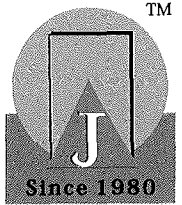


J. Kumar Infraprojects Ltd.

CIN No. L74210MH1999PLC122004

We dream ... So we achieve...

Regd. Off.: 16-A, Andheri Industrial Estate, Veera Desai Road, Andheri (W), Mumbai - 400053. INDIA
Ph.: +91-22-6774 3555. Fax : 91-22-2673 0814. E-mail : info@jkumar.com Website: www.jkumar.com



J. Kumar

ISO 9001:2008
ISO 14001:2004
OHSAS 18001:2007

Date: 28th October, 2015

To,
The Manager
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051

Dear Sirs,

Re: Proposed issuance of equity shares, of face value Rs 10 each, ("**Equity Shares**"), of J. Kumar Infraprojects Limited ("**Company**"), pursuant to the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("**SEBI Regulations**"), to Qualified Institutional Buyers (as defined in the SEBI Regulations) and Section 42 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the "**Qualified Institutions Placement**")

- This is to inform you that in respect of the Qualified Institutions Placement, the QIP Issue Committee of the Board has, at its meeting held today i.e. 28th October, 2015, *inter alia*, passed the following resolutions:
 - declaring the closure of the Qualified Institutions Placement today (i.e. 28th October, 2015);
 - determining and approving the issue price of Rs 730 per Equity Share for issuance and allocation of up to 5,606,548 Equity Shares, to eligible qualified institutional buyers in the Qualified Institutions Placement, aggregating to Rs 40,927.80 lacs. We have offered a discount of up to Rs 23.87 i.e 3.17% to the Floor Price of Rs 753.87 in accordance with the proviso to Regulation 85(1) of the SEBI Regulations; and
 - approving and adopting the placement document dated 28th October, 2015, in connection with the Qualified Institutions Placement (the "**Placement Document**").
- In relation to the Qualified Institutions Placement, we have filed the placement document dated 28, October 2015 with your office on 28th October, 2015.
- The Qualified Institutions Placement had opened on October 26, 2015 and the same was intimated to you vide our letter dated October 26, 2015.

A certified copy of this resolution passed by the QIP Issue Committee of the Board is enclosed for your information. We request you to take the above on the record, and the same be treated as compliance under applicable clause(s) of the Listing Agreement.

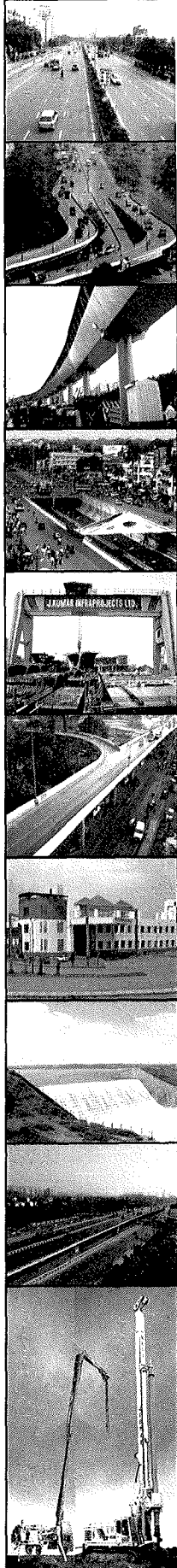
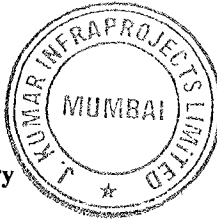
Yours faithfully,
For **J. Kumar Infraprojects Limited**

Poornima

Company Secretary and Authorised Signatory

Name: Mrs. Poornima Reddy

Place: Mumbai



J. Kumar Infraprojects Ltd.

CIN No. U74210MH1999PLC122823

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J. Kumar

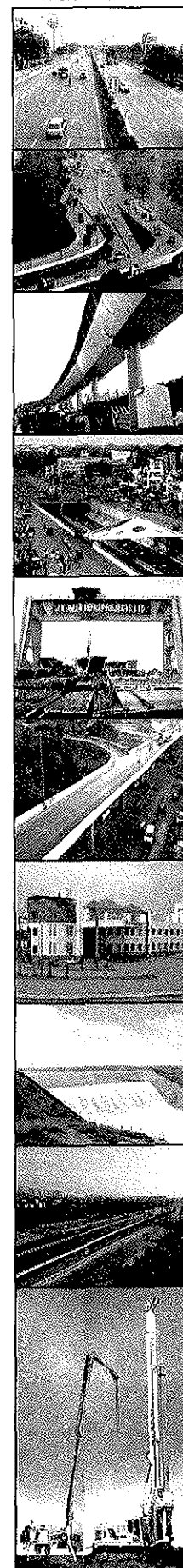
ISO 9001:2008
ISO 14001:2004
OHSAS 10001:2007

Certified true copy of the resolution passed by the Committee of directors of J. Kumar Infraprojects Limited (the "**Company**") on offer, issue, and allotment of securities ("**Committee**") on Wednesday 28th October 2015 authorizing the closing of the qualified institutions placement of securities and approving and adopting the final price at which the securities would be issued pursuant to the qualified institutions placement

"RESOLVED THAT pursuant to the powers conferred on the Committee in connection with the Issue (as defined hereinafter), by the shareholders of the Company in connection with the proposed placement of equity shares of the Company of face value of Rs. 10 each ("**Equity Shares**") to qualified institutional buyers pursuant to the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("**SEBI Regulations**") and Section 42 of the Companies Act, 2013 ("**Issue**"), as approved by the resolution passed by the board of directors of the Company ("**Board**") on July 28, 2015, and a special resolution passed by the shareholders of the Company on September 15, 2015 and the general powers conferred on the Committee pursuant to the resolution passed by the Board at its meeting held on Tuesday 6th October 2015 and as opened pursuant to the resolution passed by the Committee at its meeting dated Monday 26th October 2015, the bid period in connection with the Issue be and is hereby declared as closed on the date of this resolution with immediate effect.

RESOLVED FURTHER THAT in respect of the issue of Equity Shares by the Company to qualified institutional buyers in terms Issue, the Company be and is hereby authorised to issue and allot up to 5606548 Equity Shares at a price of Rs. 730.00 per Equity Share (including a premium of Rs. 720.00 per Equity Share), aggregating to Rs. 409,27,80,040/- (Rupees Four hundred Nine Crores Twenty Seven Lakhs Eighty Thousand Fourty Rupees) ("**Issue Price**"), to successful bidders who are qualified institutional buyers, in accordance with the terms and conditions of the preliminary placement document, the application forms, the final placement document and the confirmation of allocation note, in connection with the Issue, and applicable statutory and or regulatory requirements.

RESOLVED FURTHER THAT any director on the Board, Mr. Jagdishkumar Gupta, Executive Chairman, or Mr. Kamal Jagdishkumar Gupta, Managing Director or Mr. Nalin Jagdishkumar Gupta, Managing Director and Mrs. Poonima Reddy, Company Secretary, be and hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolution, including but not limited to intimating the above to the relevant stock exchanges and making other statutory and/or regulatory filings, if any."



J. Kumar Infraprojects Ltd.

CIN No. L74210MH1999PLC122886

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J. Kumar

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ISO 14001:2004
OHSAS 18001:2007

RESOLVED FURTHER THAT in connection with the proposed placement of Equity Shares to qualified institutional buyers pursuant to the provisions of Chapter VIII of the SEBI Regulations, and Section 42 of the Companies Act 2013, the draft of the placement document proposed to be filed with BSE Limited and the National Stock Exchange of India Limited and the Registrar of Companies, Maharashtra at Mumbai in connection with the Issue ("**Placement Document**"), which have been placed before the Board and duly initialed by the, Mr. Kamal J Gupta, Managing Director for identification purposes be and are hereby approved and adopted by the QIP Issue Committee.

RESOLVED FURTHER THAT such number of directors of the Company representing at least the majority of the number of directors on the Board be and are hereby authorized to sign the placement document to be filed with the relevant stock exchanges ("**Placement Document**") for and on behalf of the Company and submit the same to the relevant stock exchanges and other applicable statutory and/or regulatory authorities, as may be required in connection with the Issue.

RESOLVED FURTHER THAT such number of directors of the Company representing at least the majority of the number of directors on the Board be and are hereby authorized to sign the confirmation of allocation note to be issued to bidders confirming allocation of Equity Shares to such bidders and requesting payment for the entire applicable Issue Price for all Equity Shares allocated to such bidders ("**CAN**").

RESOLVED FURTHER THAT Mr. Jagdishkumar Gupta, Executive Chairman, or Mr. Kamal Jagdishkumar Gupta, Managing Director or Mr. Nalin Jagdishkumar Gupta, Managing Director and Mrs. Poornima Reddy, Company Secretary, be and hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolution, including making any corrections, amendments or modifications to the to the Placement Document and the CAN that may be required and to file the Placement Document with the Stock Exchanges or any other regulatory authorities as may be required and to do all such acts do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings, as it may in their absolute discretion deem necessary or desirable in connection with and incidental thereto including but not limited to intimating the above to the relevant stock exchanges and the Registrar of Companies, Maharashtra at Mumbai and other applicable statutory and/or regulatory authorities, as may be required in connection with the Issue.

CERTIFIED TRUE COPY

FOR J. Kumar Infraprojects Limited

Poornima
Poornima Reddy
Company Secretary

