

Ref: JPVL:SEC:2017

16th September, 2017

The Manager
Listing Department
National Stock Exchange of India Ltd
"Exchange Plaza", C-1, Block G,
Bandra-Kurla Complex,
Bandra (E),
Mumbai -400 051

BSE Limited
25th Floor, New Trading Ring,
Rotunda Building,
P J Towers, Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 532627

Scrip Code: JPPOWER

Sub:- (i) Proceedings of 22nd Annual General Meeting of the Members of the Company

Dear Sirs,

This is to inform you that 22nd Annual General Meeting of the Members of the Company was held on Friday, 15th September, 2017 at 10.00 A.M. at the Registered Office of the Company i.e. at Complex of Jaypee Nigrie Super Thermal Power Plant, Nigrie, Tehsil Sarai, District Singrauli – 486 669 (Madhya Pradesh), to transact the Ordinary and Special Businesses contained in the Notice dated 17th August, 2017 of Annual General Meeting.

As required by the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to the members to exercise vote electronically on the resolutions contained in the Notice of Annual General Meeting. The Remote e-voting was held between Tuesday, 12th September, 2017 (9:00 A.M.) to Thursday, 14th September, 2017 (5:00 P.M.).

At the Annual General Meeting, the Chairman informed that Item No. 14 of Special Business may not be considered for voting as Shri Atanu Sen, Director has resigned w.e.f. 13th September, 2017.

Voting by poll on all the Resolutions mentioned in the Notice was taken-up. Accordingly, the facility to Vote through Polling papers was provided to those members who were present at the AGM and have not exercised the option of Remote E-Voting.



Corp. Office

Regd. Office

E-mail

Website

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Complex of Jaypee Nigrie Super Thermal Power Plant, Nigrie,
Tehsil Sarai, District Singrauli - 486669 (Madhya Pradesh)
Ph.: +91 (7801) 286021 - 39 Fax: +91 (7801) 286020
jpv.investor@jalindia.co.in
www.jppowerventures.com

As already informed to the Stock Exchanges, Shri D.P. Gupta and Shri Vishal Lochan Aggarwal were appointed as Scrutinizer and Alternate Scrutinizer respectively for Remote e-voting and Voting through Polling Papers.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith Summary of Proceedings of the 22nd AGM as **Annexure-I**.

This is for your information and records.

Thanking you,

Yours faithfully,

For JAIPRAKASH POWER VENTURES LIMITED

(A.K. Rastogi)

Joint President & Company Secretary

Encl: As above

JAIPRAKASH POWER VENTURES LIMITED

CIN: L40101MP1994PLC042920

Registered Office: Complex of Jaypee Nigrie Super Thermal Power Plant, Nigrie, Tehsil Sarai, Dist. Singrauli 486669 (M. P.)

Phone: +91 (7801) 286021-39; **Fax:** +91 (7801) 286020

Corporate Office: 'JA House', 63, Basant Lok, Vasant Vihar, New Delhi- 110057

Website: www.jppowerventures.com E-mail: jpvl.investor@jalindia.co.in

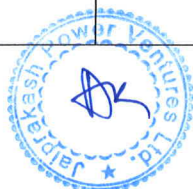
SUMMARY OF PROCEEDINGS OF 22ND ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON 15TH SEPTEMBER, 2017 PURSUANT TO REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

1. 22nd Annual General Meeting of the Members of the Company was held on Friday, 15th September, 2017 at 10 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 (Madhya Pradesh), to transact the Ordinary and Special Businesses contained in the Notice dated 17th August, 2017 of Annual General Meeting.
2. Since, Chairman and Vice Chairman could not attend the meeting, in terms of Article 68 of the Articles of Association of the Company, Shri Suren Jain, Managing Director & CFO was elected by the Directors present in the meeting as the Chairman of the meeting.
3. The Chairman introduced the Directors on the dias and informed the names of Directors who could not attend the AGM and reasons thereof.
4. He also confirmed the presence of Secretarial Auditor, Authorised Representative of the Statutory Auditors and Chairman of Audit Committee and Chairman of Nomination & Remuneration Committee.
5. The Chairman then informed that Register of Directors and Key Managerial Personnel and their Shareholding, Proxy Registers and other document as statutory required were available for inspection of members.
6. With the permission of Members, the Notice convening the AGM, Directors' Report and Financial Statements having been circulated, were taken as read.
7. Company Secretary read the Auditors Report on Standalone and Consolidated Financial Statement of the Company and stated that explanation on observations made by Auditors in their Report has been explained in the Directors' Report and there was no qualification and observation in the Secretarial Audit Report.
8. The Chairman then delivered his speech.



9. The Chairman informed that as per the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided to the members remote e-voting facility of casting of votes using electronic voting system on the resolutions contained in the Notice of Annual General Meeting.
10. Company Secretary then apprised the member that the Company had offered remote e-voting facility to the shareholders at the NSDL platform from 12th September, 2017 (9:00 A.M.) to 14th September, 2017 (5:00 P.M.). He then informed about details of the procedure relating to voting through ballot paper. It was informed that those shareholders who had cast their votes through e-voting should not vote again, as the votes exercised through remote e-voting would prevail.
11. It was informed that the Board of Directors had appointed **Shri D.P. Gupta, Practising Company Secretary as the Scrutinizer and Shri Vishal Lochan Aggarwal, Practising Company Secretary as an Alternate Scrutinizer**, to scrutinize the remote e-voting and Poll process (through ballot paper) in a fair and transparent manner.
12. The Chairman informed the objectives and implications of following items of business to be transacted at the AGM:

Item No.	Business item	Type of Resolution
	ORDINARY BUSINESS	
1	Adoption of Audited Standalone and Consolidated Financial Statement for the year ended 31 st March, 2017 and the Reports of Directors and Auditors thereon	Ordinary
2	Re-appointment of Shri Manoj Gaur (DIN: 00008480) , who retires by rotation	Ordinary
3	Re-appointment of Shri G.P. Gaur (DIN:00918895) , who retires by rotation	Ordinary
4	Re-appointment of Ms. Sunita Joshi (DIN: 00025720) , who retires by rotation	Ordinary
5	Appointment of M/s. Lodha & Co., Chartered Accountants (Firm Registration No.301051E) as Statutory Auditors & fixing their remuneration	Ordinary



SPECIAL BUSINESS		
6	Ratification of the remuneration of M/s. Kabra & Associates, Cost Auditors, (Firm Regn. No. 0075) , of the Company	Ordinary
7	Appointment of Shri M.K.V. Rama Rao (DIN 03257012) as Director	Ordinary
8	Re-appointment of Shri R.N. Bhardwaj (DIN: 01571764) , as an Independent Director.	Special
9	Re-appointment of Shri B. B. Tandon (DIN: 00740511) , as an Independent Director	Special
10	Re-appointment of Shri A. K. Goswami (DIN: 02636247) , as an Independent Director	Special
11	Re-appointment of Shri S. S. Gupta (DIN: 02284265) , as an Independent Director	Special
12	Re-appointment of Dr. J. N. Gupta (DIN: 00397952) , as an Independent Director	Special
13	Re-appointment of Shri K. N. Bhandari (Din: 00191219) , as an Independent Director	Special
14	Re-appointment of Shri Atanu Sen (DIN: 05339535) , as an Independent Director	He informed that Item No. 14 of Special Business may not be considered for voting as Shri Atanu Sen, Director has resigned w.e.f. 13 th September, 2017.
15	Re-appointment of Shri Sham Lal Mohan (DIN: 00028126) , as an Independent Director	Special
16	Re-appointment of Shri Keshav Prasad Rau (DIN: 02327446) , as an Independent Director	Special

13. Since, the next item of business was relating to fixation of remuneration of Shri Suren Jain, Managing Director & CFO as such he being interested, with the consent of Directors present Shri B.B. Tandon, Director was elected as Chairman of the meeting for the following item.



17	Fixation of remuneration of Shri Suren Jain (DIN:00011026) , Managing Director & Chief Financial Officer	Special
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14. Thereafter, Shri Suren Jain, Chairman of the meeting resumed the proceedings and the Chairman requested the member for a voting by poll for all the Resolutions mentioned in the Notice except Item No. 14. Accordingly, the poll was conducted and the Members were given the opportunity to cast their votes on poll.
15. It was informed that counting of the votes and verification of polling papers would take sometime as such the result of poll would be declared by the Chairman within forty eight hours of the meeting. The voting results along with the Consolidated Scrutinizer's Report would be sent to the stock exchanges and NSDL and posted on Company's website www.jppowerventures.com and Notice Board of the Company, along with the Report of the Scrutinizers. The result shall also be posted at NSDL's website and the same shall be intimated to NSE & BSE also. The resolutions thus passed shall be deemed to be passed at this AGM on 15th September, 2017 itself.
16. The Chairman then invited shareholders to ask questions and seek clarifications which was responded by him.
17. The meeting was concluded at **1.15 P.M.** with a vote of thanks to the Chair.

For Jaiprakash Power Ventures Limited

 (A. K. Rastogi)
 Jt. President & Company Secretary

