ROUTE MAP TO THE AGM VENUE

Jaypee Nigrie Super Thermal Power Plant, Nigrie,
Tehsil: Sarai, Distt. Singrauli-486669
(Madhya Pradesh)
Name of the Shareholders:
Address:

<table>
<thead>
<tr>
<th>DPID</th>
<th>FOLIO NO/CLIENT ID</th>
<th>NO.OF SHARES</th>
</tr>
</thead>
</table>

Name(s) and address of the member in full:

I/We hereby record my/our presence at the 24th Annual General Meeting of the Company to be held on Friday, the 20th September, 2019 at 10.00 A.M. at the Registered Office of the Company at Complex of Jaypee Nigrie Super Thermal Power Plant, Nigrie, Tehsil Sarai, District Singrauli 486 669 (M.P.)

[Signature of Member/Proxy]

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JAIPRAKASH POWER VENTURES LIMITED
CIN: L40101MP1994PLC042920
Regd. Office: Complex of Jaypee Nigrie Super Thermal Power Plant, Nigrie, Tehsil Sarai, District Singrauli 486 669 (M.P.)

FORM NO.MGT-11

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

CIN L40101MP1994PLC042920
Name of the Company JAIPRAKASH POWER VENTURES LIMITED
Registered Office Complex of Jaypee Nigrie Super Thermal Power Plant, Nigrie, Tehsil Sarai, District Singrauli 486 669 (M.P.)
Tel: +91 7801 286021-39 Fax: +91 7801 286020 E-mail id : jpv.investor@jalindia.co.in Website : www.jppowerventures.com

Name of the Member(s)
Registered Address
E-mail id
DP ID 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

P.T.O.
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the Company to be held on Friday, the 20th September, 2019 at 10.00 A.M. at the Registered Office of the Company at Complex of Jaypee Nigrie Super Thermal Power Plant, Nigrie, Tehsil Sarai, District Singrauli - 486 669 (M.P.) and at any adjournment thereof in respect of such Resolutions as are indicated below:

<table>
<thead>
<tr>
<th>Ordinary Business</th>
<th>Special Business</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. To receive, consider &amp; adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 together with the Report of Board of Directors and Auditors thereon.</td>
<td>4. Ratification of the Remuneration of Cost Auditors, of the Company</td>
</tr>
<tr>
<td>2. To appoint a Director in place of Shri Sunil Kumar Sharma (DIN: 00008125), who retires by rotation and, being eligible, offers himself for re-appointment.</td>
<td>5. Appointment of Shri Suren Jain (DIN 00011026) as Managing Director &amp; CEO of the Company</td>
</tr>
<tr>
<td>3. To appoint a Director in place of Lt. Gen. Shri Ravindra Mohan Chadha (Retd.) (DIN: 02610012), who retires by rotation and, being eligible, offers himself for re-appointment.</td>
<td>6. Re-Appointment of Shri Praveen Kumar Singh (DIN 00093039) as Whole-time Director of the Company</td>
</tr>
<tr>
<td>7. Continuation of present term of Shri Sham Lal Mohan (DIN: 00028126) as an Independent Director beyond the age of 75 years</td>
<td>7. Continuation of present term of Shri R.N. Bhardwaj (DIN: 01571764) as an Independent Director beyond the age of 75 years</td>
</tr>
<tr>
<td>8. Conversion of loans by lenders into 0.01% Cumulative Compulsory Convertible Preference Shares (CCPS) pursuant to implementation of Debt Restructuring/ Resolution Plan</td>
<td>8. Amendment of the existing terms and conditions of the US$ 200,000,000 5% Foreign Currency Convertible Bonds (“FCCBs”) issued by the Company</td>
</tr>
<tr>
<td>10. Offer and Issue of equity shares of face value of rupee ten each by the Company on preferential basis to party(ies)</td>
<td>11. Offer and Issue of Cumulative Redeemable Preference Shares (CRPS):</td>
</tr>
<tr>
<td>11. Amendment of the existing terms and conditions of the US$ 200,000,000 5% Foreign Currency Convertible Bonds (“FCCBs”) issued by the Company</td>
<td>12. Issuance of Long Term Instrument / Non Convertible Debentures (NCD)</td>
</tr>
</tbody>
</table>

Signed this __________ day of ____________________, 2019

Signature of Member : 

Signature of Proxy holder(s) :

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. A proxy need not be a member of the Company