

JAIPRAKASH ENGINEERING AND STEEL COMPANY LIMITED

35TH ANNUAL REPORT

2019 - 20

Board of Directors

Uday Shankar Jha
Chairman

K Srinivasa Raju
(w.e.f 25th February, 2020)

Lalitha Raghuram
Independent Director

Tsalla Srinivas
Manager

Registered Office
No. 510, 3rd A Cross 2nd
Main, 3rd Block, Raj Mahal
Vilas II,
Dollars Colony,
Bangalore – 560 094

CIN : U00337KA1993PLC014694

Auditors
M/s. Saranga Pani & Co.,
Chartered Accountants
Hyderabad

NOTICE

Notice is hereby given that the 35th Annual General Meeting of Jaiprakash Engineering and Steel Company Limited will be held at 10.00 a.m. on Tuesday, December 29, 2020 at the registered office of the company at No. 510, 3rd A Cross 2nd main, 3rd Block, Rajmahal Vilas – II Dollars Colony, Bangalore – 560 094, Karnataka to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the 35th Annual Report of the company including Financial Statements for the Financial Year ended March 31, 2020 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Uday Shankar Jha (DIN No. 00056510) who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES:

3. To consider and thought fit, to pass with or without modification(s) if any, the following Ordinary Resolution:

“RESOLVED THAT Mr. Kunaparaju Srinivasa Raju(DIN: 08195200) who was appointed as an Additional Director with effect from February 25, 2020 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including its statutory modification or re-enactment thereof), who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

By Order of the Board



K Srinivasa Raju
Director
08195200

Place: Hyderabad
Date: August 31, 2020

NOTES

- 1) A member entitled to attend and vote at the annual general meeting (“the meeting”) is entitled to appoint a proxy(ies) to attend and vote instead of himself / herself and such a proxy need not be a member of the company.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy should be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting.

- 2) Members / Proxyholders and Authorized representatives are requested to bring to the Meeting, the duly filled in attendance slip(s) enclosed herewith along with their copy of Annual Report. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Act are requested to send to the Company, a certified copy of the Board Resolution authorizing representative to attend and vote on its behalf at the Meeting.
- 3) Copies of all documents referred to in the notice and explanatory statement annexed thereto are available for inspection at the Registered Office of the Company during normal business hours on all working days till the date of the Annual General Meeting.
- 4) A route map showing directions to reach the venue of the Annual General Meeting forms part of the Notice.

Statement pursuant to Section 102 of the Companies Act, 2013

Item no. 3

Board of Directors of the company through resolution passed in their meeting held on 25th day of February, 2020 has appointed Mr. Kunaparaju Srinivasa Raju (DIN: 08195200) as Additional Director of the company till the date of the next annual general meeting. Accordingly, in terms of the provisions of Companies Act, 2013 approval of the members of the company is required for regularization of Mr. Kunaparaju Srinivasa Raju as Director of the company.

None of the Directors of the company, except appointee himself, is concerned or interested in the resolution.

The Board recommends the resolution set forth in item no. 3 for the approval of the members.

By Order of the Board



K Srinivasa Raju
Director
08195200

Place: Hyderabad
Date: August 31, 2020

ANNEXURE TO ITEM No. 3 OF THE NOTICE

Details of the Directors / Manager seeking appointment or reappointment at the Annual General Meeting

Name of the Director	Mr. K Srinivasa Raju
DIN / PAN	08195200
Date of Birth	24.07.1965
Age	55
Nationality	Indian
Date of first appointment on the Board	February 25, 2020
Qualification	Civil Draughtsman (CTS)
Expertise in Specific functional areas	He has over 30 years of experience in the Agro Industry.
Terms and Conditions of Appointment	Appointed as Director of the Company liable to retire by rotation.
Shareholding in Company	NIL
List of Directorships held in other Companies	<ol style="list-style-type: none"> 1. K V K Raju International Leadership Limited 2. Nagarjuna Investors Services Limited 3. Nagarjuna Employees Welfare Foundation 4. Haranyalakshmi Agro Seeds Private Limited 5. Sahasra Agro Tech Farms Private Limited 6. Tapovan Agro Tech Private Limited 7. Stavista Agro Farm Private Limited 8. Arjuna Real Heights Private Limited 9. Karshak Cultivators Private Limited 10. Vaastalya Agros Private Limited 11. Sethunya Agro Solvers Private Limited 12. Nitchala Agro Tech Private Limited
Remuneration last drawn	NIL
Relationship with other Directors, Manager and Key Managerial Personnel	NIL
Number of Meetings of the Board attended during the year	One (1)
Membership/ Chairmanship of Committees of other Boards	NIL

DIRECTORS' REPORT

Your Directors present the 35th Annual Report on the Business and Operations of Jaiprakash Engineering And Steel Company Limited ("JESCO" / "the Company") together with the Audited Financial Statements for the year ended March 31, 2020 and other accompanying reports, notes and certificates.

The Financial Results of the Company for the year ended March 31, 2020 are as under:

A. BUSINESS AND FINANCIAL HIGHLIGHTS

Particulars	(in Rs.)	
	2019 – 2020 Current Year	2018 – 2019 Previous Year
Net sales/income from Operations	-	-
Other Income	1,19,571	90,889
Total Expenditure		
a. Increase/(decrease) in Stock	-	-
b. Cost of materials consumed	-	-
c. Employee benefits expense	-	-
d. Purchase of traded products	-	-
e. Power and fuel	-	-
f. Other expenses	1,52,743	160,088
Total	1,52,743	160,088
Finance cost	652.26	606
Depreciation and amortization	-	-
Profit before tax	(33,824)	(69,805)
Provision for tax	-	-
Deferred tax	-	-
Profit after tax	(33,824)	(69,805)
Dividend – equity shares	-	-
Tax on proposed dividend	-	-
Balance c/d to balance sheet	(33,824)	(69,805)
Paid Up equity share capital (Face value of Re.10/- per share)	225972030	225972030
Reserves excluding revaluation reserve	(46,698,045)	(46,664,221)
Earnings per share (annualized) – in Rs.		
Basic and Diluted	(0.001)	(0.003)

Financial Summary

The Loss after tax for the year was Rs.33,824 against loss after tax of Rs.69,805 for the previous year.

Activities of the company

Your Company is considering implementing the projects related to development of Fertilizers and Chemicals Complex and Integrated Township projects in Kenjar, Thokur and Kulai villages of Mangalore to utilize the available land appropriately and gainfully.

The Company has, during the year 1996 made application to Karnataka Industrial Areas Development Board (KIADB) for allotment of land for the purpose of its integrated steel plant at Mangalore. The Company had paid Rs.30.53 Crore to KIADB towards deposit for

acquisition of land (lease hold and free hold). KIADB had given possession of 986.52 acres of land to the Company. Subsequently, the Company has decided to shelve the Project and approached to KIADB for surrender of land allotted and refund the amount deposited. KIADB agreed to reimburse the deposit with a condition that as and when KIADB receive request from any prospective investor, the Company's lands will be offered and upon acceptance by potential investor deposit will be refunded to Company from the sale proceeds so received.

Accordingly, the Company has surrendered 204.96 acres for sale by KIADB to others and 232.86 acres for other uses as ordered by the Govt. of Karnataka and KIADB after which it is in possession of 548.70 acres as at March 31, 2016. After adjusting the amounts received from KIADB and the amounts charged by it towards various expenses, the deposit recoverable stands at Rs.17,59,47,363 as at March 31, 2018 which is shown under Long term Loans and Advances. In the opinion of the management, the realisable value of land in possession is in excess of deposit with KIADB.

In the meantime the Company has applied for approval to implement two projects i.e. Fertilizers and Chemicals Complex and Integrated Township to Karnataka Government during the year in the balance land held by the Company. The Government of Karnataka has approved the same vide GO No. CI 175 SPI 2011, Bangalore dated 18.08.2011, 07.05.2012 and GO No. CI176 SPI 2011 dt.18.08.2011.

The Government of Karnataka has passed order No. CI 175 SPI 2011 Dt. 11-11-2013 cancelling the land allotment made to the Company stating that the Company has not implemented the approved projects and also advised KIADB to resume the balance land from the Company. The Company has filed a writ petition challenging the Order of the Govt. of Karnataka and the Hon'ble High Court of Karnataka has prohibited the Govt. of Karnataka from dispossessing the land in possession of the Company.

The High Court of Karnataka on April 23, 2018 has lifted the stay and permitted the Government of Karnataka from taking possession of 160 acres of land from the Company for handing over the same to prospective applicants.

The stay of the High Court of Karnataka in relation to dis-possession of land in the possession of the Company for 388.70 acres continues. Pending crystallization of plans and considering the above said developments, the Financial Statements of the Company for the year have been prepared on going concern basis, notwithstanding the project initially planned been shelved.

Share Capital

The paid-up equity capital of the company as on March 31, 2020, is Rs.22,59,72,030/- consisting of 2,25,97,203 equity shares of Rs.10/- each.

Transfer to Reserves

There has been no transfer to General Reserves during the Financial Year 2019-20 in view of losses incurred by the Company.

Dividend

Considering the operating performance for the financial year ended on March 31, 2020, your Directors do not recommend any dividend for the year.

Change in the nature of business

During the year, there was no change in the nature of business of the company

Subsidiaries, Joint Ventures or Associate Companies

During the year, there was no subsidiary, Joint Ventures or Associate Companies

Material changes and commitments

The management of the Holding Company i.e., Nagarjuna Fertilizers and Chemicals Limited Company in its Board meeting dated February 12, 2020 accorded its consent to write off the remaining investment in the books of accounts of the company, held in Jaiprakash Engineering and Steel Company Limited amounting to 13.4617 Crs,

B. DIRECTORS, BOARD COMMITTEES, KEY MANAGERIAL PERSONNEL AND REMUNERATION

Directors Retiring by Rotation

In accordance with Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Uday Shankar Jha who is liable to retire by rotation and being eligible, offers himself for re-appointment as Director of the Company, subject to retirement by rotation.

The Board of Directors commend his re-appointment for consideration of the Shareholders.

Appointment of Mr. K Srinivasa Raju as a Director

Mr. K Srinivasa Raju has been appointed as an Additional Director of the Company with effect from February 25, 2020 subject to ratification of members at this Annual General Meeting.

Resignation of Mr. K S Raju, Director

Mr. K S Raju, Director of the Company has resigned from the Directorship of the Company with effect from February 25, 2020

Declaration by Independent Directors:

The Independent Directors have submitted their disclosure to the Board that they fulfill all the requirements of independence so as to qualify as an Independent Director under Section 149(6) of the Companies Act, 2013.

Key Managerial Personnel:

The following are the Key Managerial Personnel of the Company as defined under Sections 2(51), 203 of the Companies Act, 2013 read with The Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 as on date of this report:

Mr. Tsalla Srinivas

Mr. Hanumantha Rao Muralidhar

Manager

Chief Financial Officer (Vacated office w.e.f November 01, 2019)

Mr. K Chandra Sekhar Naidu

Company Secretary (Vacated office w.e.f July 01, 2019)

Meetings of the Board

The Board of Directors of your company, during the period under review met five times on May 15, 2019, August 01, 2019, October 28, 2019, January 27, 2020 and February 25, 2020.

Personnel

There are no employees as on date on the rolls of the Company who are in receipt of remuneration which requires disclosures under Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

COMMITTEES:

Audit Committee:

The Audit Committee of the Board of Directors is in compliance with the provisions of Section 177 of the Companies Act, 2013. The terms of reference are in compliance with the provisions of the law.

The Committee meets periodically to review the internal audit report, quarterly financial statements and annual financial statements and recommends its findings to the Board apart from taking action independently whenever required. The Statutory Auditors, the Internal Auditor, Cost Auditors attend and participate in the Audit committee Meetings.

The Audit Committee comprises of:

Name	Designation
Mrs. Lalitha Raghuram	Chairperson
Mr. Uday Shankar Jha ¹	Member
Mr. K Srinivasa Raju ²	Member
Mr. C B Mouli ³	Member
Mr. K S Raju ⁴	Member

¹ Inducted with effect from 28.10.2019

² Inducted with effect from 25.02.2020

³ Resigned with effect from 10.10.2019

⁴ Resigned with effect from 25.02.2020

Nomination and Remuneration Committee:

The Nomination and Remuneration Committee was constituted in compliance with the provisions of the Companies Act, 2013.

The Company has formulated the criteria for determining, inter-alia, qualifications, positive attributes and independence of a Director and policy relating to the remuneration for the Directors, Key Managerial Personnel, Senior Management and other employees.

The Nomination and Remuneration Committee comprises of:

Name	Designation
Mrs. Lalitha Raghuram	Chairman
Mr. Uday Shankar Jha ¹	Member
Mr. K Srinivasa Raju ²	Member
Mr. C B Mouli ³	Member
Mr. K S Raju ⁴	Member

¹ Co-opted with effect from 28.10.2019

² Co-opted with effect from 25.02.2020

³ Resigned with effect from 10.10.2019

⁴ Resigned with effect from 25.02.2020

DISCLOSURES

Related party transactions

All related party transactions done by the Company during the financial year were at arm's length and in ordinary course of business. There are no contracts or arrangements entered into by the company with related parties in accordance with the provisions of Section 188(1) of the Companies Act, 2013.

Particulars of Loans, Guarantees or Investments

The company has not provided any Loans, Guarantees or made Investments pursuant to Section 186 of the Companies Act, 2013.

Conservation Of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

In relation to the information required to be furnished under the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, the company is not undertaking any manufacturing activity and accordingly there is no information available pertaining to Conservation of Energy and Technology Absorption. There is no Foreign Exchange Earnings and Outgo.

Extract of Annual Return

The Extract of the Annual Return for the year ended 31st March, 2020; appear as Annexure- I to this report

Compliance with Secretarial Standards

The Board of Directors affirms that the Company has complied with the applicable Secretarial Standards issued by the Institute of Companies Secretaries of India relating to Meetings of the Board and its Committees and the General Meetings, which have mandatory application during the year under review.

Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

There were no orders passed by Regulators or Courts or Tribunals impacting the going concern status and future business operations of the Company.

Adequacy of Internal Financial Controls

The company has established and is maintaining internal controls and procedures. The Board of Directors have evaluated the effectiveness of the company's internal controls and procedures and confirm that they are adequate based on the size and the nature of its business.

Details in respect of frauds reported by Auditors other than those which are reportable to the Central Government

The Statutory Auditors, Cost Auditors or Secretarial Auditors of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

Deposits

The Company has not accepted any deposits falling under the ambit of Chapter V of the Companies Act, 2013 and the Rules framed thereunder, during the year nor are there any unpaid /unclaimed deposits at the end of the year. Accordingly, no disclosure or reporting is required in respect of details relating to deposits.

C. AUDITORS AND AUDIT REPORT

Appointment of Statutory Auditors

M/s. Saranga Pani & Co., Chartered Accountants, Hyderabad, were appointed as the Statutory Auditors' for a term of five years commencing from the conclusion of the 32nd Annual General Meeting up to the conclusion of the 37th Annual General Meeting subject to ratification by the Members of the company every year at the Annual General Meeting.

Statutory Audit Report

The Auditors of the company have invited attention to "Emphasis of Matter" in the Auditors Report, in relation to matter pending before the Hon'ble High Court of Karnataka. Emphasis of Matter given in Auditors Report read with Note 3.1 of Notes to Financial Statements for the year ended March 31, 2020 are self-explanatory and do not call for any further comments.

D. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) and Section 134(5) of the Companies Act, 2013, the Board of Directors of the Company hereby report:

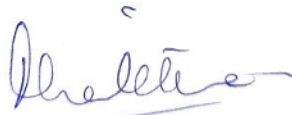
- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the annual accounts on a going concern basis; and
- (e) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation for the support and cooperation extended by the Central Government, Government of Karnataka and Nagarjuna Fertilizers and Chemicals Limited.

Hyderabad
August 31, 2020

By Order of the Board



Lalitha Raghuram
Director
07161344



K. Srinivasa Raju
Director
08195200

Annexure – I

FORM MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2020

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	U00337KA1993PLC014694
Registration Date	01.09.1993
Name of the Company	Jaiprakash Engineering and Steel Company Limited
Category / Sub-Category of the Company	Public Company Limited by Shares
Address of the Registered office and contact details	No. 510, 3rd A Cross 2nd Main, 3rd Block, Raj Mahal Vilas II, Dollars Colony, Bangalore – 560 094
Whether listed company	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	XL Softech Systems Limited

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
-	--	--	--

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1.	Nagarjuna Fertilizers and Chemicals Limited	L24129TG2006PLC07623 8	Holding Company	99.84%	2(46)

b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	28,880	28,880	0.12%	-	28,880	28,880	0.12%	0.00%
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	6,630	6,630	0.04%	-	6,630	6,630	0.04%	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	0.0%	-
c) Others NRI	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign National	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	35,510	35,510	0.16%	-	35,510	35,510	0.16%	0.00%
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	35,510	35,510	0.16%	-	35,510	35,510	0.16%	0.00%

C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	2,25,61,693	35,510	2,25,97,203	100.00%	2,25,61,693	35,510	2,25,97,203	100.00%	0.00%

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1.	Nagarjuna Fertilizers and Chemicals Ltd.	2,25,61,693	99.84%	-	2,25,61,693	99.84%	-	0.00%
	Total	2,25,61,693	99.84%	-	2,25,61,693	99.84%	-	0.00%

(iii) Change in Promoters' Shareholding

Sl. No.	Shareholding at the beginning of the year				Cumulative Shareholding during the year	
	Name	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
	At the beginning of the year					
-	-	-	-	-	-	
	At the End of the year					
-	-	-	-	-	-	

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the Company
At the beginning of the year					
1.	Amlika Mercantile Private Limited	28,880	0.13%	28,880	0.13%
2.	Mr. Rahul Raju	6,626	0.03%	6,626	0.03%
3.	Mr. Vyas Maheshwara Rao	1	0.00%	1	0.00%
4.	Mr. T V Dwarkanath	1	0.00%	1	0.00%
5.	Mr. M Rambabu	1	0.00%	1	0.00%
At the End of the year (or on the date of separation, if separated during the year)					
1.	Amlika Mercantile Private Limited	28,880	0.13%	28,880	0.13%
2.	Mr. Rahul Raju	6,626	0.03%	6,626	0.03%
3.	Mr Vyas Maheshwara Rao	1	0.00%	1	0.00%
4.	Mr T V Dwarkanath	1	0.00%	1	0.00%
5.	Mr. M Rambabu	1	0.00%	1	0.00%

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
	For Each of the Directors and KMP	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
-	-	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat				
	At the End of the year				
-	-	-	-	-	-

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Rs. In Lakhs			
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	-	-	-	-
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Managing Director/Whole Time Director/ Manager	Total Amount
1.	Gross salary	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-

2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify...	-	-
5.	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act	-	-

B. Remuneration to other directors

Sl. No	Particulars of Remuneration	Name of the Director	Total Amount
1.	Independent Directors	-	-
	• Fee for attending board / committee meetings	-	-
	• Commission	-	-
	• Others, please specify	-	-
	Total (1)	-	-
2.	Other Non-Executive Directors	-	-
	• Fee for attending board / committee meetings	-	-
	• Commission	-	-
	• Others, please specify	-	-
	Total (2)	-	-
	Total(1+2)	-	-
	Total Managerial Remuneration	-	-
	Overall Ceiling as per the Act	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

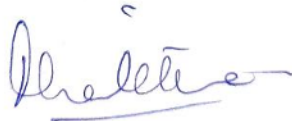
Sl. no	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit -others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	-	-	-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A.COMPANY	-	-	-	-	-
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B.DIRECTORS	-	-	-	-	-
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT	-	-	-	-	-
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Hyderabad
August 31, 2020

By Order of the Board



Lalitha Raghuram
Director
07161344



K. Srinivasa Raju
Director
08195200

JAI PRAKASH ENGINEERING AND STEEL COMPANY LIMITED

(CIN: U00337KA1993PLC014694)

Reg Office: D. No. 510, 3rd A Cross 2nd Main, 3rd Block, Raj Mahal Vilas II,
Dollars Colony, Bangalore – 560094

Email Address: secretarial@nagarjunagroup.com

35th Annual General Meeting at 10.00 A.M on December 29, 2020 at the registered office No. 510, 3rd A Cross 2nd Main, 3rd Block, Raj Mahal Vilas II, Dollars Colony, Bangalore – 560 094

ADMISSION SLIP

Name of the Member: _____ *DP ID: _____

Regd. Folio No.: _____ *Client ID _____

No. of shares held: _____

Signature of the Member /
Proxy

Note: Member / Proxy must hand over the duly signed attendance slip at the venue.

*Applicable for the members holding shares in electronic form.

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Proxy Form

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

Name of the member(s): _____ Email Id: _____

Registered Address: _____

Folio NO./Client ID* _____ DP ID*: _____

I/We, being the member(s) of _____ shares of Jaiprakash Engineering And Steel Company Limited, hereby appoint:

1. Name : _____
Address : _____
Email Id : _____
Signature : _____ or failing him

2. Name : _____
Address : _____
Email Id : _____
Signature : _____ or failing him

3. Name : _____
Address : _____
Email Id : _____
Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the company, to be held on the Tuesday, December 29, 2020 at the registered office No. 510, 3rd A Cross 2nd Main, 3rd Block, Raj Mahal Vilas II, Dollars Colony, Bangalore – 560 094

** I / we direct my / our proxy to vote on resolution(s) in the manner indicated below:

Ordinary Business
1. Adoption of Financial Statements for the year ended March 31, 2020 and the Directors Report and Auditors Report thereon
2. Appointment of Mr. Uday Shankar Jha as Director who retires by rotation
3. Appointment of Mr. K Srinivasa Raju, as a Director of the Company

Affix Revenue
Stamp

Signed this ____ day of _____ 2020

Signature of shareholder

Signature of Proxy holder(s)

NOTES:

- 1) The form should be signed across the stamp as per specimen signature registered with the Company.
- 2) The proxy form should be deposited at least forty-eight hours before the commencement of the meeting at the registered office of the Company.
- 3) A proxy need not be a Member of the Company.
- 4) A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Member.
- 5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 6) The submission by a Member of this form of proxy will not preclude such member from attending in person and voting at the Meeting.
- 7) Requisitions, if any, for inspection of Proxies shall be submitted to the company in writing at least three days before the commencement of the Meeting. Proxies shall be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting.
- 8) In case a member wishes his / her votes to be used differently, he / she should indicate the number of shares under the column "For" or "Against" as appropriate.

* Applicable for the members holding shares in electronic form.

** This is optional. Please put a tick mark (✓) in the appropriate column against the Resolutions indicated in the Box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate.