

**JAYPEE INFRATECH LIMITED**

**CIN: L45203UP2007PLC033119**

**Regd. Office:** Sector 128, Noida- 201304, U.P., **Tel:** +91 120 4963100, **Fax :** +91 120 4972160

**E-mail ID:** jpinfratech.investor@jalindia.co.in, **Website:** www.jaypeeinftratech.com

**ATTENDANCE SLIP**

DP ID		FOLIO NO./CLIENT ID		NO. OF SHARES	
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Name(s) and address of the member in full : \_\_\_\_\_  
 I/We hereby record my/our presence at the **8th Annual General Meeting** of the Company to be held on **Thursday, 27<sup>th</sup> August, 2015** at **11:00 A.M.** at Jaypee Public School, Sector-128, Noida-201 304, U.P.

MEMBER       PROXY

\_\_\_\_\_  
Signature of Member/Proxy

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FORM NO.MGT-11

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	L45203UP2007PLC033119
Name of the Company	JAYPEE INFRA <span style="font-size: 0.8em;">TECH</span> LIMITED
Registered Office	Sector 128, Noida- 201304, U.P. <b>Tel:</b> +91 120 4963100, <b>Fax :</b> +91 120 4972160 <b>E-mail ID:</b> jpinfratech.investor@jalindia.co.in, <b>Website:</b> www.jaypeeinftratech.com

Name of the member(s)	
Registered Address	
E-Mail ID	
DPID and Client ID/Folio No	

I/We, being the member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint

1)	Name:			
	Address:			
	e-mail Id:		Signature	

or failing him

2)	Name:			
	Address:			
	e-mail Id:		Signature	

or failing him

3)	Name:			
	Address:			
	e-mail Id:		Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **8<sup>th</sup> Annual General Meeting** of the Company, to be held on **Thursday, 27<sup>th</sup> August, 2015** at **11:00 A.M.** at Jaypee Public School, Sector 128, Noida- 201304, U.P. and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\*I wish my above proxy to vote in the manner as indicated in the box below:

No.	Resolution	Vote (Optional)**	
		For	Against
<b>Ordinary Business</b>			
1	To receive, consider and adopt: a) the Audited Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2015, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2015, together with the Report of the Auditors thereon.		
2	To appoint Directors in place of those retiring by rotation: a) Shri Rakesh Sharma (DIN: 00009952), who retires by rotation and being eligible, offers himself for re-appointment b) Smt. Rekha Dixit (DIN: 00913685), who retires by rotation and being eligible, offers herself for re-appointment c) Shri Manoj Gaur (DIN: 00008480), who retires by rotation and being eligible, offers himself for re-appointment		
3	Ratification of appointment of <b>M/s R. Nagpal Associates, Chartered Accountants</b> (Firm Registration No. 002626N), as the Statutory Auditors and fixing their remuneration		
<b>Special Business</b>			
4	Re-appointment of Shri Rakesh Sharma (DIN: 00009952) as Whole-time Director		
5(a)	Appointment of Shri P. Uma Shankar (DIN: 00130363) as Independent Director		
5(b)	Appointment of Shri Lalit Bhasin (DIN: 00002114) as Independent Director		
6	Ratification of Remuneration of Shri Sanjay Mehra, Cost Auditor		
7	Approval of Related Party Transactions		
8	Approval of offer or invitation to subscribe to Non-Convertible Debentures by Private Placement		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2015

Affix  
Revenue  
Stamp

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

**Note:**

- This form of proxy in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
- A proxy need not be a member of the Company.**
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- \*Applicable for investors holding shares in electronic form.
- \*\* It is optional to indicate your preference. If you leave the 'for' or 'against' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
- Appointing a proxy does not prevent a member from attending the meeting in person, if he so wishes.
- In the case of joint-holders, the signature of any one holder will be sufficient, but names of all the joint-holders should be stated.