

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 21ST ANNUAL GENERAL MEETING OF THE MEMBERS OF "JAIPRAKASH POWER VENTURES LIMITED" HELD ON SATURDAY, SEPTEMBER 24, 2016 AT THE REGISTERED OFFICE OF THE COMPANY i.e. COMPLEX OF JAYPEE NIGRIE SUPER THERMAL POWER PLANT, NIGRIE, TEHSIL SARAI, DISTRICT SINGRAULI-486669 (MADHYA PRADESH).

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 21st September, 2016 at 9:00 A.M. and ended on 23rd September, 2016 at 5:00 P.M. and Voting through Poll, which was conducted on 24th September, 2016, at the 21st 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 27th May, 2016 which have been duly passed by the Members of the Company at 21st Annual General Meeting held on 24th September, 2016 as follows:

Resolution No. 1 (Ordinary)

"RESOLVED THAT the Audited Stand-alone Financial Statements and Audited Consolidated Financial Statements consisting of the **Balance Sheet as at 31st March, 2016**, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the explanatory notes annexed to, and forming part of any of the above documents together with the Report of the Board of Directors and the Auditors' Reports thereon be and are hereby adopted."

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,40,03,06,984
Total votes cast against the Resolution	11,827
%age of valid votes cast in favour of the Resolution	100%
%age of valid votes cast against the Resolution	Negligible i.e. 0.00%

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)

“RESOLVED THAT Lt. Gen. (Retd.) Shri Ravindra Mohan Chadha (DIN: 02610012), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as Director of the Company.”

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,37,32,86,196
Total votes cast against the Resolution	2,70,32,615
%age of valid votes cast in favour of the Resolution	98.87%
%age of valid votes cast against the Resolution	1.13%

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 a **Ordinary Resolution**.

Resolution No. 3 (Ordinary)

“RESOLVED THAT Shri Sunil Kumar Sharma (DIN: 00008125), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as Director of the Company.”

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,40,02,39,646
Total votes cast against the Resolution	79,165
%age of valid votes cast in favour of the Resolution	100%
%age of valid votes cast against the Resolution	Negligible i.e. 0.00%

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**.

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Resolution No. 4 (Ordinary)

“RESOLVED THAT Shri D.P. Goyal (DIN: 00211541), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as Director of the Company.”

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,40,02,52,508
Total votes cast against the Resolution	66,303
%age of valid votes cast in favour of the Resolution	100.00%
%age of valid votes cast against the Resolution	Negligible i.e. 0.00%

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 (Ordinary)

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time and pursuant to the recommendations of the Audit Committee of the Board of **Directors** and the Resolution passed by the members at the Annual General Meeting held on 20th September, 2014, the Company hereby ratifies the appointment of **M/s R. Nagpal Associates, Chartered Accountants (Firm Registration No. 002626N)**, as the Statutory Auditors of the Company to hold office till the conclusion of 22nd Annual General Meeting to be held in the year 2017 and the Board of Directors be and is hereby authorized to fix the remuneration.”

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,40,02,93,352
Total votes cast against the Resolution	25,459
%age of valid votes cast in favour of the Resolution	100.00%
%age of valid votes cast against the Resolution	Negligible i.e. 0.00%

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. 5 has been passed as an **Ordinary Resolution.**

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Resolution No. 6 (Ordinary)

“**RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to **M/s. Kabra & Associates, Cost Accountants (Firm Regn no. 0075)** appointed by the Board as Cost Auditors to conduct Audit of the cost records of the Company, relating to the Power Generation and for Cement Grinding Unit, for the Financial Year 2016-17, as set out in the Statement annexed to the Notice convening this meeting, be and is hereby ratified.”

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,40,03,06,470
Total votes cast against the Resolution	12,341
%age of valid votes cast in favour of the Resolution	100.00%
%age of valid votes cast against the Resolution	Negligible i.e. 0.00%

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. 6 has been passed as an **Ordinary Resolution**.

Resolution No. 7 (Special)

Conversion of Debt into Equity

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,40,03,10,374
Total votes cast against the Resolution	8,437
%age of valid votes cast in favour of the Resolution	100.00%
%age of valid votes cast against the Resolution	Negligible i.e. 0.00%

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**.

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Resolution No. 8 (Special)**To make Investment in Special Purpose Vehicle/ Subsidiary Company(ies).**

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,38,54,55,425
Total votes cast against the Resolution	1,48,63,386
%age of valid votes cast in favour of the Resolution	99.38%
%age of valid votes cast against the Resolution	0.62%

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)**Re-appointment of Shri Praveen Kumar Singh as Whole-time Director of the Company.**

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,40,02,38,834
Total votes cast against the Resolution	79,977
%age of valid votes cast in favour of the Resolution	100.00%
%age of valid votes cast against the Resolution	Negligible i.e. 0.00%

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. 9 has been passed as a **Special Resolution**.

Resolution No. 10 (Special)**Raising of Funds through Equity/Equity Related Instruments with various domestic/international options, including QIP/ECBs with rights of conversion into equity shares/FCCBs etc.**

Total votes	2,93,80,03,084
Total valid votes cast	2,40,03,18,811
Total votes cast in favour of the Resolution	2,36,54,46,867
Total votes cast against the Resolution	3,48,71,944
%age of valid votes cast in favour of the Resolution	98.55%
%age of valid votes cast against the Resolution	1.45%

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**.

Based on the Consolidated Report of the Scrutinizer and Alternate Scrutinizer dated 26th September, 2016, all Resolutions as set out in the Notice of the 21st Annual General Meeting have been duly approved by the members with requisite and overwhelming majority and such resolutions are deemed to be passed as on the date of the Annual General Meeting of the Company i.e. 24th September, 2016. The Results along with the Scrutinizer's Report shall be available on the Company's Website, www.jppowerventures.com and Notice board of the Company, alongwith the Report of the Scrutinizers. The result shall also be posted at CDSL's Website www.cdslindia.com and the same shall be intimated to NSE & BSE.



(Suren Jain)
Chairman of the Meeting
[Managing Director & CFO
DIN: 00011026]

Date: 26th September, 2016.