

NOTICE

NOTICE is hereby given that 37th Annual General Meeting of Jattashankar Industries Limited will be held on Saturday, 20th September, 2025 at 12.00 p.m. noon (IST) through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM') to transact the following businesses:

ORDINARY BUSINESS:

Item No 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2025 and the Reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolutions as an **Ordinary Resolution**.

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors thereon;

To consider and if deemed fit, to give assent or dissent to the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 along with the reports of the Board of Directors and Auditors thereon be and are hereby considered and adopted.”

SPECIAL BUSINESS:

Item No 2: To consider and if thought fit, approve the appointment of M/s B.S. Vyas & Associates, Ahmedabad, Practicing Company Secretary as Secretarial Auditor of the Company for a first term of five (5) years and to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Board of Directors of the Company, M/s B.S. Vyas & Associates, Ahmedabad, Practicing Company Secretary (CP No: 26078 and Peer Review Certificate No. 6217/2024) be appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2025-26 to 2029-30 on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Audit Committee/Board of Directors of the Company.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as the 'Board' which expression shall include any Committee thereof or person(s) authorized by the Board) to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Audit committee/Board of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all actions and do all such deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

Item No 3: Regularization of Additional Director Mr. Siddharth Parshottam Gajra (DIN: 10223234) by appointing him as an Independent Director of the Company:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to provision of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (the “Act”) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of the Listing Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of Mr. Siddharth Parshottam Gajra (DIN: 10223234) as an Additional Director in the

capacity of an Independent Director of the Company w.e.f. August 07, 2025, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from August 07, 2025 till August 06, 2030.

RESOLVED FURTHER THAT the Board of Directors 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.”

Item No 4: Regularization of Additional Director of Mr. Harsh Pankajkumar Nayak (DIN: 10805325) by appointing him as a Independent Director of the Company:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

pursuant to provision of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (the “Act”) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of the Listing Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and Articles of Association of the Company on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of Mr. Harsh Pankajkumar Nayak (DIN: 10805325) as an Additional Director in the capacity of an Independent Director of the Company w.e.f. August 07, 2025, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from August 07, 2025 till August 06, 2030.

RESOLVED FURTHER THAT the Board of Directors 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.”

Item No 5: To Consider and Approval of shifting of Registered Office of the Company from the jurisdiction of Registrar of Companies, Mumbai to the jurisdiction of Registrar of Companies, Pune

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 12 and all other applicable provisions of the Companies Act, 2013 (‘the Act’), Rules made thereunder (including any statutory modification or re-enactment thereof, for the time being in force) and subject to approval of or confirmation by the Regional Director, Ministry

of Corporate Affairs, Government of India, Western Region, Mumbai (the Regional Director) and such other approvals, permissions and sanctions, as may be required and subject to such terms and conditions, as may be prescribed or imposed by the Regional Director or any of the authorities while granting such approvals, permissions and sanctions and in accordance with the approval and recommendation of the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded for shifting of the Registered Office of the Company **from** 11, Parasrampuria Apartment, Film City Road, Gokuldharm, Goregaon (East), Mumbai-400063 located in the State of Maharashtra under the jurisdiction of Registrar of Companies, Mumbai, (ROC Mumbai) **to** Shop No: 75/2/2B, Wing-B, Unit No-615, 6th Floor, South Block, “Sacred World”, Wanawadi, Pune-411040, located in the State of Maharashtra under the jurisdiction of Registrar of Companies, Pune (ROC Pune).

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors of the Company (referred to as the Board which expression shall include any Committee thereof or person(s) authorized by the Board) to sign the petition, application, affidavit, declaration and such other documents as may be necessary and to authenticate and digitally sign and file necessary e-Forms with the Regional Director, ROC Mumbai, ROC Pune and such other appropriate government authorities and to take all steps and do all acts, deeds and things as may be necessary in relation to completion of all the legal formalities/procedures as may be required for the purpose of shifting the Registered Office address of the Company from ROC Mumbai to ROC Pune and to

take all such steps as may be required in this connection and to settle or remove any questions, difficulties or doubts that may arise in this regard.”

Item No 6: To amend Object Clause of the Memorandum of Association of the Company:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 4,13, 15 and other applicable provisions if any of the Companies Act, 2013 (“the Act”) read with applicable Rules and Regulations made there under, including any statutory modification or re-enactment thereof for the time being in force and subject to such other requisite approvals, permission, and sanction of Registrar of Companies, appropriate authorities, departments or bodies as and to the extent necessary, consent of the members of the Company be and is hereby accorded to amend Clause III (A) (Object Clause) of the Memorandum of Association of the Company for effecting the alteration in the existing Object Clause of Memorandum of Association (MOA) in the following manner:

“To carry on in India or elsewhere the business of purchase, sale, supply, import, export, trading, and distribution of agriculture products, edible oils, food products, commodities, and allied goods; to set up, establish, operate, manage and maintain manufacturing and processing facilities, refineries, warehouses, silos, cold storages, packaging units and allied infrastructure in relation to the aforesaid products; to engage in wholesale and retail trade of agriculture products, edible oils, food staples, processed foods, specialty fats and allied consumer products; to develop, establish, acquire, adopt and promote brands, trademarks, labels and packaging in connection with the business of the Company; and to undertake and carry on the business of import and export of all or any of the aforesaid products and related goods.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and matters connected therewith or incidental thereto and settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

Item No 7: To regularization of Mr. Vishal Prakashbhai Ashara (DIN:11150490) from Additional Director to Executive Director of the Company:

To consider and if thought fit, to pass the following resolution with or without modification as a **Special Resolution.**

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 197 and 198 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the applicable rules made thereunder, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, consent of the Members be and is hereby accorded for the regularisation of Mr. Vishal Prakashbhai Ashara (DIN: 11150490), who was appointed as an Additional Director of the Company with effect from 21st June, 2025, as an Executive Director of the Company, liable to retire by rotation, who is eligible for re-appointment, for a term of five (5) consecutive years commencing from 21st June, 2025 till 20th June, 2030. and in respect of whom the Company has received all the necessary consents and declarations as required under the Companies Act, 2013, be and is hereby appointed as the Director of the Company.

RESOLVED FURTHER THAT it is hereby clarified that Mr. Ashara shall not draw any remuneration from the Company in his capacity as Executive Director, and accordingly, the provisions of Schedule V of the Companies Act, 2013 shall not be applicable.

RESOLVED FURTHER THAT any one of the Directors or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things, including filing of necessary forms with the Registrar of Companies, Maharashtra, Mumbai, and to execute all such documents, papers and writings, as may be required to give effect to this resolution.

Item No. 8: To approve the appointment of Mr. Keval jayanti khudai (Din: 11153664) As A Managing Director of the Company

To consider and if deemed fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 read with Rules made

thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and the Articles of Association of the Company and pursuant to recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other approvals as may be necessary, approval of the Members of the Company be and is hereby accorded for the appointment of, Mr. Keval Jayanti Khudai (DIN: 11153664) as Chairman and Managing Director of the Company for a period of 3 years commencing from 07th August, 2025 to 6th August, 2028, (not liable to retire by rotation) at a remuneration upto Rs. 12,00,000 per annum including all allowances and perquisites, Performance Bonus Variable, pay-out Contribution to Provident Fund, Superannuation Fund and Gratuity Fund as applicable to all the employees of the Company, from time to time, within the applicable provisions of the Companies Act, 2013 and other applicable laws, with full liberty to the Board of Directors (hereinafter referred to as the “Board” which shall be deemed to include the Nomination & remuneration Committee of the Board) to revise/ alter/ modify/ amend/ change the terms and conditions as may be agreed to by the Board and Keval jayanti khudai within the applicable provisions of the Companies Act, 2013 and other applicable laws.

RESOLVED FURTHER THAT Mr. Keval Jayanti Khudai (DIN:11153664) as Chairman and Managing Director of the Company shall be paid remuneration in excess of prescribed limit of 5% of the net profits of the Company computed in accordance with Section 198 of the Act, in any financial year(s), during his tenure as the Managing Director of the Company provided, however, that the total managerial remuneration payable to the executive director(s) of the Company taken together in any financial year and overall managerial remuneration payable to all directors shall not exceed the limits as per the Applicable Laws.

RESOLVED FURTHER THAT where in any financial year during the tenure of the said Chairman and Managing Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration subject to the limits prescribed under Section 197 of the Companies Act 2013 (“the Act”) read with Part II of Schedule V to the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

Item No. 9: To approve the appointment of Mr. Nileshbhai Bhagvanji Bapodara (DIN: 11193225) as a Whole Time Director of the Company

To consider and if deemed fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and such other approvals as may be necessary, the consent of the Company be and is hereby accorded for the appointment of Mr. Nileshbhai Bhagvanji Bapodara (DIN: 11193225), as a Whole-Time Director of the Company for a period of 3 years commencing from 07th August, 2025 to 06th August, 2028, (liable to retire by rotation) at a remuneration upto Rs. 12,00,000 per annum including all allowances and perquisites, Performance Bonus Variable, but excluding pay-out Contribution to Provident Fund, Superannuation Fund and Gratuity Fund as applicable to all the employees of the Company, from time to time, within the applicable provisions of the Companies Act, 2013 and other applicable laws, with full liberty to the Board of Directors (hereinafter referred to as the “Board” which shall be deemed to include the Nomination & remuneration Committee of the Board) to revise/ alter/ modify/ amend/ change the terms and conditions as may be agreed to by the Board and Mr. Nileshbhai Bhagvanji Bapodara within the applicable provisions of the Companies Act, 2013 and other applicable laws.

RESOLVED FURTHER THAT where in any financial year during the tenure of the said Whole-Time Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

Item No. 10: To approve the overall borrowing limit of the Company under section 180(1)(c) of the Companies Act, 2013 and, in this regard, to consider and if thought fit to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re- enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted/ empowered/to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for borrowing any sum or sums of money from time to time, from any one or more of the Company’s Bankers and / or from any one or more other persons, firms, bodies corporate, or financial institutions whether by way of cash credit, advance or deposits, loans or bills discounting or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company’s assets and properties whether movable or otherwise or all or any of the undertakings of the Company notwithstanding that the moneys to be borrowed together with moneys already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) will or may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total borrowing shall not exceed Rs. 100.00 Crores (Rupees Hundred Crores only) or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalize, settle and execute such documents / deeds / writings / papers and Agreements as may be required and to take all necessary steps and actions in this regard in order to comply with all the legal and procedural formalities and further to authorize any of its Committee(s)/Director(s) or any Officer(s)

of the Company to do all such acts, deeds or things as it may in its absolute discretion deem necessary proper and fit.”

Item No. 11: To seek approval under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company and in this regard to consider and if thought fit to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or re-enactments thereof, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted/ empowered/to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to create such mortgages, charges and hypothecation in addition to the existing mortgages, charges and hypothecation created by the Company, on all or any of the immovable and movable properties of the Company whose so ever situated, both present and future, and the whole or any part of the undertaking of the Company together with powers to take over the management of the business and concern of the Company in certain events, in such manner as may be deemed fit , to or in favor of all or any of the financial institutions/ banks/ lenders/ any other investing agencies or any other person(s)/ bodies corporate to secure rupee/ foreign currency loans and/ or the issues of debentures, bonds or other financial instruments (hereinafter collectively referred to as ‘Loans’), provided that the total amount of Loans together with interest thereon at the respective agreed rates, compound interest, additional interest, liquidate damages, commitment charges, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company to the aforesaid parties or any of them under the agreements entered into/ to be entered into by the Company in respect of the said Loans, shall not, at any time exceed the limit of Rs. 100.00 Crores (Rupees Hundred Crores Only) or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to finalize, settle and execute such documents / deeds / writings / papers and Agreements as may be required and to take all necessary steps and actions in this regard in order to comply with all the legal and procedural formalities and further to authorize any of its Committee(s)/Director(s) or any Officer(s) of the Company to do all such acts, deeds or things as it may in its absolute discretion deem necessary proper and fit.”

Item No.12: To approve giving loan or guarantee or providing security under Section 185 of the Companies Act, 2013 and in this regard to consider and, if thought fit, to pass, the following Resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Section 185 and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in accordance with Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to advance any loan(s) and/or to give any guarantee(s) and/or to provide any security(ies) in connection with any Financial Assistance/Loan taken/to be taken/availed/to be availed by any entity which is a Subsidiary/ Associate/Joint Venture or such other entity/person as specified under Section 185 of the Companies Act, 2013 and more specifically to such other entity/person as the Board of the Directors in its absolute discretion deems fit and beneficial and in the best interest of the Company (hereinafter commonly known as the Entities); all together with in whom or in which any of the Director of the Company from time to time is interested or deemed to be interested; provided that the aggregate limit of advancing loan and/or giving guarantee and/or providing any security to the Entities shall not at any time exceed the aggregate limit of Rs. 100 crores /- (Rupees Hundred Crores Only).

RESOLVED FURTHER THAT the aforementioned loan(s) and/or guarantee(s) and/or security(ies) shall only be utilized by the borrower for the purpose of its principal business activities.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, any of the directors and the Company Secretary of the Company be and are hereby severally authorised to finalise and agree the terms and conditions of the aforesaid loan, and to take all necessary steps, to execute all such documents, deeds, instruments and writings and do all such acts, deeds and things in order to comply with all the legal and other procedural compliance including but not limited to making any filing with the banks, financial institutions and / or any statutory authorities including but not limited to jurisdictional Registrar of Companies.”

Item No. 13: To consider and, if thought fit, to pass, with or without modification(s), to make investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013, the following Resolution as a Special Resolution

“**RESOLVED THAT** pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in accordance with the Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company for giving any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the loans, guarantee, security and investment given/provided/made by the Company, from time to time in one or more tranches, may exceed the aggregate permissible limit i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, provided that the aggregate of such sum or sums of moneys shall not at any time exceed the aggregate limit of Rs. 100 crores/- (Rupees Hundred Crores Only).

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of the Directors of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to give corporate guarantee and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem necessary or appropriate or desirable including to settle any question, difficulty or doubt that may arise in respect of such investments / loans / guarantees / securities made or given or provided by the Company (as the case may be).”

By Oder of the Board
For Jattashankar Industries Limited

Date: 22/08/2025
Place: Mumbai

Sd/-
Keval jayanti khudai
Additional Director (MD)
DIN: 11153664

Registered Office: 11, Parasrampur Apts, Filmcity Road,
Gokuldham, Goregaon (East) Mumbai- 400 063

Notes:

1. Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023, and No. 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars'), the Company is convening the 37th Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India (SEBI), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (SEBI Circulars) and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).MCA has permitted holding AGM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue as well as permits the sending of the Notice of the Annual General Meeting along with the Annual Report through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories. In compliance with the applicable provisions of the Companies Act, 2013 (the Act), the Listing Regulations and MCA Circulars, the 37th AGM of the Company is being held through VC/ OAVM on Saturday, September 20, 2025 at 12.00 p.m. (IST).
2. Since this AGM is being held pursuant to the Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
3. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 of the Companies Act, 2013 with respect to item nos. 2 to 13 of the Notice is annexed hereto and forms part of this Notice.
4. A statement providing additional details of the Director(s) seeking appointment / re-appointment as set out at the Notice dated 22nd August, 2025 is annexed herewith as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('ICSI')
5. The Register of Members and Share Transfer Books of the Company will remain closed from 13th September, 2025 to 20th September, 2025. (Both days inclusive).
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
7. Members are requested to intimate any change in their address to the Registrar and Transfer Agent of the company.
8. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in Physical form can submit their PAN details to the RTA i.e., MUFG Intime India Pvt Ltd. or to the Company, if not already submitted.
9. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing Companies to send documents to their members in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, Members who have not registered their e-mail addresses and are holding shares in physical form are requested to contact the RTA of the Company and register their e-mail address. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at <https://www.jsil.in/investor-relations.php>. Members will be entitled to receive the said documents in physical form free of cost at any time upon request.
10. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, SS-2 issued by the ICSI and as per Regulation 44 of the Listing Regulations read with the MCA Circulars, the Members are provided with the

facility to cast their vote electronically, through the e-Voting services provided by NSDL, on all the resolutions set forth in this Notice.

11. Members who have not registered their email addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices and Circulars etc. from the Company electronically.
12. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
13. Members desiring any information pertaining to the financial statements are requested to write to the Company Secretary at an early date to enable the Management to reply at the AGM.
14. Members are requested to: -
 - i. Members holding shares in Physical form are requested to convert their holding into dematerialize form to eliminate all risk associated with Physical shares; Members can contact our RTA in this regard.
 - ii. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at e-mail address: jattashankarind@yahoo.com at least seven days prior to the date of Annual General Meeting. The same shall be replied suitably by the Company, Quote Registered Folio no. or DP ID/Client ID no. in all their correspondence.
 - iii. Send all correspondence to the R&TA of the Company, M/s MUFG Intime India Pvt. Ltd., C-101, 247 PARK, L.B.S. MARG, VIKHROLI (WEST), MUMBAI -400083 upto the date of book closure.
15. Mandatory processing of Transfer & Transmission request in Demat form: As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form w.e.f. April 01, 2019. Further SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has w.e.f. January 24, 2022 mandated listed companies to issue securities in dematerialised form while processing service request for issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/ exchange of securities certificate, endorsement, subdivision/splitting of securities certificate, consolidation of securities certificates/folios, transmission, transposition, etc. In view of the above and to eliminate the risks associated with physical shares and to avail various benefits of dematerialisation, Members are advised to dematerialise their shares held in physical form.

Simplified Procedure for transmission of securities and Issuance of Duplicate Share certificates: SEBI vide its Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022 and SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated May 25, 2022 has simplified the procedure and standardised the format of documents for transmission of securities and issuance of duplicate securities certificates. Members are requested to submit their requests, if any, along with documents as per the said circulars.
16. SEBI through relevant circulars issued in this regard, has mandated furnishing of PAN, KYC and nomination details by all shareholders holding shares in physical form. In view of the above, we urge the shareholders holding shares in physical form to submit the Investor Service Request form along with the supporting documents to the Company's Registrar and Share Transfer Agent, MUFG Intime (India) Private Limited. Shareholders who hold shares in dematerialised form and wish to update their PAN, KYC and nomination details are requested to contact their respective Depository Participants. The forms for updating the same are available at <https://www.jsil.in/investor-forms.php>.
17. As per the provisions of Section 72 of the Act, facility for making nomination is available to Individuals holding shares in the Company. Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from website of the Company's Registrar and Transfer Agent MUFG Intime India Private Limited at <https://web.in.mpms.mufg.com/client-downloads.html> Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Company/RTA in case the shares are held in physical form.

18. As per circular dated November 03, 2021 issued by SEBI, it is mandatory for all holders of physical shares in the Company to furnish PAN, contact details (Postal address, Mobile Number and Email), bank account details, signatures and nomination. The concerned members holding shares of the Company in physical form, are required to submit following forms duly completed in all respects, to the Company or its Share Transfer Agent, for updation of their details: Registration / updation of PAN, postal address, email address, mobile number, demat account details and bank account details

Description	Form
Request for registering PAN, KYC details or updation thereof (Form ISR-1)	Form ISR-1
Confirmation of Signature of securities holder by Banker (ISR-2)	Form ISR-2
Declaration for Opting-out of Nomination (ISR-3) (only for securities held in physical form)	Form ISR-3
Nomination Form (SH-13)	Form SH-13
Cancellation or variation of nomination (SH-14)	Form SH-14
The abovementioned forms are available on the website of the Company at https://www.jsil.in/investor-forms.php and RTA website at https://web.in.mpms.mufg.com/client-downloads.html	

19. The Company has appointed National Securities Depository Limited (“NSDL”), to provide the VC facility for conducting the AGM and for voting through remote e-voting or through e-voting at the AGM. Instructions for e-voting and attending the AGM through VC/OAVM are below to the Notes.

20. Instruction for evoting and joining the AGM are as follows:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

01. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.
02. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
03. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

04. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
05. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
06. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.jsil.in/ir-notice-and-announcements.php>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
07. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Wednesday, September 17, 2025 at 09:00 A.M. and ends on Friday, September 19, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 13, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 13, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



App Store



Google Play



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

<p>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</p>	<p>Your User ID is:</p>
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a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
- a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csbhargavvyas@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of

www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Sagar S. Gudhate) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to jattashankarind@yahoo.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to jattashankarind@yahoo.com . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. 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 person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at jattashankarind@yahoo.com. The same will be replied by the company suitably.
6. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at jattashankarind@yahoo.com from 08/09/2025 (9.00 a.m. IST) to 15/09/2024 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
21. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e., 13th September, 2025, may obtain the login ID and password by sending a request at evoting@nsdl.com or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e., 13th September, 2025, may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”
22. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
23. 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 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through polling paper.
24. M/s. B.S. Vyas & Associates, Ahmedabad, Practicing Company Secretary, (FCS no. 26078) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
25. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “remote e-voting” or e-voting at AGM held through VC/OAVM for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
26. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
27. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.jsil.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
28. The Company has listed its shares on the BSE Limited. The listing fees till date have been paid.

29. All the documents referred to in the Notice are open for inspection at the Registered Office of the Company between 11:00 a.m. to 3:00 p.m. on all working days except Saturdays, Sundays, and Public Holidays until the date of the Annual General Meeting or any adjournment(s) thereof.

Place: Mumbai
Date: 22/08/2025

By Oder of the Board
For Jattashankar Industries Limited

Sd/-

Keval jayanti khudai
Additional Director (MD)
DIN: 11153664

ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant to Section 102 (1) of the Companies Act, 2013

Item No 2: Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 (“SEBI Listing Regulations”), effective from April 1, 2025, a company is required to appoint peer reviewed secretarial auditor (if individual then for not more than one term of five consecutive years and if a firm then for not more than two terms of five consecutive years), with the approval of the shareholders in the annual general meeting.

Based on the recommendation of the Audit Committee, the Board of Directors ('Board') has approved the appointment of M/s B.S. Vyas & Associates, Ahmedabad, Practising Company Secretary (CP No: 26078 and Peer Review Certificate No. 6217/2024) as the Secretarial Auditors of the Company for a period of five consecutive financial years from 2025-26 to 2029-30. The appointment is subject to the approval of the Members of the Company. While recommending M/s B.S. Vyas & Associates for appointment, the Audit Committee and the Board considered past audit experience of the audit firm particularly in auditing large companies, evaluated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the various business segments, the clientele it serves, and its technical expertise. Pursuant to Regulation 36(5) of SEBI Listing Regulations as amended, the credentials and terms of appointment of M/s B.S. Vyas & Associates are as under:

Profile:

M/s B.S. Vyas & Associates, Company Secretaries Firm, Bhargav Vyas is the Founder of B. S. Vyas & Associates, a firm of Practicing Company Secretaries based in Ahmedabad, He has work experience in secretarial and compliance solutions to listed and unlisted entities, including advisory on SEBI Regulations, Companies Act, FEMA, corporate structuring, and due diligence.

Bhargav has formed part of compliance functions for reputed organizations such as Raymond Limited, IL&FS Group, and Vishal Fabrics Limited, managing secretarial responsibilities for group companies with turnovers exceeding ₹300–400 Crores. His role included board advisory, legal vetting, handling ESOPs, NCD issuance, IPO support, SEBI (LODR) compliance. He brings in-depth expertise in managing complex transactions such as mergers, demergers, amalgamations, rights issues, and foreign direct investment compliance.

Terms of appointment:

M/s B.S. Vyas & Associates is proposed to be appointed for a term of five (5) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2025-26 to 2029-30. The proposed fees payable to M/s B.S. Vyas & Associates will be as approved by mutual discussion between Managing Director and Secretarial Auditor. The said fees shall exclude GST, certification fees, applicable taxes, reimbursements and other outlays. The Audit Committee/Board is proposed to be authorized to revise the fee, from time to time. The Board recommends the said resolution, as set out in Item No. 2 of this Notice for your approval. None of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

Item: 3: - Regularization of Additional Director, Mr. Siddharth Parshottam Gajra (DIN: 10223234), by appointing his as an Independent Director of the Company

The Board of Directors of the Company at its meeting held on August 07, 2025, appointed Mr. Siddharth Parshottam Gajra (DIN: 10223234) as an Additional Director of the Company in the capacity of Independent Director for a of 5 years with effect from August 07, 2025, subject to the approval of the Members of the Company. Nomination and Remuneration Committee and the Board have recommended the appointment of Mr. Siddharth Parshottam Gajra as an Independent Director pursuant to the provisions of Sections 149 and 152 of the CompaniesAct, 2013.

The Company has received a declaration from Mr. Siddharth Parshottam Gajra confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Siddharth Parshottam Gajra to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the CompaniesAct, 2013.

In the opinion of the Board, Mr. Siddharth Parshottam Gajra fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and she is independent of the management. Considering Mr. Siddharth Parshottam Gajra knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint his as an Independent Director for a period of five years with effect from August 07, 2025.

Copy of letter of appointment of Mr. Siddharth Parshottam Gajra setting out the terms and conditions of appointment is being made available for inspection by the members. Additional information in respect of Mr. Siddharth Parshottam Gajra, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at to this Notice. **Annexure A.**

Except Mr. Siddharth Parshottam Gajra, being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out in Item No. 3 of this Notice.

Item: 4: - Regularization of Additional Director, Mr. Harsh Pankajkumar Nayak (DIN: 10805325), by appointing his as an Independent Director of the Company

The Board of Directors of the Company at its meeting held on August 07, 2025, appointed Mr. Harsh Pankajkumar Nayak (DIN: 10805325) as an Additional Director of the Company in the capacity of Independent Director for a of 5 years with effect from period August 07, 2025, subject to the approval of the Members of the Company. Nomination and Remuneration Committee and the Board have recommended the appointment of Harsh Pankajkumar Nayak as an Independent Director pursuant to the provisions of Sections 149 and 152 of the CompaniesAct, 2013.

The Company has received a declaration from Mr. Harsh Pankajkumar Nayak confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Harsh Pankajkumar Nayak to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the CompaniesAct, 2013.

In the opinion of the Board, Mr. Harsh Pankajkumar Nayak fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and she is independent of the management. Considering Mr. Harsh Pankajkumar Nayak knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint his as an Independent Director for a period of five years with effect from August 07, 2025.

Copy of letter of appointment of Mr. Harsh Pankajkumar Nayak setting out the terms and conditions of appointment is being made available for inspection by the members. Additional information in respect of Mr. Harsh Pankajkumar Nayak, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at to this Notice. Annexure A.

Except Mr. Harsh Pankajkumar Nayak, being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out in Item No. 4 of this Notice.

Item: 5: - To Consider and Approve Shifting of Registered Office of the Company:

The Registered Office of the Company is presently situated at 11, Parasrampur Apartment, Film City Road, Gokuldhama, Goregaon (East), Mumbai-400063 in the State of Maharashtra within the jurisdiction of Registrar of Companies, Mumbai.

A Share Purchase Agreement dated December 20, 2024 to purchase 31,82,900 equity shares constituting 72.55% of the fully paid up and voting equity share capital of the Target Company from Jatta Shankar Poddar (Seller-1), Sharad Poddar (Seller-2), Seema Jattashankar Poddar (Seller-3), Seema Sharad Poddar (Seller-4), Subhash Poddar HUF (Seller-5) and Sharad Poddar HUF (Seller-6) at a consideration of Rs. 60/- per Equity Share (“SPA”).

Through the said SPA, an Open Offer was triggered for the acquisition of up to 11,40,646 (Eleven Lacs Forty Thousand Six Hundred and Forty-Six) fully paid-up Equity Shares of face value of Rs. 10/- each, constituting 26.00% of the voting share capital of the Target Company, from the public shareholders of JIL by Mr. Tarunkumar Gunvantlal Patel (Acquirer-1), Mr. Vedant Tarunkumar Patel (Acquirer-2), Mr. Vishal Prakashbhai Ashara (Acquirer-3), Mr. Keval Jayantilal Khudai (Acquirer-4) and Mr. Nileshbhai Bhagvanji Bapodara (Acquirer-5) (Acquirer-1, Acquirer-2, Acquirer-3, Acquirer-4 and Acquirer-5 hereinafter collectively referred to as the “Acquirers”), pursuant to and in accordance with Regulation 3(1) and Regulation 4 read with other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“SEBI (SAST) Regulations”).

Hence, post completion of all compliances and receipt of necessary approvals, 72.55% stake was transferred to the Acquirers and they became the new Promoters of the Company.

The new management of the company is of the view that shifting would benefit the company to deal with various stakeholders and will enable management to monitor the business more economically and efficiently and this will be in the best interest of all stakeholders. This will also help in streamlining various corporate functions. It shall in no manner affect the existing client base, creditors, operations and employees of the Company. Hence, it is proposed to shift the registered office to Pune. Pursuant to the provisions of Section 13 and other applicable provisions of the Companies Act, 2013, the shifting of registered office from one ROC to another ROC and requires the approval of the members by way of special resolution.

In view of above for ease of administration and cost effectiveness, the Board of Directors of the Company at their meeting held on 22nd August, 2025 has approved and decided to shift the Registered Office of the Company from 11, Parasrampuria Apartment, Film City Road, Gokuldharm, Goregaon (East), Mumbai-400063, located within the State of Maharashtra, under the jurisdiction of Registrar of Companies, Mumbai (‘Registrar of Companies, Mumbai’) to Shop No: 75/2/2B, Wing-B, Unit No-615, 6th Floor, South Block, “Sacred World”, Wanawadi, Pune-411040, located within the State of Maharashtra under the jurisdiction of Registrar of Companies, Pune (‘Registrar of Companies, Pune’).

Pursuant to the provisions of Section 12 of the Companies Act, 2013 (the Act) and rules made thereunder, shifting of Registered Office of the Company outside the local limits requires approval of the Members by way of Special Resolution. Further, any change in the place of registered office of the Company from the jurisdiction of one Registrar to the jurisdiction of another Registrar within the same State requires confirmation by the Regional Director. Further, the change shall take effect from the date of the certificate issued by Registrar of Companies (RoC) certifying registration of the confirmation granted by the Regional Director. Further, pursuant to provisions of Section 110 of the Act read with rules made thereunder, since the Company is providing the e-voting facility to its members in accordance with Section 108 of the Act, this item of business may be transacted at a general meeting by a Company.

Therefore, the Board recommends the Resolution as set out in Item No. 5 for approval of the Members as Special Resolution at the ensuing Annual General Meeting.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise in the aforesaid resolution

Item No.6: To amend Object Clause of the Memorandum of Association of the Company

Your Board has to consider from time-to-time proposals for diversification into areas which would be profitable for the Company as a part of diversification plans. For this purpose, the object clause of the Company, which is presently restricted in scope, requires to be comprehensive so as to cover a wide range of activities to enable your Company to consider embarking upon new projects and activities.

The alteration in the object clause of the Memorandum of Association as set out in the Resolution is to facilitate diversification. This will enable the Company to enlarge the area of operations and carry on its business economically and efficiently and the proposed activities can be, under the existing circumstances, conveniently and advantageously combined with the present activities of the Company.

The Board in its meeting held on 22nd August, 2025 has approved alteration of the Memorandum of Association of the Company and now seek Members’ approval for the same.

Accordingly, the Board recommends the resolution no. 6 set forth in the notice for approval by the shareholders as a special resolution.

None of the Directors, Key Managerial Person(s) of the Company and their relatives is, in any way, concerned or deemed to be interested in the proposed resolution.

Item No. 7: : Regularisation of Mr. Vishal Prakashbhai Ashara (DIN: 11150490) as Executive Director of the Company

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Vishal Prakashbhai Ashara (DIN: 11150490) as an Additional Director of the Company with effect from 21st June, 2025 pursuant to Section 161 of the Companies Act, 2013. In terms of the provisions of the Act, he holds office up to the date of this Annual General Meeting.

Considering his experience and contribution, the Board proposes to regularise his appointment and appoint him as an Executive Director of the Company for a period of five (5) consecutive years commencing from 21st June, 2025 till 20th June, 2030, liable to retire by rotation who is eligible for re-appointment

It is further clarified that Mr. Ashara shall not draw any remuneration from the Company in his capacity as Executive Director. Accordingly, the provisions of Schedule V of the Companies Act, 2013 are not applicable to his appointment.

In the opinion of the Board, the appointment of Mr. Ashara as Executive Director will be in the best interest of the Company, given his professional background and ability to contribute to the management and growth of the Company.

Vishal Prakashbhai Ashara (DIN: - 11150490) has given the requisite declarations pursuant to Section 164 and 184(1) of the Companies Act, 2013. Further, he is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as Director.

The Board accordingly recommends the passing of the Special Resolution as set out at Item No. 7 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Vishal Prakashbhai Ashara and his relatives, are in any way concerned or interested, financially or otherwise, in the said resolution.

Item No. 8: Appointment of Mr. Keval Jayanti Khudai (DIN: 11153664) as a Managing Director of the Company:

The Board of Directors in its meeting held on August 07, 2025, based on the recommendation of Nomination and Remuneration Committee and subject to shareholders' approval, appointed Mr. Keval Jayanti Khudai (DIN: 11153664) as an additional director and designated him as Chairman and Managing Director of the Company for a period of 3 (three) years with effect from August 07, 2025.

As per SPA dated 20.12.2024, Mr. Keval Jayanti Khudai was the Acquirer and is presently a shareholder holding 7,00,000 Equity Shares in the Company representing 15.96% of the paid-up Equity Share Capital.

The remuneration proposed for Mr. Keval Jayanti Khudai is commensurate with the industry and size of the Company. Mr. Keval has no pecuniary relationship directly or indirectly with the Company.

The terms and conditions are set out herein below:

- a). Designation: Chairman and Managing Director
- b). Tenure as Managing Director: for a period of 3(three) years effective from August 7, 2025 to August 6, 2028
- c). Remuneration:
 - i. Monthly salary upto Rs. 1,00,000 per month including all allowances and perquisites as per the salary structure of the Company amounting to Rs. 12,00,000 on an annual basis;
 - ii. Performance Bonus (including long term bonus): As per Company's Bonus scheme(s), as applicable to all the employees of the Company, from time to time;
 - iii. Variable pay-out: Payable at such intervals, as recommended by Nomination & Remuneration Committee and approved by the Board;
 - iv. Contribution to Provident Fund, Superannuation Fund and Gratuity Fund in accordance with the Act(s) / Scheme(s), as applicable to all the employees of the Company, from time to time;

d). Duties: Keval Jayanti Khudai shall act as the Managing Director and Chairman of the Company and may devote such time in the performance of his duties as the Managing Director of the Company as it is considered necessary and expedient. The Managing Director will carry out such duties and exercise such powers as are additionally entrusted to him by the Board of Directors and / or by the Chairperson.

e) Code of Business Conduct & Policies: The Chairman and Managing Director shall adhere to the Code of Business Conduct & Policies of the Company, if any;

f) Reimbursement: Reimbursement of any other expenses properly incurred by him in accordance with the rules and policies of the Company;

g) Increment: As per the Company rules;

h). GENERAL INFORMATION:

I).

1. Nature of Industry: Jattashankar Industries Limited (the Company”) is into Textile Industry.

2. Date or expected date of commencement of commercial production: March 1989

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.

4. Financial Performance based on given indicators:

Sr No	Particulars	2024-2025 (Rs. In Lacs)	2023-2024 (Rs. In Lacs)	2022-2023 (Rs. In Lacs)
01.	Gross Income	957.13	1722.08	1633.19
02.	Profit and Loss before Tax	-116.11	458.48	79.48
03.	Profit and loss after tax	-118.90	382.29	52.51
04.	Dividend paid (including tax)	-	-	-
05.	Rate of dividend %	-	-	-

1. Foreign Investments or collaborations, if any: Nil

II. Information about the appointees:

Name of the Director	Keval Jayanti Khudai
Date of Birth	16/10/1995
Qualifications	Diploma of Higher Education Engineering Government Polytechnic
Nature of expertise in Specific functional areas	Client Acquisition, Contract Management, Sales Pipeline Building, Agri Commodity Business, Client Portfolio Development etc
Brief Resume	Mr. Keval Jayanti Khudai has a Diploma of Higher Education Engineering Government Polytechnic. He is having more than 8 years of experience in the area of Business Development, Sales, administrative assistants, business expansion, guidance, management of various projects and empowered managers to make effective decisions consistent with company's culture and values. Reliable Administrative Manager with strengths in organising schedules and managing payrolls. Personable with strong communication skills. Ability to prioritise and keep calm under pressure. Dependable team player with strong administrative skills. Experience in coordinating activities and project management. Friendly and proactive with exceptional time management capabilities
Remuneration last drawn (including sitting fees, if any)	NA
Remuneration proposed to be paid	Monthly salary upto Rs. 1,00,000 per month including all allowances and perquisites as per the salary

	<p>structure of the Company amounting to Rs. 12,00,000/- on an annual basis</p> <p>Gratuity as per rules of the Fund/ Scheme in force from time to time would not be included in the above ceiling on remuneration to the extent these are not taxable under the Income Tax Act, 196</p> <p>Notice period applicable to a Managing Director of the Company is One Month. There is no separate provision for payment of Severance Fees</p>
Recognition or awards	No Recognition or awards received
Job profile and his suitability	Mr. Keval Jayanti Khudai, Managing Director of the Company, is highly experienced and controls the affairs of the Company under the direction of the Board of Directors of the Company. He has successfully and in a sustained way contributed significantly towards growth in performance of the Company. He has extensive experience in the Agri Commodities industry.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the the size of the Company, the profile, knowledge, skills and responsibilities shouldered by Mr. Keval Jayanti Khudai, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies.
Shareholding in the Company as on date	700000
Relationship with other Directors/ Key Managerial Personnel	None

III. Other Information:

- (1) Reasons of loss or inadequate profits: Market competition and higher overhead cost.
- (2) Steps taken or proposed to be taken for improvement: The Company has taken the following steps to negate the adverse impact in the coming years –
 - i) Searching new business Opprtunities
 - ii) The Company is exploring the fund-raising options to increase its revenue for future prospectus.
- (3) Expected increase in productivity and profits in measurable terms: The Company proposes to alter its Main Objects under the Memorandum of Association. The new object will enable the Company to carry on business in agriculture products, edible oils, food products, commodities, and allied goods. Upon approval of the proposed change in the Object Clause by the shareholders and subsequent approval of the Registrar of Companies, the Company shall commence business activities in the said sectors.

Accordingly, the Company is proposing to change its Main Object Clause to align with its future business plans.

IV. Disclosures:

The information and disclosures of the remuneration package of the managerial personnel have been mentioned in the Annual Report under the heading Remuneration of Directors and Key Managerial Personnel for the year ended March 31, 2025

i). OTHER TERMS OF APPOINTMENT:

The Company has received requisite consent and declarations from Mr. Keval Jayanti Khudai for his appointment as required under the Act and rules made thereunder.

Mr. Keval Jayanti Khudai satisfies all the other conditions set out in Part-I of Schedule V to the Act and also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. Further, Mr. Keval Jayanti Khudai is not debarred from holding the office of Director pursuant to any Order issued by SEBI or any other authority.

This explanatory statement and the resolution at Item No. 8 which outlines the terms and conditions may also be read and treated as disclosure in compliance with the requirement of Section 190 of the Companies Act, 2013.

Considering his holdings and control over the Company and his rich experience, the Board recommends the resolution set out at Item No. 8 of this AGM Notice relating to the appointment of Mr. Keval Jayanti Khudai as the Managing Director of the Company, not liable to retire by rotation, for approval of the Members of the Company as a Special Resolution.

Save and except Mr. Keval Jayanti Khudai, and his relatives, none of the other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

Item No. 9: Appointment of Mr. Nileshbhai Bhagvanji Bapodara (DIN: 11193225) as a Managing Director of the Company:

The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee at its meeting held on 07th August, 2025 had appointed Mr. Nileshbhai Bhagvanji Bapodara (DIN: 11193225) as an Additional Director (Whole Time Director) of the Company, for a period of period of 3 (three) years with effect from 07th August, 2025, subject to approval of the Members of the Company.

As per SPA dated 05.09.2024, Mr. Nileshbhai Bhagvanji Bapodara was the Acquirer and presently holds 721933 Equity Shares in the Company representing 16.46% of the paid-up Equity Share Capital.

The remuneration proposed for Mr. Nileshbhai Bhagvanji Bapodara is commensurate with the industry and size of the Company. Mr. Nileshbhai Bhagvanji Bapodara has no pecuniary relationship directly or indirectly with the Company. The terms and conditions are set out herein below:

The terms and conditions are set out herein below:

- a). Designation: Chairman and Managing Director
- b). Tenure as Managing Director: for a period of 3(three) years effective from August 7, 2025 to August 6, 2028
- c). Remuneration:
 - i. Monthly salary upto Rs. 1,00,000 per month including all allowances and perquisites as per the salary structure of the Company amounting to Rs. 12,00,000 on an annual basis;
 - ii. Performance Bonus (including long term bonus): As per Company's Bonus scheme(s), as applicable to all the employees of the Company, from time to time;
 - iii. Variable pay-out: Payable at such intervals, as recommended by Nomination & Remuneration Committee and approved by the Board;
 - iv. Contribution to Provident Fund, Superannuation Fund and Gratuity Fund in accordance with the Act(s) / Scheme(s), as applicable to all the employees of the Company, from time to time;
- d). Duties: Nileshbhai Bhagvanji Bapodara shall act as the Whole Time Director and Chairman of the Company and may devote such time in the performance of his duties as the Managing Director of the Company as it is considered necessary and expedient. The Managing Director will carry out such duties and exercise such powers as are additionally entrusted to him by the Board of Directors and / or by the Chairperson.
- e) Code of Business Conduct & Policies: The Chairman and Managing Director shall adhere to the Code of Business Conduct & Policies of the Company, if any;
- f) Reimbursement: Reimbursement of any other expenses properly incurred by him in accordance with the rules and policies of the Company;
- g) Increment: As per the Company rules;

h). GENERAL INFORMATION:

- 1). Nature of Industry: Jattashankar Industries Limited (the Company") is into Textile Industry.
2. Date or expected date of commencement of commercial production: March 1989
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.
4. Financial Performance based on given indicators:

Sr No	Particulars	2024-2025 (Rs. In Lacs)	2023-2024 (Rs. In Lacs)	2022-2023 (Rs. In Lacs)
01.	Gross Income	957.13	1722.08	1633.19
02.	Profit and Loss before Tax	-116.11	458.48	79.48

03.	Profit and loss after tax	-118.90	382.29	52.51
04.	Dividend paid (including tax)	-	-	-
05.	Rate of dividend %	-	-	-

1. Foreign Investments or collaborations, if any: Nil

II. Information about the appointees:

Name of the Director	Nileshbhai Bhagvanji Bapodara
Date of Birth	06/01/1978
Qualifications	Vedbhavan vidhyalay Dwarka, GJ, GCSEs
Nature of expertise in Specific functional areas	Business Development, Sales, Agri Commodities Industries, Contracts Management, Lead Generation Techniques, Enterprises Resource Planning
Brief Resume	Mr. Nileshbhai Bhagvanji is having more than 15 years of experience in the area of Business Development professional with focus on driving growth through strategic partnerships and market analysis. Experienced in leading sales teams, developing client relationships, and implementing effective sales strategies to achieve targets
Remuneration last drawn (including sitting fees, if any)	NA
Remuneration proposed to be paid	<p>Monthly salary upto Rs. 1,00,000 per month including all allowances and perquisites as per the salary structure of the Company amounting to Rs. 12,00,000/- on an annual basis</p> <p>Gratuity as per rules of the Fund/ Scheme in force from time to time would not be included in the above ceiling on remuneration to the extent these are not taxable under the Income Tax Act, 196</p> <p>Notice period applicable to a Managing Director of the Company is One Month.</p> <p>There is no separate provision for payment of Severance Fees</p>
Recognition or awards	No Recognition or awards received
Job profile and his suitability	Mr. Nileshbhai Bhagvanji Bapodara, Additional Director of the Company, is highly experienced and controls the affairs of the Company under the direction of the Board of Directors of the Company. He has successfully and in a sustained way contributed significantly towards growth in performance of the Company. He has extensive experience in the Agri Commodities Industry
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the the size of the Company, the profile, knowledge, skills and responsibilities shouldered by Mr. Nileshbhai Bhagvanji Bapodara, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies.
Shareholding in the Company as on date	721933
Relationship with other Directors/ Key Managerial Personnel	None

III. Other Information:

- (1) Reasons of loss or inadequate profits: Market competition and higher overhead cost.
- (2) Steps taken or proposed to be taken for improvement: The Company has taken the following steps to negate the adverse impact in the coming years –
 - i) Searching new business Opportunities
 - ii) The Company is exploring the fund-raising options to increase its revenue for future prospectus.
- (3) Expected increase in productivity and profits in measurable terms: The new object will enable the Company to carry on business in agriculture products, edible oils, food products, commodities, and allied goods. Upon approval of the proposed change in the Object Clause by the shareholders and subsequent approval of the Registrar of Companies, the Company shall commence business activities in the said sectors.

IV. Disclosures:

The information and disclosures of the remuneration package of the managerial personnel have been mentioned in the Annual Report under the heading Remuneration of Directors and Key Managerial Personnel for the year ended March 31, 2025

i). OTHER TERMS OF APPOINTMENT:

The Company has received requisite consent and declarations from Mr. Nileshbhai Bhagvanji Bapodara for his appointment as required under the Act and rules made thereunder.

Mr. Nileshbhai Bhagvanji Bapodara satisfies all the other conditions set out in Part-I of Schedule V to the Act and also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. Further, Mr Nileshbhai Bhagvanji Bapodara is not debarred from holding the office of Director pursuant to any Order issued by SEBI or any other authority.

This explanatory statement and the resolution at Item No. 9 which outlines the terms and conditions may also be read and treated as disclosure in compliance with the requirement of Section 190 of the Companies Act, 2013.

Considering his holdings and control over the Company and his rich experience, the Board recommends the resolution set out at Item No. 9 of this AGM Notice relating to the appointment of Mr. Nileshbhai Bhagvanji Bapodara as the Whole Time Director of the Company, liable to retire by rotation, for approval of the Members of the Company as a Special Resolution.

Save and except Mr. Nileshbhai Bhagvanji Bapodara, and his relatives, none of the other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

Item No. 10: To Approve Power to Borrow Funds Pursuant to The Provisions of Section 180(1)(C) Of the Companies Act, 2013, Not Exceeding Rs. 100 Crores

Meaning, scope and implications of the material fact of item of business to enable members to take appropriate decision;

Keeping in view the Company's long term strategic and business objectives, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and free reserves of the Company. Pursuant to section 180(1)(c) and other applicable provisions of companies act, 2013 provides that the Board of Directors shall not borrow in excess of the Company's paid up share capital and free reserves, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, except with the consent of the Company accorded by way of a Special Resolution. Accordingly, it is, therefore, necessary for the members to pass a Special Resolution under Section 180(1)(c) of the Companies Act, 2013 to enable the Board to borrow money the outstanding amount of which at any time shall not exceed in the aggregate of Rs. 100 Crore/- (Rupees One Hundred Crores) or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.

The Board of Directors recommends the said Special Resolution, set out at Item No.10 of this Notice for your approval.

Nature of concern or interest of Directors, Key Managerial Personnel and relatives of Directors and Key Managerial Personnel

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise in the said Special Resolution, set out at Item No.10 of this Notice except in the ordinary course of business.

Item No. 11: To Approve the Power to Create Charge on The Assets of The Company to Secure Borrowings Up to Rs. 100 Crores Pursuant to Section 180(1)(A) Of the Companies Act, 2013.

Meaning, scope and implications of the material fact of item of business to enable members to take appropriate decision;

The company cannot sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking or undertakings of the company without the consent of the Shareholders of the Company by way of a Special Resolution in terms of the provisions of Section 180(1)(a) read with Section 110 of the Companies Act, 2013 and Rules made thereunder. However, in terms of MCA Notification dated February 9, 2018, any item of business required to be transacted by means of postal ballot, may be transacted at a general meeting by a company which is required to provide the facility to members to vote by electronic means. In terms of the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the company is providing the facility to its members to enable them to vote on resolutions at the general meeting, by electronic means. Accordingly, the Special Resolution for creation of mortgage and/or charge on all or any of the movable and/or immovable properties of the Company, is proposed to be passed in this AGM. Accordingly, it is, therefore, necessary for the members to pass a Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of security up to Rs. 100 crores/- (Rupees One Hundred Crores Only) or the aggregate of the paid up capital and free reserves of the Company, whichever is higher i.e. limit specified in the resolution passed under Section 180(1) (c) of the Companies Act, 2013.

The Board of Directors recommends the said Special Resolution, set out at Item No.11 of this Notice for your approval.

Nature of concern or interest of Directors, Key Managerial Personnel and relatives of Directors and Key Managerial Personnel

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise in the said Special Resolution, set out at Item No. 11 of this Notice except in the ordinary course of business.

Item No. 12: To Approve for giving Loan or Guarantee or providing Security under Section 185 of the Companies Act, 2013.

Pursuant to the provisions of Section 185 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), no company shall, directly or indirectly, advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan taken by (a) any director of company, or of a company which is its holding company or any partner or relative of any such director; or (b) any firm in which any such director or relative is a partner.

However, a company may advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested, subject to the condition that (a) a special resolution is passed by the company in general meeting and the loans are utilized by the borrowing company for its principal business activities.

In order to augment the long term resources of the Company and to render support for the business requirements of the entities in which director of the Company is interested or deemed to be interested from time to time, the Board of Directors in its meeting held on August 22, 2025 has, subject to the approval of shareholders of the Company, proposed and approved for seeking the shareholder approval for advancing any loan, giving any guarantee or providing any security to all such person specified under Section 185 of the Companies Act, 2013 and more specifically such other entity/person as the Board of the Directors in its absolute discretion deems fit and beneficial and in the best interest of the Company (hereinafter commonly known as the Entities); all together

with in whom or in which any of the Director of the Company from time to time is interested or deemed to be interested and upto an aggregate limit of Rs. 100 Crores. Further, the aforementioned loan(s) and/or guarantee(s) and/or security (ies) shall only be utilized by the borrower for the purpose of its principal business activities and that keeping the best interest of the Company.

The Board of Directors recommends the said Special Resolution, set out at Item No.12 of this Notice for your approval.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 we in any way, financially or otherwise, concerned or interested in the resolution.

Your Board recommends the resolution for approval of the Members as a Special Resolution.

Item No. 13: To Approve to make investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013

Pursuant to the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors of a Company can give any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the loans, guarantee, security and investment given/provided/made by the Company, beyond the maximum permissible limit under Section 186 of the Companies Act, 2013 i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more, provided that if special resolution has been passed by the shareholders of the Company to that effect.

Keeping in view the future plans of the Company and to fulfil long term strategic and business objectives and as a measure of achieving greater financial flexibility and to enable optimal financing structure, the Board of Directors in its meeting held on August 22, 2025 has, subject to the approval of shareholders of the Company, has proposed and approved for seeking the shareholder approval for setting up limit upto an aggregate amount of Rs. 100 Crores and to give powers to the Board of Directors or any duly constituted committee thereof to that effect under Section 186 of the Companies Act, 2013.

The loan(s), guarantee(s), security (ies) and investment(s), as the case may be, shall be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made thereunder.

None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above-mentioned resolution except to the extent of their directorships and shareholding in the Company (if any).

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 13 of this Notice, in relation to the details as stated above and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company as a Special Resolution.

Place: Mumbai
Date: 22/08/2025

By Oder of the Board
For Jattashankar Industries Limited
Sd/-
Keval jayanti khudai
Additional Director (MD)
DIN: 11153664

ANNEXURE-A TO THE NOTICE

Information as required under regulation 36(3) SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 and SS-2 Secretarial Standard on General Meetings in respect of director(s) being appointed:

Name of Director	Mr. Keval Jayanti Khudai	Mr. Nileshbhai Bhagvanji Bapodara	Mr. Siddharth Parshottam Gajra
Date of birth	16/10/1995	06/01/1978	05/11/1992
Nationality	Indian	Indian	Indian
Date of first appointment on the board	07 th August 2025	07 th August 2025	07 th August 2025
Date of appointment (at current term)	20 th September, 2025	20 th September, 2025	20 th September, 2025
Terms and conditions of re-appointment	Appointment as a Managing Director and Chairman from August 07, 2025 upto August 06, 2028 (both days inclusive)	Appointment as a Whole Time Director from August 07, 2025 upto August 06, 2028 (both days inclusive)	Appointment as an Independent Director from August 07, 2025 upto August 06, 2030 (both days inclusive)
Educational Qualification	Diploma of Higher Education Engineering Government Polytechnic	Vedbhavan vidhyalay Dwarka, GJ, GCSEs	Company Secretary from the Institute of Company secretaries of India
Experience in functional area	Client Acquisition, Contract Management, Sales Pipeline Building, Agri Commodities, Client Portfolio Development etc	Business Development, Sales, Agri Commodities Industries, Contracts Management, Lead Generation Techniques, Enterprises Resource Planning	Mr. Siddharth Parshottam Gajra is currently associated as a Company Secretary with Shlokka Dyes Limited, a Company engaged in manufacturing of dyes, and also associated with Amstrad Consumer India Private Limited as an Independent Director and Saffronbiz Local Private Limited as Non-Executive Director. He is the Qualified Company Secretary in the area of Companies Act 2013, SEBI etc.
Relationship with other Directors	Not related to any Director	Not related to any Director	Not related to any Director
Shareholding in the Company including shareholding as a beneficial owner	700000	721933	Nil
List of directorships held in other listed companies	Nil	Nil	Nil
Committee membership in other listed companies	Nil	Nil	Nil
Resignation from the directorship of the listed companies in the past three years	Nil	Nil	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Mr. Keval Jayanti Khudai has a Diploma of Higher Education Engineering Government Polytechnic. He is having more than 8 years of experience in the area of Business Development, Sales, administrative assistants, business expansion, guidance, management of various projects and empowered managers to make effective decisions consistent with company's culture and values.	Mr. Nileshbhai Bhagvanji is having more than 15 years of experience in the area of Business Development professional with focus on driving growth through strategic partnerships and market analysis	He is Company Secretary and he has registered himself with IICA the independent Director Databank site.

Information as required under regulation 36(3) SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 and SS-2 Secretarial Standard on General Meetings in respect of director(s) being appointed

Name of Director	Vishal Prakashbhai Ashara	Harsh Pankajkumar Nayak
Date of birth	20/02/2002	26/11/1991
Nationality	Indian	Indian
Date of first appointment on the board	21 st June, 2025	07 th August 2025
Date of appointment (at current term)	20 th September, 2025	20 th September, 2025
Terms and conditions of re-appointment	Appointment as an Executive Director of the Company who is liable to Retire by rotation	Appointment as an Independent Director from August 07, 2025 upto August 06, 2030, (both days inclusive)
Educational Qualification	NAVYUG VIDHYALAY Porbandar, GJ, GCSEs	Chartered Accountant
Experience in functional area	Experttise in area of Agri Commodities Business, administrative assistants, business expansion, guidance and empowered managers to make effective decisions consistent with company's culture and values.	Mr. Harsh Pankajkumar Nayak is Practicing Chartered Accountant, He is having more than 08 years of experience in the area of audit, Accounts and taxation etc.
Relationship with other Directors	Not related to any Director	Not related to any Director
Shareholding in the Company including shareholding as a beneficial owner	700000	Nil
List of directorships held in other listed companies	Nil	Nil
Committee membership in other listed companies	Nil	Nil
Resignation from the directorship of the listed companies in the past three years	Nil	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	He is having more than 2 years of experience in the area of administrative assistants, business expansion, guidance and empowered managers to make effective decisions consistent with company's culture and values.	He is Practicing Chartered Accountant. He has registered himself with IICA the independent Director Databank site.

Place: Mumbai
Date: 22/08/2025

By Oder of the Board
For Jattashankar Industries Limited
Sd/-
Keval jayanti khudai
Additional Director (MD)
DIN: 11153664