

**JAIPRAKASH POWER VENTURES LIMITED**

**DECLARATION OF RESULTS ON THE BASIS OF CONSOLIDATED REPORT OF THE SCRUTINIZERS AFTER AGGREGATING THE RESULTS OF REMOTE E-VOTING AND VOTING BY POLL IN RESPECT OF THE RESOLUTIONS PASSED AT 23<sup>RD</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF "JAIPRAKASH POWER VENTURES LIMITED" HELD ON FRIDAY, 28<sup>TH</sup> SEPTEMBER, 2018 AT THE REGISTERED OFFICE OF THE COMPANY.**

On the basis of the report submitted by Shri D.P Gupta, Practising Company Secretary (Membership No. FCS 2411) as Scrutinizer and Shri Vishal Lochan Aggarwal, Practising Company Secretary (Membership No. FCS 7241) as an Alternate Scrutinizer appointed by the Board of Directors for the purpose of Scrutinizing the remote e-voting process, which was started on Tuesday, 25<sup>th</sup> September, 2018 at 9:00 A.M. and ended on Thursday, 27<sup>th</sup> September, 2018 at 5:00 P.M. and voting through Poll, which was conducted on 28<sup>th</sup> September, 2018, at the 23<sup>rd</sup> Annual General Meeting of the Company, I declare the Result of the voting (Remote E-voting and Voting by Poll) on the Resolutions as contained in the Notice dated 31<sup>st</sup> August, 2018 passed by the Members of the Company at 23<sup>rd</sup> Annual General Meeting held on 28<sup>th</sup> September, 2018 as follows:

**Resolution No. 1 (Ordinary)**

**To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2018 together with the Report of the Board of Directors and the Auditors Reports thereon.**

Total votes	<b>5,99,60,03,084</b>
Total valid votes cast	<b>2,38,18,38,057</b>
Total votes cast in favour of the Resolution	<b>2,35,55,25,724</b>
Total votes cast against the Resolution	<b>2,63,12,333</b>
%age of valid votes cast in favour of the Resolution	<b>98.90%</b>
%age of valid votes cast against the Resolution	<b>1.10%</b>

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 1 has been passed as an **Ordinary Resolution**.



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**Resolution No. 2 (Ordinary)**

**Re-appointment of Shri Suren Jain (DIN: 00011026), who retires by rotation.**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,37,937
Total votes cast in favour of the Resolution	2,36,93,60,152
Total votes cast against the Resolution	1,24,77,785
%age of valid votes cast in favour of the Resolution	99.48%
%age of valid votes cast against the Resolution	0.52%

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 2 has been passed as an Ordinary **Resolution**.

**Resolution No. 3 (Ordinary)**

**To appoint a Director in place of Shri Praveen Kumar Singh (DIN:00093039), who retires by rotation and being eligible, offers himself for re-appointment.**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,35,457
Total votes cast in favour of the Resolution	2,35,51,76,097
Total votes cast against the Resolution	2,66,59,360
%age of valid votes cast in favour of the Resolution	98.88%
%age of valid votes cast against the Resolution	1.12%

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 3 has been passed as an **Ordinary Resolution**.

**Resolution No. 4 (Ordinary)**

**Ratification of the remuneration of Cost Auditors.**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,25,407
Total votes cast in favour of the Resolution	2,38,15,26,664
Total votes cast against the Resolution	2,98,743
%age of valid votes cast in favour of the Resolution	99.99%
%age of valid votes cast against the Resolution	0.01%



52

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 4 has been passed as an **Ordinary Resolution**.

**Resolution No. 5 (Special)**

**Continuation of Shri B. B. Tandon as an Independent Director beyond the age of 75 years**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,40,553
Total votes cast in favour of the Resolution	2,35,56,44,954
Total votes cast against the Resolution	2,61,95,599
%age of valid votes cast in favour of the Resolution	98.90%
%age of valid votes cast against the Resolution	1.10%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 5 has been passed as a **Special Resolution**.

**Resolution No. 6 (Special)**

**Continuation of Shri A. K. Goswami as an Independent Director beyond the age of 75 years**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,40,657
Total votes cast in favour of the Resolution	2,35,56,48,687
Total votes cast against the Resolution	2,61,91,970
%age of valid votes cast in favour of the Resolution	98.90%
%age of valid votes cast against the Resolution	1.10%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 6 has been passed as a **Special Resolution**.

**Resolution No. 7 (Special)**

**Continuation of Shri S. S. Gupta as an Independent Director beyond the age of 75 years**



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Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,34,053
Total votes cast in favour of the Resolution	2,36,91,62,574
Total votes cast against the Resolution	1,26,71,479
%age of valid votes cast in favour of the Resolution	99.47%
%age of valid votes cast against the Resolution	0.53%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 7 has been passed as a **Special Resolution**.

#### **Resolution No. 8 (Special)**

**Continuation of Dr. J. N. Gupta as an Independent Director beyond the age of 75 years**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,17,573
Total votes cast in favour of the Resolution	2,38,15,36,826
Total votes cast against the Resolution	2,80,747
%age of valid votes cast in favour of the Resolution	99.99%
%age of valid votes cast against the Resolution	0.01%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 8 has been passed as a **Special Resolution**.

#### **Resolution No. 9 (Special)**

**Continuation of Shri K. N. Bhandari as an Independent Director beyond the age of 75 years**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,17,99,507
Total votes cast in favour of the Resolution	2,36,80,31,520
Total votes cast against the Resolution	1,37,67,987
%age of valid votes cast in favour of the Resolution	99.42%
%age of valid votes cast against the Resolution	0.58%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 9 has been passed as a **Special Resolution**.



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**Resolution No. 10 (Special)**

**Continuation of Lt. Gen. (Retd.) Shri Ravindra Mohan Chadha, as a non-Executive & non-Independent Director beyond the age of 75 years**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,16,35,080
Total votes cast in favour of the Resolution	2,35,49,15,171
Total votes cast against the Resolution	2,67,19,909
%age of valid votes cast in favour of the Resolution	98.88%
%age of valid votes cast against the Resolution	1.12%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 10 has been passed as a **Special Resolution**.

**Resolution No. 11 (Special)**

**Approval of remuneration paid to Shri Praveen Kumar Singh, Whole-time Director during FY 2013-14, FY 2015-16 and FY 2016-17 (upto 9<sup>th</sup> February, 2017)**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,18,686
Total votes cast in favour of the Resolution	2,36,75,40,654
Total votes cast against the Resolution	1,42,78,032
%age of valid votes cast in favour of the Resolution	99.40%
%age of valid votes cast against the Resolution	0.60%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 11 has been passed as a **Special Resolution**.

**Resolution No. 12 (Special)**

**Approval of remuneration paid to Shri Suren Jain, Managing Director & Chief Financial Officer during FY 2013-14, FY 2015-16, FY 2016-17 and FY 2017-18 (upto 11<sup>th</sup> January, 2018).**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,36,157
Total votes cast in favour of the Resolution	2,36,76,29,117
Total votes cast against the Resolution	1,42,07,040
%age of valid votes cast in favour of the Resolution	99.40%
%age of valid votes cast against the Resolution	0.60%



82

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 12 has been passed as a **Special Resolution**.

**Resolution No. 13 (Ordinary)**

**Increase in Authorised Share Capital of the Company and consequential amendment to the Memorandum of Association of the Company.**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,28,157
Total votes cast in favour of the Resolution	2,38,17,71,581
Total votes cast against the Resolution	56,576
%age of valid votes cast in favour of the Resolution	100.00%
%age of valid votes cast against the Resolution	0.00%*

\* Percentage of votes cast against the resolutions are negligible.

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 13 has been passed as an **Ordinary Resolution**.

**Resolution No. 14 (Special)**

**Approval for conversion of Loans by Lenders into 0.01% Cumulative Compulsory Convertible Preference Shares(CCPs) pursuant to Implementation of RBI circular on Resolution of Stressed Assets- Revised Framework.**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,30,090
Total votes cast in favour of the Resolution	2,38,17,83,670
Total votes cast against the Resolution	46,420
%age of valid votes cast in favour of the Resolution	100.00%
%age of valid votes cast against the Resolution	0.00%*

\* Percentage of votes cast against the resolutions are negligible.

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 14 has been passed as a **Special Resolution**.

**Resolution No. 15 (Special)**

**Approval for offer and issue of Equity Shares of Face Value of Rupees Ten each by the Company on Preference basis to Party(ies).**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,40,657
Total votes cast in favour of the Resolution	2,38,18,06,287
Total votes cast against the Resolution	34,370



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%age of valid votes cast in favour of the Resolution	100.00%
%age of valid votes cast against the Resolution	0.00%*

\* Percentage of votes cast against the resolutions are negligible.

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 15 has been passed as a **Special Resolution**.

**Resolution No. 16 (Special)**

**Amendment of the existing Terms and Conditions of the US\$ 200,000,000 5% Foreign Currency Convertible Bonds ("FCCBs") issued by the Company.**

Total votes	5,99,60,03,084
Total valid votes cast	2,38,18,39,647
Total votes cast in favour of the Resolution	2,38,14,21,231
Total votes cast against the Resolution	4,18,416
%age of valid votes cast in favour of the Resolution	99.98%
%age of valid votes cast against the Resolution	0.02%

Since the votes cast in favour of the above Resolution are more than three times the votes cast against the Resolution, I hereby declare that Resolution No. 16 has been passed as a **Special Resolution**.

Based on the Consolidated Report of the Scrutinizer and Alternate Scrutinizer dated 28<sup>th</sup> September, 2018, all Resolutions as set out in the Notice of the 23<sup>rd</sup> Annual General Meeting have been duly approved by the members with requisite majority and such resolutions are deemed to be passed as on the date of the Annual General Meeting of the Company i.e. 28<sup>th</sup> September, 2018. The Results along with the Scrutinizer's Report shall be available on the Company's Website, [www.jppowerventures.com](http://www.jppowerventures.com) and Notice board of the Company, alongwith the Report of the Scrutinizers. The result shall also be posted at NSDL's Website and the same shall be intimated to NSE & BSE.



**(Sunil Kumar Sharma)**  
**Vice Chairman & CEO**  
**DIN: 00008125**

Place: New Delhi  
Date: 29-09-2018