF THE MEETING:

The 15th Annual General Meeting of the Members of the Company was held on Monday, 26th September 2022, through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) at 12:30 P.M., to transact the business mentioned in the Notice of said Annual General Meeting dated 26th August, 2022. The deemed venue for the AGM was the Registered Office of the Company.

BRIEF DETAILS OF ITEMS DELIBERATED AT THE MEETING AND RESULT THEREOF:

The following businesses were transacted:—

Ordinary Business:

1. To Receive, consider and adopt the audited Financial Statements of the Company for the Financial Year Ended 31st March, 2022, together with reports of the auditors’ and the report to the shareholders thereon and in this regard to pass an **Ordinary Resolution**.
2. To re-appoint M/s Dass Gupta & Associates, Chartered Accountants (Firm Registration No. 000112N) as the Statutory Auditors of the Company

Special Business:

3. Ratification of Proposed remuneration of the Cost Auditors, M/s Jatin Sharma & Co., for the Financial Year 2022-23.

The AGM was held as required by the provisions of Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended read with the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated 08th April 2020, 13th April 2020, 05th May 2020, 13th January 2021, 08th December 2021, 14th December 2021 and 5th May, 2022 respectively, ("**MCA Circulars**") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated 13th May, 2022 (collectively referred as "**SEBI Circular**") (MCA Circulars and SEBI Circular collectively referred as "Circulars") issued in this regard.

In compliance with requirements of the Companies Act, 2013 and SEBI Listing Regulations, MCA Circulars and SEBI Circular, the Company provided to its members facility to cast their vote electronically through remote e-voting (electronic voting from a place other than venue of AGM) as well as the e-voting system on the date of AGM by Central Depository Services (India) Limited (CDSL).

The remote e-voting was held between - Friday, 23rd September 2022 (from 9:00 A.M.) to Sunday, 25th September 2022 (till 5:00 P.M.) at the e-voting website of CDSL i.e. www.evotingindia.com. Facility of joining the AGM through VC/OAVM was open 30 minutes before the time scheduled for the AGM and was kept open throughout the AGM. Members were able to participate in the AGM through VC/OAVM. The members, as per the Register of members, on the cut-off date 19th September, 2022 (at closing hours) were eligible to vote on the Resolutions mentioned in the Notice of Annual General Meeting. The voting right of the members were in proportion to their shares of the Paid-up Equity Share Capital of the Company. The members who had cast their vote by remote e-voting prior to the AGM and also attended the AGM were not entitled to cast their e-vote again at the time of AGM.

Shri Anuj Jain, Interim Resolution Professional, invited Shri Manoj Gaur, Chairman cum Managing Director to chair the proceedings of the Meeting. At the aforesaid Annual General Meeting, the Chairman declared that the quorum was present and called the meeting to order.

The Company Secretary informed in detail the procedure of holding AGM thru VC/OAVM and also the system of voting through remote e-voting as well as

through e-voting during the AGM and the reasons of the same. He then requested the Chairman to take over.

The Chairman, Shri Manoj Gaur informed the Members the need to hold the AGM through VC/OAVM due to Covid-19 and also apprised about the business scenario, progress report of the Financial Year 2021-22.

With the permission of Members, the Notice convening the AGM, Report to the Shareholders, Auditors' Report and Financial Statements including Consolidated Financial Statements, having been circulated, were taken as read and the observations in the Audit Reports were read out by the Company Secretary.

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

The Chairman also informed that Statutory Auditors and Secretarial Auditors were present and were available for any information or query.

The Chairman informed the objectives and implications of all items of businesses 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.

It was informed that the company had appointed Shri Vishal Lochan Aggarwal, FCS, Practising Company Secretary (CP No. 7622, M. No. F7241) as the Scrutinizer and Ms. Neha Jain, Practising Company Secretary (Membership No. ACS 30822, CP No. 14344) as Alternate Scrutinizer, to scrutinize the remote e-voting and e-voting process at the AGM, in a fair and transparent manner.

It was informed that after conclusion of the Meeting, Scrutinizers would count the e-votes cast at the AGM as well as 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 Consolidated Scrutinizer's Report for e-voting through remote e-voting and e-voting at the AGM and would place before the Chairman/IRP 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.jaypeeinftratech.com and Notice Board of the Company at the Registered 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. 26th September 2022 itself.

Thereafter, the Chairman announced the e-voting which continued during AGM for all the Resolutions mentioned in the Notice would remain open for another 15 minutes after the conclusion of their proceedings i.e. upto 1:25 P.M.

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

Kindly take the above proceedings of the 15th AGM on record.

Thanking you,

Yours faithfully,

For **JAYPEE INFRA TECH LIMITED**

(Surender Kumar Mata)
Addl. General Manager &
Company Secretary
ACS-7762

(Anuj Jain)
Interim Resolution Professional
IP Registration no. IBBI/IPA-001/
IP-P00142/2017-18/10306