

INSTRUCTIONS FOR REMOTE E-VOTING

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide remote e-voting facility to its members to enable them to exercise their right to vote in respect of the business(es) to be transacted at the 11th Annual General Meeting of the Company scheduled to be held on **Friday, 21st December, 2018 at 3.00 P.M.**

The Company has engaged National Securities Depositories Limited (NSDL) as the authorized agency to provide the remote e-voting facility.

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	9.00 A.M. on Tuesday, 18 th December, 2018
End of remote e-voting	5.00 P.M. on Thursday, 20 th December, 2018

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting (AGM) through ballot papers. The cut-off date for the purpose of remote e-voting is **Friday, 14th December, 2018.**

During the aforesaid voting period, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. as on **Friday, 14th December, 2018**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM. Any vote cast by such shareholder through ballot shall not be counted.

This communication is an integral part of the Notice dated 20th November, 2018 for the 11th Annual General Meeting scheduled to be held on **Friday, 21st December, 2018.**

The Notice of the Annual General Meeting and this communication are also available on the website of the Company at www.jaypeeinftratech.com.

I. The procedure and instructions for remote e-voting, are as under:

A. In case of members receiving an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

- (i) Open email and open PDF file attachment viz; "remote e-voting.pdf" using your Client ID or Folio No. as password. The said PDF file contains your USER ID and PASSWORD/PIN for remote e-voting. Please note that this password is an initial password.

NOTE: Shareholders who are already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".

- (ii) Launch an internet browser and open <https://www.evoting.nsdl.com>
- (iii) Click on Shareholder – Login
- (iv) Put your USER ID and PASSWORD. Click on "Login".
- (v) Password change menu will appear. Change the password/PIN with a new password of your choice with minimum 8 digits/characters or combination thereof. Note the new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) On successful Login, home page of Remote E-Voting will open. Click on Remote E-Voting: Active Voting Cycles.
- (vii) Select "EVEN" (E Voting Event Number) of "Jaypee Infratech Limited" and Click on "Submit".
- (viii) Now you are ready for remote e-voting as "Cast Vote" page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit". And "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have confirmed your vote on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to atyagi53@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case of member receiving physical copy of the Notice of AGM and Attendance Slip [for members whose email IDs are not registered with the Company/ Depository Participants(s) or for members who have requested for physical copy]:

- (i) Initial password is provided at the bottom of the Attendance Slip for the AGM, in the following format:
EVEN (Remote e-voting Event Number) USER ID PASSWORD/PIN
- (ii) Please follow all the steps from Sl. No. A(i) to Sl. No. A(xii) as above, to cast vote.

- II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) and Remote E-Voting User Manual available at the Downloads Section on e-voting website of NSDL at www.evoting.nsdl.com or call on Toll Free No.: 1800-222-990.
- III. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Shareholders who have forgotten their USER DETAILS/PASSWORD can reset their password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (EVEN No+Folio No).

- IV. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used by the Company for sending future communication(s).
- V. The voting rights of members shall be as per the number of equity shares of the Company held by the member as on Friday, 14th December, 2018, being the cut-off date. Members are eligible to cast their vote electronically only if they are holding shares as on the said date.
- VI. Members who have acquired shares of the Company after dispatch of the Notice and before the Book Closure and holding shares as on the cut-off date i.e., on Friday, 14th December, 2018, may follow the same instructions as mentioned above for remote e-voting. Any person who is not a member as on the cut-off date should treat this Notice for information purpose only.
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- VII. Mr. Ashok Tyagi, Practicing Company Secretary (Membership No. FCS 2968, CP No. 7322) has been appointed as the Scrutinizer and Ms. Neha Jain, Practicing Company Secretary (Membership No. ACS 30822, CP No. 14344) as the Alternate

Scrutinizer, to scrutinize the remote e-voting process and voting through Ballot paper (Polling) at the Meeting, in a fair and transparent manner and the Scrutinizer and the Alternate Scrutinizer have given their consent for appointment and will be available for the said purpose.

- VIII. The Chairman shall at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" or "Polling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- IX. The Scrutinizer shall after the conclusion of voting at the general meeting, will count the votes cast at the meeting and unblock the votes cast through remote e-voting in prescribe manner in the presence of at least two witnesses not in employment of the Company and shall make, not later than three days of the conclusion of the Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- X. Subject to receipt of sufficient votes, the resolution(s) shall be deemed to be passed on the date of the 11th Annual General Meeting of the Company scheduled to be held on Friday, 21st December, 2018. The Results shall be declared within three days from the conclusion of the Meeting. The Results declared alongwith the consolidated Scrutinizer's Report shall be placed on the Company's website at www.jaypeeinftratech.com and of NSDL <https://www.evoting.nsdl.com/downloadsAndResults.aspx> and will be simultaneously communicated to the Stock Exchanges.
- XI. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evoting.nsdl.com, under help section or write an email to evoting@nsdl.co.in