

To  
**All Members of  
JAYPEE INFRA TECH LIMITED**

**Sub: Abstract of terms of appointment of Whole-time Director -  
Disclosure under Section 302 of the Companies Act, 1956**

"As you are kindly aware, Shri Sameer Gaur is working as Joint Managing Director of the Company without any remuneration w.e.f 24<sup>th</sup> January, 2011 in terms of the Resolution passed by the Board of Directors of the Company in their meeting held on 24<sup>th</sup> January, 2011.

However, the Board of Directors have, in their meeting held on 29.7.2013, decided to appoint Shri Sameer Gaur as Whole-time Director, designated as Joint Managing Director, to discharge such duties and responsibilities as may be assigned to him from time to time by the Chairman-cum-Managing Director, for a period of three years w.e.f. 1st August, 2013.

Further, the Remuneration Committee in its meeting held on 29.7.2013 has fixed the remuneration of Shri Sameer Gaur, subject to the approval of Shareholders pursuant to the provisions of Section 198, 309 read with Schedule XIII to the Companies Act, 1956 or any statutory amendment or re-enactment thereof, as under:

**SALARY**

Name	Designation	Tenure upto	Salary and Pay scale
Shri Sameer Gaur	Joint Managing Director	31.7.2016	Rs. 8,66,250/- p.m. Pay Scale 3,50,000-35,000-5,25,000- 52,500-7,87,500-78,750- 11,81,250 (increment w.e.f. 1 <sup>st</sup> April every year)

**PERQUISITES**

The perquisites may include accommodation/HRA, reimbursement of expenses for gas, electricity, water and furnishings, medical reimbursement, LTC, insurance premium, contribution to Provident Fund, superannuation fund or annuity fund, gratuity payable at a rate not exceeding half month's salary for each completed year of service and leave encashment at the end of the tenure etc. Annual perquisites, save and except the following, would be restricted to an amount equal to the annual salary.

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- (i) Contribution to provident fund, superannuation fund or annuity fund as per rules/policy of the Company.
- (ii) Gratuity at the end of the tenure at a rate not exceeding half a month's salary for each completed year of service payable.
- (iii) Encashment of leave at the end of the tenure as per rules/policy of the Company.

Shri Sameer Gaur shall also be entitled for a Car, Telephone at Residence and Mobile Phone for Company's business at Company's expense.

Notwithstanding anything stated hereinabove, where in any financial year, during the currency of tenure of Shri Sameer Gaur, Joint Managing Director, the Company has no profits or its profits are inadequate, Shri Sameer Gaur, Joint Managing Director, shall be paid aforesaid remuneration as minimum remuneration.

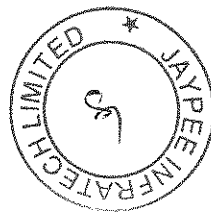
Further, the Board of Directors/Remuneration Committee of Directors of the Company is authorized to alter or vary the terms as may deem fit from time to time.

**Memorandum of Interest**

None of the Directors except Shri Sameer Gaur (himself) and Shri Manoj Gaur and Smt. Rekha Dixit, being related to him as brother/sister, are interested in the appointment/remuneration of Shri Sameer Gaur.

This abstract of terms of appointment of Shri Sameer Gaur is being sent as required under Section 302 of the Companies Act, 1956."

For JAYPEE INFRA TECH LIMITED



*Sanjay*  
**(SANJAY KUMAR GUPTA)**  
Company Secretary