

NOTICE

NOTICE is hereby given that the Twenty Fifth Annual General Meeting of the Members of J.P. Morgan India Private Limited will be held on **Wednesday, September 6, 2017** at **11.30 a.m.** a.m. at the Registered Office of the Company at J.P. Morgan Tower, Off C.S.T. Road, Santacruz – East, Mumbai – 400 098 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2017 along with the report of the Auditors and Directors thereon.
2. To declare dividend on Preference shares for the Financial Year ended March 31, 2017.
3. To appoint Auditors and to fix their remuneration and for this purpose to consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any amendment, modification, variation or re-enactment thereof and pursuant to the recommendation of the Board, M/s. S. R. Batliboi & Co. LLP (Firm Registration No. 301003E/E300005) be and are hereby appointed as Statutory Auditors of the Company, in place of retiring Statutory Auditors M/s Price Waterhouse, Chartered Accountants (Firm Registration No. 301112E), to hold office from the conclusion of this Annual General Meeting until the conclusion of the Thirtieth Annual General Meeting, subject to ratification of such appointment by the Members of the Company at every Annual General Meeting at such remuneration plus taxes, out of pocket, travelling and other expenses incurred by them in connection with the audit, etc., as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.”

**By order of the Board of Directors
For J. P. MORGAN INDIA PRIVATE LIMITED**

Sd/-

**Neel Shahani
Director
DIN: 06854448**

Place : Mumbai
Date : August 10, 2017

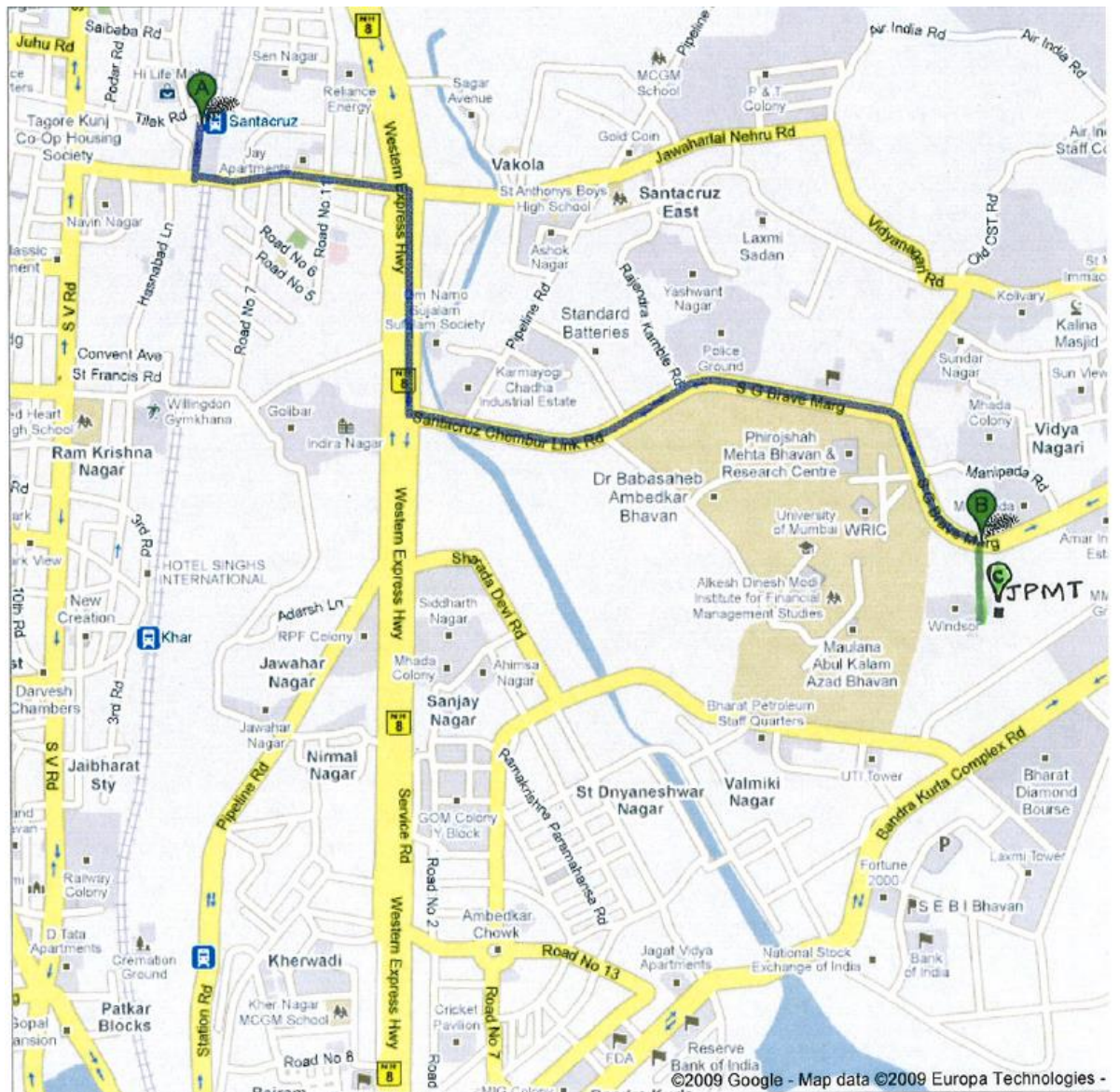
Registered Office:

J.P. Morgan Tower, Off C.S.T. Road,
Santacruz – East, Mumbai – 400 098
Tel No. 91-22-61573000 Fax No. 91-22-61573990
Website: www.jpmpil.com
Email Id: india_cs@jpmorgan.com
CIN: U67120MH1992FTC068724

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAT FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution/ Power of Attorney/Letter of Authority authorising their representative to attend and vote on their behalf at the Meeting.
3. The Register of Directors and Key Managerial personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, relevant documents referred to in the notice and the statements will be available for inspection by the members at the registered office of the company on all working days, during business hours up to and on the date of the meeting.
4. The route map of the address of the meeting is also annexed hereto and is hosted along with the notice on the website of the Company.

THE ROUTE MAP FOR THE VENUE OF THE ANNUAL GENERAL MEETING IS AS BELOW:



Directions from Santacruz Railway Station to J P Morgan Tower, Kalina

By Road:

- From Santacruz Station – East (A) head south on MG Road/Tilak Road towards Kanu Desai Rd (20m)
- Turn left at Station Road (0.8 km) to approach Western express Highway (Vakola junction)
- Turn right at Vakola Junction & take the Western Express Highway (1.4km) – below the flyover
- Take the 1st left to CST – Kalina road and continue further to Mumbai University Campus (2.9 km)
- After University Campus reach till Raheja Centre Point to point (B) (3.4 km)
- From (B) turn right for J P Morgan Tower (C), which is opposite Windsor (about 2 mins)

J. P. MORGAN INDIA PRIVATE LIMITED
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Santacruz – East, Mumbai – 400 098
Tel No.: 91-22-61573000 **Fax No.:** 91-22-61573990
Website: www.jpmipl.com
E-mail: india_cs@jpmorgan.com
CIN: U67120MH1992FTC068724

ATTENDANCE SLIP
(To be presented at the entrance)

Twenty-fifth Annual General Meeting of the Company held on **Wednesday, September 6, 2017** at **11.30** a.m. at the Registered Office of the Company situated at J.P. Morgan Tower, Off C.S.T. Road, Kalina, Santacruz – East, Mumbai – 400 098

1. Name(s) of member(s) :
(including joint-holders, if any)
2. Registered Address of the
Sole/ First named member :
3. Registered Folio No. :
4. No. of Shares :

I hereby record my presence at Twenty-fifth Annual General Meeting of the Company held on **Wednesday, September 6, 2017** at **11.30** a.m. at the Registered Office of the Company situated at J.P. Morgan Tower, Off C.S.T. Road, Kalina, Santacruz – East, Mumbai – 400 098

Name of the Shareholder/ Proxy.....

Signature of the Shareholder/ Proxy present

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CIN: U67120MH1992FTC068724

PROXY FORM

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

Name of the Member(s):

Registered address:

E-mail Id:

Folio No.:

I/ We being the member(s) of _____ shares of the J.P. Morgan India Private Limited do hereby appoint:

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him;

2. Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him;

3. Name: _____

Address: _____

E-mail Id: _____

Signature: _____

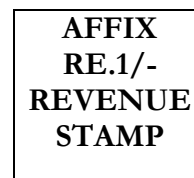
as my/ our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the Twenty-fifth Annual General Meeting of the Company held on **Wednesday, September 6, 2017** at **11.30** a.m. at the Registered Office of the Company situated at J.P. Morgan Tower, Off C.S.T. Road, Kalina, Santacruz – East, Mumbai – 400 098 and at any adjournment thereof in respect of the resolution, as indicated below:

1. Adoption of Audited Financial Statements of the Company for the year ended March 31, 2017 along with the report of the Auditors and Directors thereon.
2. Declaration of dividend on Preference shares for the Financial Year ended March 31, 2017.
3. Appointment of M/s. S. R. Batliboi & Co. LLP (Firm Registration No. 301003E/E300005) as Statutory Auditors of the Company from the conclusion of this Annual General Meeting up to the conclusion of thirtieth Annual General Meeting of the Company.

Signed this day of 2017.

Signature of shareholder(s): _____

Signature of Proxy holder(s): _____



Note: Proxy form to be effective, should be submitted at the Registered Office of the Company not less than 48 (forty eight) hours before the commencement of aforesaid 25th Annual General Meeting.