



J. Kumar Infraprojects Limited

16-A, Andheri Industrial Estate, Veera Desai Road, Andheri (W), Mumbai-400 053.

E.mail:info@jkumar.com,website:www.jkumar.com ,Ph:+91-22-67743555

(CIN L74210MH1999PLC122886)

NOTICE

Notice is hereby given that the TWENTY FIRST ANNUAL GENERAL MEETING of J. KUMAR INFRAPROJECTS LIMITED will be held through **VIDEO CONFERENCING OR OTHER AUDIO VISUAL MEANS on Tuesday September 29, 2020 at 11.00 a.m.** to transact the following business:

ORDINARY BUSINESS:

1. **To receive consider and adopt the Audited Balance Sheet as at March 31, 2020 and the report of the Board of Directors and Auditors thereon; as an Ordinary Resolution:**

“RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2020 and the report of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

2. **To declare dividend on equity shares for the financial year ended March 31, 2020 and in this regard, pass the following resolution as an Ordinary Resolution:**

“RESOLVED THAT a dividend at the rate of ₹ 1.25 (One Rupees Twenty Five Paise only) per equity share of ₹ 5/- (Five Rupees) each fully paid-up of the Company be and is hereby declared for the financial year ended March 31, 2020 and the same paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended March 31, 2020.”

3. **To appoint Mr. Nalin J. Gupta (DIN: 00627832), who retires by rotation and being eligible offers himself for re-appointment as a Director and in this regard pass the following resolution as an Ordinary Resolution:**

“RESOLVED THAT Mr. Nalin J. Gupta (DIN: 00627832) a Director liable to retire by rotation, who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

SPECIAL BUSINESS:

4. **To ratify the remuneration of the Cost Auditor for the “Financial Year 2020-21 and in this regard, to pass, the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the M/s Kirit Mehta & Co Cost Auditors (Firm Registration No.000353) who have been appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the “Financial Year ending March 31, 2021, be paid the remuneration of ₹ 8,00,000/- excluding taxes be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board
For J. Kumar Infraprojects Limited**

**Poornima Reddy
Company Secretary**

**Place : Mumbai
Date : August 20, 2020**

NOTES:

- I. In view of the COVID-19 pandemic and the need for ensuring social distancing, the Government of India, Ministry of Corporate Affairs (“MCA”) allowed conducting Annual General Meeting through video conferencing (VC) or other audio-visual means (OAVM) without the physical presence of Members at a common venue. Accordingly, MCA issued Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 (“MCA Circulars”), prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. Securities and Exchange Board of India (“SEBI”) also vide its Circular dated May 12, 2020 (“SEBI Circular”), permitted holding of Annual General Meetings through VC/OAVM. In compliance with the applicable provisions of the Companies Act, 2013, MCA Circulars and applicable provisions of the SEBI Circular, the 21st Annual General Meeting (AGM) of the Members will be held through VC/ OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The venue of the Meeting shall be deemed to be the registered office of the Company
- II. Since this General Meeting is held through VC/OAVM the physical attendance of members is dispensed with and no proxies would be accepted by the Company pursuant to the relevant MCA Circulars.
- III. No attendance slip/route map has been sent along with this Notice of the Meeting as the meeting is held through Audio Visual means.
- IV. In terms of Section 152 of the Act, Mr. Nalin J. Gupta Director retires by rotation at the meeting and being eligible, offer himself for reappointment. The Nomination and Remuneration Committee of the Board of Directors and the Board of Directors of the Company recommended for re-appointment.
- V. Mr. Nalin J. Gupta is interested in the Ordinary Resolution set out in Item No 3 of the Notice with regard to the his re-appointment. Mr. Jagdishkumar M. Gupta, Executive Chairman and Mr. Kamal J. Gupta, Managing Director being related to Mr. Nalin J. Gupta may be deemed to be interested in the resolution set out at Item No 3 of the Notice. Save and except the above, none of the Directors/Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item No 1 to 3 of the Notice.
- VI. Pursuant to the Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India the details of Directors proposed to be appointed/re-appointed are provided in the “**Annexure**” to the Notice.
- VII. Members who are shareholders as on Tuesday, September 22, 2020 can join the AGM 15 minutes before the commencement of the AGM i.e at 10.45 A.M and till the time of the conclusion of the Meeting by following the procedure mentioned in this Notice
- VI. The Register of Members and Share transfer Books of the Company will remain closed from Wednesday, September 23, 2020 to Tuesday, September 29, 2020 (Both days inclusive)
- VII. Dividend as recommended by the Directors, if declared at the Annual General Meeting will be paid after Tuesday, September 29, 2020 to the members whose names appear in the Company’s Register of Members as on Tuesday, September 22, 2020 (In respect of shares held in physical form) and to those “deemed members” whose names appear in the statement of beneficial ownership furnished by National Securities Depository Limited(NSDL) and Central Depository Services (India) Limited (CDSL) as of the close of Business hours of Tuesday, September 22, 2020 (in respect of shares held in electronic form).
- VIII. Members desirous of obtaining any information concerning the accounts and operations of the Company are request to the address their questions in writing to the Company Secretary at least seven days before the date of the meeting , so that the information required may be made available at the Meeting.
- IX. The attendance through VC/OAVM is restricted and hence members will be allowed on first come first serve basis. However, attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on Tuesday, September 22, 2020 and Directors and Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, the Stakeholders Relationship Committee and Auditors will not be restricted on first come first serve basis.
- X. Members attending the Meeting through VC/OAVM will be counted for the purposes of reckoning of Quorum under Section 103 of the Companies Act, 2013.
- XI. In line with the MCA Circulars and the SEBI Circular, the Notice calling the AGM has been uploaded on the website of the Company at www.jkumar.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and is also available on the website of KFintech

at <https://evoting.karvy.com>

- XII. Members who wish to make nomination for the shares held in the Company may kindly send the details in the form as prescribed under the Companies Act 2013 and the Rules framed there under to the Registrars of the Company.
- XIII. Members holding shares in physical form are requested to notify /send the following to the Company's Registrar and Share Transfer Agent to facilitate better service:
- (i) Any change in their address/mandate/bank details.
 - (ii) Particulars of their bank account, for printing on the dividend warrants (to help prevent fraudulent encashment), in case the same have not been sent earlier, and
 - (iii) Share certificate(s) held in multiple accounts in identical names or joint accounts in the same order of names for consolidation of such shareholdings into one account.
- XIV. Members holding shares in electronic form are advised that address/ bank details as furnished to the Company by the respective depositories, viz. NSDL and CDSL, will be printed on the dividend warrants. Members are requested to inform their respective Depository Participants of any change in address, bank details etc.
- XV. Members, who have not encashed the dividend warrants for the financial year 2013-14 , 2014-15, 2015-16, 2016-17, 2017- 18 and 2018-19 are requested to write forthwith to the Company's Share Transfer Agent giving necessary details.
- K Fin technologies Pvt. Ltd.
Unit : J. KUMAR INFRAPROJECTS LIMITED
Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.
Phone No.: +91 040 67162222
Email: Einward.ris@kfintech.com
- Members are requested to quote their folio numbers /DPID and Client ID numbers in all correspondence with the Company and the Registrar and Share Transfer Agent.
- XVI. Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during financial year 2019-20, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer. Details of shares transferred to IEPF Authority are available on the website of the Company and the same can be accessed through the link :<http://www.jkumar.com/Investorrelations>. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link:www.iepf.gov.in. Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them, Concerned members/investors are advised to visit the weblink:<http://iepf.gov.in/IEPFA/refund/html> or contact KFin Technologies of lodging claim for refund of shares and/or dividend from the IEPF Authority.
- XVII. SEBI has decided that securities of Listed companies can be transferred only in dematerialised form from a cut-off date, to be notified. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.
- XVIII. Pursuant to the SEBI Circular No. MIRDS/DPS III/Cir -01/07 dated January 22, 2007; the Company has designated an exclusive e-mail ID viz investor.grievances@jkumar.com on which the investors would be able to register their complaints, if any.
- XIX . Considering the difficulties caused due to the Covid-19 pandemic, MCA and SEBI have dispensed with the requirement of printing and sending physical copies of the Annual Report and the Notice of this Meeting and the Annual Reports have been sent via email to all those members who have registered their email ids with the Company or the Registrar and Transfer Agent or the Depositories or the Depository Participants as on Monday, 31st August 2020 .Those Members who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:
1. Those Members who have registered/not registered their mail address and mobile nos. including address and bank details may please contact and validate/update their details with the Depository Participant in case of shares held in electronic form and with Registrar and Transfer Agents KFin Technologies Private Ltd in case the shares are held in physical form.

2. Members may also visit the website of the Company www.jkumar.com or the website of KFintech at <https://evoting.karvy.com/> for downloading the Annual Report and Notice of the AGM.
3. Alternatively, Members may send an e-mail request to the email id Einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio.

XX Members who have already registered their email addresses are requested to get their email addresses validated with their Depository Participants / the Company's Registrar and Share Transfer Agent, KFin Technologies Private Limited to enable servicing of notices / documents / Annual Reports electronically to their email address.

XXI. In terms of the MCA Circulars and in the view of the Board of Directors, all matters included in this Notice are unavoidable and hence are proposed for seeking approval at this AGM. All documents referred to in the accompanying Notice and the Explanatory Statement have been uploaded on the website of the Company at www.jkumar.com. All shareholders will be able inspect all documents referred to in the Notice electronically without any fee from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investor.grievances@jkumar.com. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

XXII. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/KFintech (in case of shares held in physical mode) and with the Depositories/ Depository Participants (in case of shares held in demat mode).

XXIII. For Resident Shareholders, who have provided PAN, taxes shall be deducted at source under Section 194 of the Income Tax Act, 1961 at 7.5% on the amount of dividend. If no PAN is provided, then the tax shall be deducted at source at 20% as per Section 206AA of the Act. No tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by the resident shareholders during Financial Year 2020-21 does not exceed R 5,000. In cases where the shareholder provides Form 15G / Form 15H and provided that all the required eligibility conditions are met, no tax will be deducted at source. Apart from above cases following categories of shareholders are exempt from tax deduction at source:

- (a) Life Insurance Corporation of India [clause (a) to 2nd proviso to section 194]
- (b) General Insurance Corporation of India/ The New India Assurance Company Ltd / United India Insurance Company Ltd / The Oriental Insurance Company Limited / National Insurance Company Ltd [clause (b) to 2nd proviso to section 194]
- (c) any other insurer in respect of any shares owned by it or in which it has full beneficial interest [clause (c) to 2nd proviso to section 194]

The following payees are also not subject to TDS in view of the provisions of sections 196, 197A of the Act and CBDT notification:

- (a) Government [section 196(i)]
- (b) Reserve Bank of India [section 196(ii)]
- (c) a corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income-tax on its income [section 196(iii)]
- (d) Mutual Fund [section 196(iv)]
- (e) any person for, or on behalf of, the New Pension System Trust referred to in section 10(44) [subsection 1E to section 197A]
- (f) Category I or a Category II Alternative Investment Fund (registered with SEBI as per section 115UB) as per Notification 51/2015 since their income, other than profits and gains of business and profession.

For Foreign Portfolio Investor (FPI) category Shareholders, taxes shall be deducted at source under Section 196D of the Income Tax Act, 1961 at 20% (plus applicable surcharge and cess) on the amount of dividend payable.

For other Non-resident Shareholders, taxes are required to be deducted in accordance with the provisions of Section 195 of the

Income tax Act, 1961, at the rates in force. As per the relevant provisions of the Income tax Act, 1961, the tax shall be deducted at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to them. However, as per Section 90(2) of the Income tax Act, 1961, the non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the country of tax residence of the shareholder, if they are more beneficial to them. To avail benefit of rate of deduction of tax at source under DTAA, such non-resident shareholders will have to provide the following:

1. Self-attested copy of the PAN allotted by the Indian Income Tax authorities;
2. Tax residency certificate from the jurisdictional tax authorities confirming residential status [for the dividend declared in FY 2020-21] – TRC
3. Declaration by the non- resident in prescribed form 10F
4. Self-declaration by the non-resident shareholder as to:
 - Eligibility to claim tax treaty benefits based on the tax residential status of the shareholder, including having regard to the Principal Purpose Test (if any), introduced in the applicable tax treaty with India;
 - No Permanent Establishment / fixed base in India in accordance with the applicable tax treaty;
 - Shareholder being the beneficial owner of the dividend income to be received on the equity shares

In order to enable us to determine the appropriate tax rate at which tax has to be deducted at source under the respective provisions of the Income tax Act, 1961, we request you to upload the above mentioned details and documents in the format provided by us and as applicable to you on the link <https://ris.KFintech.com/form15/> by 05.00 p.m. IST on Tuesday, September 22, 2020. Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts.

Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by Non- Resident shareholder.

XXIV Instruction for attending the meeting through VC:

Convenience of different persons positioned in different time zones has been kept in mind before scheduling the time for this Meeting. The Company has appointed M/s KFin Technologies Private Limited (“KFintech”), to provide Video Conferencing facility for the AGM and the attendant enablers for conducting of the e-AGM. Member will be provided with a facility to attend the e-AGM through video conferencing platform provided by KFintech. Members may access the same at <https://emeetings.KFintech.com/> by clicking “**video conference**” Members are requested to follow the procedure given below:

- i. Launch internet browser (chrome/ firefox/safari) by typing the URL: <https://emeetings.KFintech.com/>
- ii. Enter the login credentials (i.e., User ID and password for e-voting).
- iii. After logging in, click on “Video Conference” option.
- iv. Then click on camera icon appearing against AGM event of J KUMAR INFRAPROJECTS LIMITED to attend the Meeting.

Please note that the members who do not have the User ID and Password for e-Voting or have forgotten their User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice.

Members can participate in AGM through smart phone/laptop. However, for better experience and smooth participation it is advisable to join the Meeting using Google Chrome, through Laptops connected through broadband.

Further Members will be required to use Internet with a good speed to avoid any disturbance during the meeting.

Please note that Participants connecting from Mobile Devices or Tablets or through Laptop via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches

Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Tuesday , September 22, 2020 through email on investor.grievances@jkumar.com The same will be replied by the Company suitably. Please note that, members’ queries/ questions will be responded to only, if the shareholder continues to hold the shares as on the cut-off date i.e Tuesday , September 22, 2020.

Members desiring any additional information with regard to Accounts/ Annual Reports or has any questions or query at the e-AGM may visit <https://emeetings.kfintech.com/> and click on the tab to post their queries in the window provided, by mentioning their name, demat account number/folio number, email ID and mobile number. The window shall remain active during the remote e-voting period.

Speaker Registration before e-AGM: In addition to above speaker registration may also be allowed during the remote e-voting period. Shareholder who wish to register as speakers are requested to visit <https://emeetings.kfintech.com/> and click on ‘**Speaker Registration**’ during this period. Shareholders shall be provided with a ‘queue number’ before the e-AGM. Shareholders are requested to remember the same and wait for their turn to be called by the Chairman of the meeting during the Question Answer Session. Due to limitations of transmission and coordination during the e-AGM, the Company may have to dispense with or curtail the Speaker Session, hence shareholders are encouraged to send their questions etc.in advance as provided in Notice..

The “**Speaker Registration**” window shall be activated on Saturday , September 26, 2020 at 9.00 A.M and shall be closed on Monday, September 28, 2020 at 17.00 P.M. The Company reserves the right to restrict the number of questions and number of to mitigate any kind of aforesaid glitches Members seeking any information with regard to the accounts or any matter to be placed at the e-AGM, are requested to write to the Company on or before Monday, September 28, 2020 through email on investor.grievances@jkumar.com. The same will be replied by the Company suitably. Please note that, members’ queries/ questions will be responded to only, if the shareholder continues to hold the shares as on the cut-off date i.e Tuesday , September 22, 2020

The “**Speaker Registration**” window shall be activated on Saturday , September 26, 2020 at 9.00 A.M and shall be closed on Monday, September 28, 2020 at 17.00 P.M.. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the e-AGM. Members who are not able to join this Meeting over video conferencing will be able to view the live webcast of proceedings of e-AGM by logging on the e-voting website of KFintech at <https://emeetings.KFintech.com/> using their remote e-voting credentials.

Members who need assistance before e-AGM, can contact Kfin Technologies private Limited on Einward.ris@kfintech.com or call on toll free numbers 1800-425-8998 / 1800-345-4001 . Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.

XXV E-voting

The businesses as set out in the Notice may be transacted through electronic voting system and the Company will provide a facility for voting by electronic means. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Standard 2 of the Secretarial Standards on General Meetings and Reg. 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company is pleased to offer the facility of voting through electronic means. The said facility of casting the votes by the members using electronic means (remote e-voting) will be provided by Kfin Technologies Private Limited

A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date of Tuesday , September 22, 2020 shall be entitled to avail the facility of remote e-voting or e-voting on the day of the Meeting. Persons who are not members as on the cut-off date should treat this notice for information purposes only.

The Notice will be displayed on the website of the Company www.jkumar.com and on the website of Kfin Technologies private Limited) (<https://evoting.karvy.com/>). The members who have cast their vote through remote e-voting prior to the e-AGM may also attend the e-AGM through video-conferencing but shall not be entitled to cast their vote again.

The remote e-voting period commences on Saturday , September 26, 2020 at 9.00 A.M and ends on Monday , September 28, 2020 at 17.00 P.M During this period, members of the Company holding shares \either in physical or dematerialised form, as on the cut-off date of Tuesday , September 22, 2020) may cast their vote by remote e-voting. The remote e-voting module shall be disabled by KFintech (Kfin Technologies Private Limited) for voting thereafter.

Instructions for e-voting during the e-AGM:

The e-Voting window shall be activated upon instructions of the Chairman during the e-AGM proceedings. Members shall vote as per the credentials displayed in the e-voting window.

Members would need to click on the “e-voting” icon on the left side of the screen to cast their vote and follow the instructions to vote on the resolutions. Only those shareholders, who are present in the e-AGM and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the e-AGM. Members attending the e-AGM who have not already cast their vote by remote e-Voting shall be able to cast their vote electronically during the meeting (e-voting) when window for e-voting is activated upon instructions of the Chairman.

The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Tuesday , September 22, 2020. Eligible members who have acquired shares after the despatch of the Annual Report and holding shares as on the cut-off date i.e, Tuesday, September 22, 2020 may obtain the User Id and password in the manner as mentioned below:

If the mobile number of the Member is registered against Folio No./ DPID Client ID, the Member may send SMS:

MYEPWD <space> ‘e-Voting Event Number’

+Folio number or DPID Client ID to

+91-9212993399

Example for NSDL:

MYEPWD<SPACE>IN12345612345678

Example for CDSL:

MYEPWD<SPACE>1402345612345678

Example for Physical: MYEPWD<SPACE>

XXXX1234567890

Members who are already registered with Kfin Technologies Private Limited for remote e-voting can use their existing user ID and password for casting their vote. In case they don’t remember their password, they can reset their password by using “Forgot User Details/Password” option available on <https://evoting.karvy.com>

The Company has appointed Miss, Nirali Mehta Practicing Company Secretary,(Membership No 37734, COP No.20754) to act as the Scrutinizer for conducting the voting and remote e-voting process in a fair and transparent manner

Members are requested to follow the instructions below to cast their votes through e-voting:

A. In case a Member receives an e-mail from Kfin Technologies Private Limited (for Members whose e-mail addresses are registered with the Company/ DepositoryParticipants) the following needs to be done:

- (i) Launch internet browser by typing the URL: <https://evoting.karvy.com>.
- (ii) Enter the login credentials (i.e. User ID and Password which are mentioned in the email). Your Folio No./ DP ID-Client ID will be your User ID. However, if you are already registered with Kfin Technologies Private Limited for e-voting, you can use your existing User ID and password for casting your vote.
- (iii) After entering these details appropriately,Click on “LOGIN”.
- (iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (v) You need to login again with the new credentials.
- (vi) On successful login, the system will prompt you to select the “EVENT” i.e., J. Kumar Infraprojects Limited.
- (vii) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off date under “FOR/ AGAINST” or alternatively, you may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/AGAINST” taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under

either head.

- (viii) Members holding multiple folios/demat accounts shall choose the voting process separately for each folios/demat accounts.
- (ix) You may then cast your vote by selecting an appropriate option and click on “Submit”.
- (x) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution(s).
- (xi) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution/ Authority letter etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to nirali@mindspright.co.in, with a copy marked to evoting@karvy.com.
- (xii) In case of any queries, please visit Help and Frequently Asked Questions (FAQs) section available at evoting website <https://evoting.karvy.com> or Einward.ris@kfintech.com.

Based on the report received from the Scrutinizer, the Company will submit within 48 hours of the conclusion of the Meeting to the stock exchanges details of the voting results as required under Reg.44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A Member can opt for only one mode of voting i.e. either through remote e-voting or at the Meeting. If a Member has cast his vote by remote e-voting then he will not be eligible to vote at the Meeting. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same as mentioned in the instructions for remote e-voting. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the Meeting shall be announced by the Chairman or any other person authorized by him immediately after the results are declared. Facility to cast vote through e-voting will be made available on the Video Conferencing screen and will be activated once the same is announced by the Chairman during the Meeting. The results declared along with the Scrutinizer's report, will be posted on the website of the Company www.jkumar.com and on the website of e-voting at <https://evoting.karvy.com> and will be displayed on the Notice Board of the Company at its Registered Office as well as Corporate Office immediately after the declaration of the result by the Chairman or any person authorised by him in writing and will be communicated to the Stock Exchanges

Item No. 4:

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the M/s Kirit Mehta & Co Cost Auditors to conduct the audit of the cost records of the Company for the “financial year ending March 31, 2021 In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2021.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.4 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

**By Order of the Board
For J. Kumar Infracore Ltd.**

Place : Mumbai
Date : August 20, 2020

**Poornima Reddy
Company Secretary**

Annexure

Information as per circular CIR/CFD/CMD/4/2015, dated September 9, 2015 on continuous Disclosure Requirements for Listed Entities- Regulation 30 of Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) regulations, 2015.

1	Name	Mr. Nalin J. Gupta
2	DIN	00627832
3	Date of Birth	August 15, 1975
4	Qualification	Commerce graduate
5	Date of Joining the Board	December 02, 1999
6	Experience (approx.)	More than 23 Years' Experience
7	Nature of Expertise	Expertise in Construction field
8	Back Ground Details/Job Profile& Suitability/ Recognition& Awards	Mr. Nalin J. Gupta a member of Indian Institution of Bridge Engineers. He is associated with us since 1997 and carries with him an experience of over 23 years.
9	Terms and Conditions of Appointment	Re-appointment and is liable to retire by rotation
11	Details of remuneration sought to be paid	NA
12	Remuneration last drawn (₹ in Lakh)	300.00
13	Comparative remuneration profile, profile of the position and person	NA
14	Pecuniary relationships directly or indirectly with the Company	Nalin J. Gupta is the promoter and Managing Director of the Company
15	Number of Board Meeting attended during the Year	4
16	Disclosure of relationship with other directors/KMP	Mr. Nalin J. Gupta is son of Mr. Jagdishkumar M. Gupta and brother of Mr. Kamal J. Gupta, whole time directors of the Company
17	Shareholding of Director with J. Kumar Infracore Ltd	29,29,000
18	List of Directorship in other companies as on March 31, 2020	J. Kumar Software Systems (India)Private Limited J. Kumar Minerals & Mines (India)Private Limited J. Kumar Developers Limited

**By Order of the Board
For J. Kumar Infracore Ltd.**

Place : Mumbai
Date : August 20, 2020

**Poornima Reddy
Company Secretary**

Information at a glance:

SR.NO	PARTICULARS	DETAILS
1.	Day, Date and Time of e-AGM	Tuesday, September 29, 2020, 11.00 A.M.
2.	Mode	Video Conference (VC) and Other Audio Visual Means (OAVM)
3.	Participation through VC/OAVM	Members can login from 10.45 A.M (IST) on the date of the e-AGM at https://emeetings.kfintech.com/
4.	Submission of Questions/Queries before e-AGM	Members seeking any information with regard to the accounts or any matter to be placed at the e-AGM, are requested to write to the Company on or before Tuesday , September 22,2020 through email on investors.grievences@jkumar.com . The same will be replied by the Company suitably. Please note that, members queries/ questions will be responded to only, if the shareholder continues to hold the shares as on the cut-off date i.e Tuesday , September 22, 2020
5.	Speaker Registration before e-AGM	Visit https://emeetings.kfintech.com/ and click on “ Speaker Registration ” during e-voting period from (Saturday , September 26, 2020) (9.00 A.M IST) (Monday , September 28, 2020 17.00 P.M IST
6.	Recorded Transcript	Will be made available post e-AGM at www.jkumar.com
7.	Dividend for FY 2020 recommended by the Board	Rs 1.25/- per share face value of Rs 5/-
8.	Dividend Book Closure Dates	Wednesday, September 23, 2020 to Tuesday, September 29, 2020
9.	Dividend Payment Date	Tuesday, October 5, 2020
10.	Cut-off date for e-voting	Tuesday, September 22, 2020
11.	Remote e-voting start time and date	Saturday, September 26, 2020 at 9.00 A.M
12.	Remote e-voting end time and date	Monday, September 28, 2020 at 17.00 P.M
13.	Remote e-voting website of Kfin Technologies Private Limited)	https://evoting.karvy.com
14.	Name, address and contact details of e-voting service provider and registrar and transfer agent	KFin Technologies Private Limited, Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032 Tel No: 1800-425-8998/1800-345-4001 040 67162222 Email: Einward.ris@kfintech.com
15.	Email Registration and Contact Updation Process	Demat Shareholders: Contact respective Depository Participant Physical Shareholders: Kfin Technologies Private Limited at email : Einward.ris@kfintech.com