

## NOTICE

**NOTICE** is hereby given that the Thirty-sixth Annual General Meeting of the Members of Jai Corp Limited will be held on Monday the 22<sup>nd</sup> day of November, 2021 at 11:00 a.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following business:

### AS ORDINARY BUSINESS:

1. To consider and adopt:
  - a. the audited standalone financial statements and the Reports of the Board of Directors and the Auditor thereon and in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** the audited standalone financial statements for the year ended 31<sup>st</sup> March, 2021 together with the Reports of the Directors and Auditor thereon be and are hereby considered, approved and adopted.”

- b. the audited consolidated financial statements and the Report of the Auditor thereon and in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** the audited consolidated financial statements for the year ended 31<sup>st</sup> March, 2021 together with the Report of the Auditor thereon be and are hereby considered, approved and adopted.”

2. To declare a dividend on preference shares and in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the recommendations made by the Board of Directors of the Company, a dividend at the rate of 1% (i.e. ₹ 0.01) per preference share of face value ₹ 1/- each to the preference shareholders of the Company for the financial year ended 31<sup>st</sup> March, 2021, whose names appear in the Register of Members at close of business on 15<sup>th</sup> November, 2021 be and is hereby declared to be paid out of the profits of the Company.”

3. To declare a dividend on equity shares and in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the recommendations made by the Board of Directors of the Company, a dividend at the rate of 50% (i.e. ₹ 0.50) per equity share of face value ₹ 1/- each to the non- promoter equity shareholders of the Company holding 4,81,67,010 equity shares and to the exclusion of promoter equity shareholders holding 13,02,82,400 equity shares, for the financial year ended 31<sup>st</sup> March, 2021, whose names appear in the Register of Members at close

of business on 15<sup>th</sup> November, 2021 be and is hereby declared to be paid out of the profits of the Company.”

4. To appoint a Director in place of Mr. Virendra Jain (DIN: 00077662), who retires by rotation, being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** Mr. Virendra Jain (DIN: 00077662), Director of the Company who retires by rotation and being eligible has offered himself for re-appointment be and is hereby re-appointed a Director of the Company whose period of office is liable to determination by retirement of directors by rotation.”

### AS SPECIAL BUSINESS:

5. To appoint Mr. Dinesh Deokinandan Paliwal (DIN: 00524064) as an executive director with the designation of Director- Works and in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions contained in Sections 149, 152,160, 161 of the Companies Act, 2013 (“the Act”) read with Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, (“the Rules”), and all other applicable provisions, if any, of the Act and the Rules framed thereunder together with Regulation 17 and all other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) (including any statutory modification(s) or re-enactment(s) of the Act, the Rules and the Listing Regulations for the time being in force), Mr. Dinesh Deokinandan Paliwal (DIN: 00524064) who was appointed as an additional director on 1<sup>st</sup> April, 2021 and who will cease to hold office of a director after the ensuing 36<sup>th</sup> Annual General Meeting of the Company and in respect of whom the Company has received a notice proposing his name as a director, being eligible for appointment, be and is hereby recommended for appointment as a director of the Company whose term in office shall be liable to retire by rotation;

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 2(51), 196, 197 and 203 of the Companies Act, 2013 (“the Act”) read with Schedule V to the Act, Rule 8 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder together with Regulation 17 and all other applicable provisions, if any, of the Securities and Exchange Board of India

(Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) including any statutory modification or re-enactment thereof for the time being in force, Mr. Dinesh Deokinandan Paliwal (DIN: 00524064) be and is hereby appointed as a Whole-time Director of the Company, with the designation of Director-Works, for a period of 3 (three) years with effect from 1<sup>st</sup> April, 2021 upon the terms and conditions as set out in explanatory statement annexed hereto, including the minimum remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with authority to the Board (which term shall include the Nomination and Remuneration Committee) to alter and vary terms and conditions of said appointment in such manner as may be agreed to between the Board and Mr. Dinesh Deokinandan Paliwal so long as any amended terms are not, in the opinion of the Board prejudicial to the interests of the Company;

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. To roll-over preference shares for a period of two years and in this regard, pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 55 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014 framed thereunder (“the Rules”) (including any statutory modification(s) or re-enactment of the Act and/ or the Rules for the time being in force), and Article 8 and all other enabling provisions of the Articles of Association of the Company and the applicable laws, rules, regulations, guidelines, clarifications and approvals issued by any statutory body or regulatory authority and subject to such approvals/consents/permissions/sanctions as may be required in accordance with applicable laws, rules, regulations and guidelines and subject to such conditions which such body or authority may impose at the time of granting their approvals/consents/permissions/sanctions and which may be agreed to by the Board of Directors of the Company ( the ‘Board’ which term shall include any Committee which the Board of Directors may have constituted or may hereafter constitute for the time being for exercising the powers conferred on the Board of Directors by this Resolution), consent of the members be and is hereby accorded to the Board to roll -over for a period up to 2 (two) years, the presently outstanding 1,68,000 (one lakh and sixty-eight thousand) or such number of

1% non-cumulative non-participating redeemable fully paid-up preference shares of face value ₹ 1/- (Rupee One only) each of the Company as will be outstanding on 25<sup>th</sup> November, 2021 being the present date of the redemption, that were issued at a price of ₹ 1,000/- (Rupees One thousand only) each i.e. at a nominal value of ₹ 1/- (Rupee One only) and a premium of ₹ 999/- (Rupees Nine hundred and ninety- nine only) per share allotted on 26<sup>th</sup> November, 2007, which are due for redemption on 25<sup>th</sup> November, 2021 to the end and intent that the such outstanding preference shares will be redeemed at a later date as hereafter stated;

**RESOLVED FURTHER THAT** as per the terms of issue, the said preference shares shall continue to carry a preferential right to dividend of 1% (one per cent) per annum;

**RESOLVED FURTHER THAT** as per the terms of issue, the said preference shares shall in respect of capital, on a winding-up or repayment of capital, carry a preferential right for repayment in priority to the equity shares to the Company but shall not carry any further or other right to participate either in the profits or assets of the Company;

**RESOLVED FURTHER THAT** the said remaining preference shares as at 25<sup>th</sup> November, 2021 shall now be redeemable on the expiry of 2 (two) years from the date of roll-over (i.e. two years from 26<sup>th</sup> November, 2021) with an option to the Company/ preference shareholders to redeem the same any time earlier;

**RESOLVED FURTHER THAT** as per the terms of issue, the redemption of the said preference shares shall be at a premium of 6% (six per cent) per annum from the date of allotment over and above the total issue price of ₹ 1,000/- (Rupees One thousand only) per share and the amount of premium will be proportionate to the period of holding of the said preference shares;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution , the Board be and is hereby authorized to take all actions and steps and do all acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper, desirable or expedient to the roll-over of the said outstanding preference shares and to resolve and settle all questions, difficulties or doubts that may arise in regard to such roll-over, as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.”

7. To ratify the remuneration payable to the cost auditor for the financial year ending 31<sup>st</sup> March,

2022 and in this regard, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 framed thereunder (“the Rules”) (including any statutory modification(s) or re-enactment of the Act and/ or the Rules for the time being in force) Tadhani and Co., Cost Accountants (Membership No. 33178 issued by the Institute of Cost Accountants of India), cost auditor appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year ending 31<sup>st</sup> March, 2022 be paid a remuneration of ₹ 88,000/- excluding the Goods and Services Tax.”

By Order of the Board of Directors

Mumbai  
13<sup>th</sup> August, 2021

**A. Datta**  
**Company Secretary**

**Registered Office:** A-3, M.I.D.C. Indl. Area,  
Nanded 431 603, Maharashtra.

**CIN:** L17120MH1985PLC036500

**e-mail for investors:** cs2@jaicorpindia.com

**NOTES:**

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated 13<sup>th</sup> January, 2021 read together with circulars dated May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (‘the Act’) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. The Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted at the Meeting is annexed hereto.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant

to the MCA 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 and Attendance Slip are not annexed to this Notice.

4. The Register of Members and Share Transfer Books for shares held in physical form will remain closed from Tuesday, the 16<sup>th</sup> day of November, 2021 to Monday, the 22<sup>nd</sup> day of November, 2021 (both days inclusive).
5. The dividend recommended by the Board of Directors, if declared at the Meeting will be payable to those Members whose names are registered in the Register of Members of the Company at close of business on Monday 15<sup>th</sup> November, 2021.
6. Un-paid/ un-claimed dividends up to financial year 2012-13 have been transferred to the Investor Education and Protection Fund (“the IEPF”) pursuant to the provisions of Section 205A of the Companies Act, 1956 and/or Section 124 of the Companies Act, 2013 (“the Act”). Un-paid/ un-claimed dividend for the financial years 2013-14, 2014-15, 2015-16, 2016-17, 2017-18, 2018-19 and 2019-20 will be transferred to the IEPF on or after 25<sup>th</sup> October, 2021, 29<sup>th</sup> October, 2022, 28<sup>th</sup> October, 2023, 15<sup>th</sup> October, 2024, 30<sup>th</sup> October, 2025, 31<sup>st</sup> October, 2026 and 2<sup>nd</sup> February, 2028 respectively pursuant Section 124 of the Act. The members who have not cashed their dividend warrant/s are requested to immediately make their claims to the Company’s Registrar and Share Transfer Agent, KFin Technologies Private Limited (“**KFintech**”). It may be noted that pursuant to Section 124(6) of the Act, all shares in respect of which unpaid or unclaimed dividend has been transferred shall also be transferred by the Company in the name of the IEPF. The Company has transferred all shares, held in physical or in dematerialized form, in respect of which dividend(s) for the financial year 2012-13 or before remained unpaid or unclaimed for seven years or more consecutively to the IEPF. Members may visit [http://www.jaicorpindia.com/investor/unpaid\\_dividend.html](http://www.jaicorpindia.com/investor/unpaid_dividend.html) to ascertain the status of their shares and/ or unclaimed dividend. Necessary details have also been uploaded on the website of IEPF Authority and the same can be accessed through the link: [www.iepf.gov.in](http://www.iepf.gov.in). The shareholders whose shares as well as unclaimed dividends have been transferred to the IEPF can now claim back the same. The IEPF Refund webpage can be accessed by visiting: [www.iepf.gov.in/IEPF/refund.html](http://www.iepf.gov.in/IEPF/refund.html). Necessary details are also available with KFintech.
7. Members who are holding shares in physical form in identical order of names in more than one

folio are requested to send to KFintech details of such folios together with the share certificates for consolidating their holding in one folio. The share certificate will be returned to the Member/s after making requisite changes thereon.

8. Pursuant to the Securities and the Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.
9. Non-resident Indian shareholders are requested to inform the Company immediately:-
  - i. Change in residential status on return to India for permanent settlement.
  - ii. Particulars of bank account maintained in India with complete name, branch, branch code, account type, account number and address of bank, if not furnished earlier.
  - iii. Copy of Reserve Bank of India permission.
10. In terms of Section 72 of the Act read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014 shareholders are entitled to make nomination in respect of shares held by them. Shareholders desirous of making nominations in respect of shares held by them are requested to send the necessary particulars in Form No. SH.13 (available on request) to KFintech.
11. Pursuant to Section 152 of the Companies Act, 2013, Mr. Virendra Jain (DIN: 00077662), who retires by rotation and being eligible, offers himself for re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. Other than Mr. Virendra Jain, Mr. Anand Jain and Mr. Gaurav Jain being related to Mr. Virendra Jain may be deemed to be interested in the resolution set out at Item No. 4 of the Notice. The other relatives of Mr. Virendra Jain may be deemed to be interested in the said resolution to the extent of their shareholding interest. No other Director / Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

12. Brief resume of all Directors who are proposed to be appointed/ re-appointed, nature of their

expertise in specific functional areas, names of other companies in which they hold directorships and memberships/chairmanships of Committees of the Board, shareholdings and relationships between Directors *inter-se* as required to be provided pursuant to Regulation 36(3) of the Listing Regulations and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are given as an ‘Annexure’ to this Notice.

13. Pursuant to coming into force of Section 40 of the Companies (Amendment) Act 2017, the provision contained in the Companies Act, 2013 that required the Company to place the matter relating to appointment of Auditor for ratification by members at every annual general meeting has been omitted. Hence, no resolution is proposed for ratification of the Auditor who was appointed in the 32<sup>nd</sup> Annual General Meeting held on 12<sup>th</sup> September, 2017.
14. Members who have not registered their e-mail addresses so far are requested to register their e-mail address with KFintech (if shares are held physically) or with relevant Depository Participant (if shares are dematerialised) so that they can receive the Annual Report and other communication from the Company electronically. Pursuant to Sections 20, 101 and 136 of the Act read with Rule 18 of the Companies (Management and Administration) Rules, 2014 and Rule 11 of the Companies (Accounts) Rules, 2014 service of documents through electronic mode is now permitted.
15. Members seeking any information with regard to the accounts or any matter to be placed at the Annual General Meeting, are requested to write an email to the Company on or before 19<sup>th</sup> November, 2021 at Company’s designated email address for investors: [cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com).
16. Pursuant to the provisions of the Income Tax Act, 1961 as amended by and read with the amendments introduced by the Finance Act, 2020 the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders w.e.f. 1<sup>st</sup> April 2020. No tax will be deducted on payment of dividend to the resident individual shareholders if the total dividend paid does not exceed ₹ 5,000/-. However, where the PAN is not updated in Company/ KFintech/ Depository Participant records or in case of an invalid PAN, the Company will deduct TDS u/s 194 without considering the exemption limit of ₹ 5,000/. The withholding tax rate would vary depending on the residential status of the shareholder and documents registered with the Company/KFintech/ Depository Participant.

## A. RESIDENT SHAREHOLDERS:

### A.1 Tax Deductible at Source for Resident Shareholders

Sr. No.	Particulars	Withholding Tax rate	Documents required (if any)
1	Valid PAN updated in the Company's Register of Members	10%	No document required (if no exemption is sought)
2	No PAN/Valid PAN not updated in the Company's Register of Members	20%	No document required (if no exemption is sought)
3	Availability of lower/nil tax deduction certificate issued by Income Tax Department u/s 197 of Income Tax Act, 1961	Rate specified in the certificate	Lower tax deduction certificate obtained from Income Tax Authority before the record date.

### A.2 No Tax Deductible at Source on dividend payment to resident shareholders if the Shareholders submit and register following documents as mentioned in column no.4 of the below table with the Company / KFintech/ Depository Participant before the record date:

Sr. No.	Particulars	Withholding Tax rate	Documents required (if any)
1	Submission of form 15G/15H	Nil	Declaration in Form No. 15G (applicable to any person other than a company or a firm) / Form 15H (applicable to an Individual who is 60 years and above), fulfilling certain conditions.
2	Shareholders to whom section 194 of the Income Tax, 1961 does not apply such as LIC, GIC, etc.	Nil	Documentary evidence that the said provisions are not applicable.
3	Shareholder covered u/s 196 of Income Tax Act, 1961 such as Government, RBI, corporations established by Central Act & mutual funds.	Nil	Documentary evidence for coverage u/s 196 of Income Tax Act, 1961
4	Category I and II Alternative Investment Fund	Nil	SEBI registration certificate to claim benefit under section 197A (1F) of Income Tax Act, 1961
5	<ul style="list-style-type: none"> <li>● Recognised provident funds</li> <li>● Approved superannuation fund</li> <li>● Approved gratuity fund</li> </ul>	Nil	Necessary documentary evidence as per Circular No. 18/2017 issued by Central Board of Direct Taxes (CBDT)
6	National Pension Scheme	Nil	No TDS as per section 197A (1E) of Income Tax Act, 1961
7	Any resident shareholder exempted from TDS deduction as per the provisions of Income Tax Act or by any other law or notification	Nil	Necessary documentary evidence substantiating exemption from deduction of TDS.

**B. NON-RESIDENT SHAREHOLDERS:**

**Withholding tax on dividend payment to non-resident shareholders if the non-resident shareholders submit and register following document as mentioned in column no.4 of the below table with the Company / Kfintech**

Sr. No.	Particulars	Withholding Tax rate	Documents required (if any)
1	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)/ Other Non-resident shareholders	20% (plus applicable surcharge and cess) or tax treaty rate whichever is beneficial)	FPI registration number / certificate. To avail beneficial rate of tax treaty following tax documents would be required: 1. Tax Residency certificate issued by revenue authority of country of residence of shareholder for the year in which dividend is received 2. PAN 3. Form 10F filled & duly signed 4. Self-declaration for non-existence of permanent establishment/ fixed base in India  (Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non-Resident shareholder and review to the satisfaction of the Company)
2	Indian Branch of a Foreign Bank	Nil	Lower tax deduction certificate u/s 195(3) obtained from Income Tax Authority Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank
3	Availability of Lower/NIL tax deduction certificate issued by Income Tax Department u/s 197 of Income Tax Act, 1961	Rate specified in certificate	Lower tax deduction certificate obtained from Income Tax Authority
4	Any non-resident shareholder exempted from WHT deduction as per the provisions of Income Tax Act or any other law such as The United Nations (Privileges and Immunities) Act 1947, etc.	NIL	Necessary documentary evidence substantiating exemption from WHT deduction

**Notes:**

- (i) The Company will issue soft copy of the TDS certificate to its shareholders through e-mail registered with Kfintech post payment of the dividend. Shareholders will be able to download Form 26AS from the Income Tax Department's website <https://incometaxindiaefiling.gov.in>
- (ii) The aforesaid documents such as Form 15G/ 15H, documents under sections 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. can be uploaded on the link <https://iris.kfintech.com/form15> on or before Monday, the 15<sup>th</sup> November, 2021 to enable the Company to determine the appropriate TDS / withholding tax rate applicable. Any communication on the tax determination/ deduction received after Monday, the 15<sup>th</sup> November, 2021 shall not be considered. Formats of Form 15G / Form 15H can be downloaded from the link <https://iris.kfintech.com/form15>.
- (iii) Application of TDS rate is subject to necessary verification by the Company of the shareholder details as available in Register of Members as on the Record Date, and other documents available with the Company/ Kfintech.
- (iv) In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund.

- (v) No TDS will be deducted in case of resident individual shareholders who furnish their PAN details and whose dividend does not exceed ₹ 5,000/-. However, where the PAN is not updated in Company/ KFintech/ Depository Participant records or in case of an invalid PAN, the Company will deduct TDS u/s 194 without considering the exemption limit of ₹ 5,000/-. All the shareholders are requested to update their PAN with their Depository Participant (if shares are held in electronic form) and Company / KFintech (if shares are held in physical form) against all their folio holdings on or before the record date.
- (vi) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings. This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.
17. Since the Annual General Meeting will be held through VC / OAVM, the route map to the venue of the Annual General Meeting is not annexed in this Notice.
- 18. Dispatch of the annual report Through Electronic Mode:**
- In compliance with the MCA General Circular no. 02/2021 dated 13<sup>th</sup> January, 2021 read with General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 and SEBI Circular dated 15<sup>th</sup> January, 2021 read with Circular 12<sup>th</sup> May, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website [www.jaicorpindia.com](http://www.jaicorpindia.com), websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of Company's Registrar and Share Transfer Agent, KFintech at [https:// evoting.kfintech.com](https://evoting.kfintech.com)
- 19. Instructions for E-Voting and joining the Annual General Meeting online are as follows:**
- A. Voting through electronic means:
- i. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, as amended and in terms of SEBI vide circular dated 9<sup>th</sup> December, 2020 "e-Voting Facility Provided by Listed Entities", the Company is providing to its Members, the facility to exercise their right to vote on resolutions proposed to be considered at the 36<sup>th</sup> AGM by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the Members using the electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by KFintech.
- ii. The Board of Directors has appointed Ms. Payal Kotak, a Practicing Company Secretary as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
- iii. Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- iv. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- v. The remote e-voting period commences on Thursday, the 18<sup>th</sup> November, 2021 (9:00 a.m.) and ends on Sunday, the 21<sup>st</sup> November, 2021 (5:00 p.m.). During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, (as on the cut-off date of 15<sup>th</sup> November, 2021) may cast their votes by remote e-voting. The remote e-voting module shall be disabled by KFintech for voting thereafter.
- vi. Once the vote on a resolution is cast by a Member through e-voting, the concerned member shall not be allowed to change it subsequently.
- vii. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
- viii. All documents referred to in the accompanying Notice are open for inspection up to the date of the 36<sup>th</sup> AGM of the Company through electronic mode.
- ix. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act shall be made available at the AGM through electronic mode.

- x. **Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode in terms of SEBI Circular dated 9<sup>th</sup> December, 2020:** Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on “e-Voting Facility Provided by Listed Entities”, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility. Pursuant to above said SEBI Circular, 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 <b>NSDL</b>	<ol style="list-style-type: none"> <li>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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 name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If your are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 &amp; voting during the meeting. Additionally, we are providing links to e-voting Service Providers i.e. <a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a>, so that the user can visit the e-voting service providers’ website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https:// web.cdslindia.com/myeasi/Registration/ EasiRegistration</a>.</li> </ol>

Type of shareholders	Login Method
	4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from the 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 e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository participants</b>	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 name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

**Important Note:**

Members who are unable to retrieve User ID / Password are advised to use Forgot User ID and Forgot Password option available at respective websites.

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

Type of shareholders	Login Method
Securities held with <b>NSDL</b>	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 224 430
Securities held with <b>CDSL</b>	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 2305 8738 or 022-2305 8542-43

- xi. Login method for e-voting and joining virtual meeting other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode as under:
- (I) Members whose email ids are registered with the Company/ DPs will receive an email from KFintech informing them of their User ID and Password. Once a Member receives the email, he or she will need to go through the following steps to complete the e-voting process:
    - a. Launch internet browser by typing <https://evoting.kfintech.com> in the address bar.
    - b. Enter the login credentials (i.e. User ID and Password) which will be sent separately. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and Password for casting your vote. If required, please visit <https://evoting.kfintech.com> or contact toll free number 1800-309-4001 for your existing Password.
    - c. After entering these details appropriately, click on "LOGIN".
    - d. You will now reach Password change Menu wherein you are required to mandatorily change your Password. The new Password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,\$,etc.).  
The system will prompt you to change your Password and update your contact details like mobile number, email address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your Password in case you have forgotten your Password. It is strongly recommended that you do not share your Password with any other person and that you take utmost care to keep your Password confidential.
    - e. You need to login again with the new credentials.
    - f. On successful login, the system will prompt you to select the E-voting Event Number for Jai Corp Limited.
    - g. On the voting page, enter the number of shares (which represents

the number of votes) as on the cut-off date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/AGAINST” taken together should not exceed your total shareholding as on the cut-off date. If you do not want to cast your vote, select “ABSTAIN”.

- h. Members holding shares under multiple folios/demat accounts shall choose the voting process separately for each of the folios/demat accounts.
- i. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- j. You may then cast your vote by selecting an appropriate option and click on “SUBMIT”.
- k. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you confirm your vote on the Resolution(s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- l. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Power of Attorney/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail ID: [payalkotak.pk@gmail.com](mailto:payalkotak.pk@gmail.com). They may also upload the same in the e-voting module in their login. The scanned image of the abovementioned documents should be in the naming format “Corporate Name\_EVENT NO.”
- m. In case of any query pertaining to e-voting, please visit ‘Help & FAQ’s section’ available at KFintech’s website <https://evoting.kfintech.com>.
- n. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication.
- o. Any person who becomes a Member of the Company after dispatch of the

Notice of the Meeting and holding shares as on the cut-off date i.e. 15<sup>th</sup> November, 2021, may obtain the User ID and Password in the manner as mentioned below:

- If the mobile number of the Member is registered against Folio No./DP ID and Client ID, the Member may send SMS: MYEPWD E-voting Event Number + Folio No. or DP ID and Client ID to 9212993399. Example for NSDL: MYEPWD IN12345612345678 Example for CDSL: MYEPWD 1402345612345678 Example for Physical: MYEPWD XXXX1234567890

- If e-mail address or mobile number of the Member is registered against Folio No./DP ID and Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click “Forgot Password” and enter Folio No. or DP ID and Client ID and PAN to generate a new Password.
  - You may call Company’s Registrar KFintech on toll free number 1800-309-4001 (from 9:00 a.m. to 6:00 p.m.) for any help.
  - You may also send an e-mail request to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
- (II) A. Members whose email IDs are not registered with the Company/DP have to follow below procedure to get their email address registered and to obtain the Annual report, Notice of AGM and e-voting instructions:
    - a. Members holding shares in dematerialized form are requested to provide Depository Participant ID (“DPID”) and Client ID (“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) or AADHAR (self-attested scanned copy of Aadhar Card) to KFintech on [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
    - b. Members holding shares in physical form are requested to provide Folio No., Name of member, PAN (self-attested scanned copy of PAN card) or AADHAR (self-attested scanned

copy of Aadhar Card) by email to KFinTech on einward.ris@kfintech.com.

- c. After due verification, KFinTech will forward your login credentials to your registered email address. d. You are then requested to follow the remote e-voting instructions given in the Notice.
- B. In case of members opting for e-voting on the day of the AGM:
  - i. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
  - ii. Only those members, who are present in the AGM through VC/ OAVM facility and have not cast their votes on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting at the AGM.
  - iii. 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.
  - iv. In case of any assistance during the AGM, members can contact Ms. C. Sobha Anand Dy. General Manager at toll free number 1800-309-4001

**20. Instructions for members for attending the AGM through VC/ OAVM are as under:**

- I. Members will be able to attend the AGM through VC/ OAVM provided by KFinTech by accessing the same at <https://emeetings.kfintech.com> and click on the “video conference” and access the members’ login by using the remote e-voting credentials. The link for e-AGM will be available in members’ login where the EVENT and the name of the company can be selected.
- II. 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 above.
- III. Facility of joining the AGM through VC/OAVM shall opened 30 (thirty) minutes before the time scheduled for the AGM and shall be kept open throughout the proceedings of the AGM. This does not include large members/shareholders (members/ 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, Statutory Auditors, etc. who are allowed to attend the AGM without any restrictions.

- IV. Members will be allowed to attend the AGM through VC/ OAVM on first come first served basis.
- V. Members are encouraged to join the AGM through laptops with any internet browsers for better experience.
- VI. Members will be required to allow “camera” and use internet with a good speed to avoid any disturbance during the meeting.
- VII. 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.
- VIII. AGM Questions prior to e-AGM: Members who would like to express their views/ask questions during the meeting may log into <https://emeetings.kfintech.com> and click on “Post your Questions”. Thereafter, the members may post their queries/ views in the window provided by mentioning the name, demat account number/folio number, email id, mobile number. “Post your Questions” link shall commence on Thursday, the 18<sup>th</sup> November, 2021 at 9.00 a.m. and close on Friday, the 19<sup>th</sup> November, 2021 at 5.00 p.m.
- IX. Speaker Registration during e-AGM session: Members who would like to express their views or ask questions during the AGM may register themselves by logging on to <https://emeetings.kfintech.com> and clicking on “Speaker Registration”. You would have to mention the demat account number/folio number, city, email id, mobile number and then click on submit. The speaker registration shall commence on Thursday, the 18<sup>th</sup> November, 2021 at 9.00 a.m. and close on Friday, the 19<sup>th</sup> November, 2021 at 5.00 p.m. The Company reserves the rights to restrict the number of speakers depending on availability of time for the AGM.
- X. A video guide assisting the members attending e-AGM either as a speaker or participant is available for quick reference at URL <https://emeetings.kfintech.com/>
- XI. Members attending the AGM through VC/ OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

XII. Members who need assistance before or during the AGM, can contact Ms. C. Sobha Anand Dy.General Manager at toll free number 1800-309-4001.

21. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
22. The voting result declared along with the report of the Scrutinizer shall be placed on the website of the Company, viz., [www.jaicorpindia.com](http://www.jaicorpindia.com) and on the website of KFintech <https://evoting.kfintech.com/> immediately after the declaration of result by the Chairman or by a person duly authorised. The results shall also be immediately forwarded to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed.
23. Subject to receipt of requisite number of votes, the resolutions as stated in this Notice shall be deemed to have been passed on the date of the AGM i.e., Monday, the 22<sup>nd</sup> November, 2021.

By Order of the Board of Directors

Mumbai  
13<sup>th</sup> August, 2021

**A. Datta**  
**Company Secretary**

**Registered Office:** A-3, M.I.D.C. Indl. Area,  
Nanded 431 603, Maharashtra.

**CIN:** L17120MH1985PLC036500

**e-mail for investors:** [cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com)

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

**Item No. 5:**

**Appointment of Mr. Dinesh D. Paliwal as Director-Works:**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on 1<sup>st</sup> April, 2021, appointed Mr. Dinesh D. Paliwal (DIN: 00524064) as an executive director with the designation of Director – Works of the Company for a period of three years commencing from 1<sup>st</sup> April, 2021 up to 31<sup>st</sup> March, 2024.

The draft Agreement proposed to be entered into with Mr. Dinesh D. Paliwal, *inter-alia*, contains the following terms: **Salary:** not exceeding ₹ 7,00,000/- per month. **Commission:** In addition to salary and perquisites, based on the net profits of the Company in a particular

financial year computed in the manner laid down in Section 198 of the Act, as may be approved by the Board but not exceeding the limits laid down in Section 197 of the Act. **Perquisites and Allowances:** Accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with re-imbusement of expenses or allowances for utilization of gas, electricity, water, furnishing and repairs, medical expenses/re-imbusement for self and his family including dependents, leave travel concession for self and his family including dependents, club fees, medical insurance and such other perquisites and allowances as agreed/authorized by the Board up to ₹ 7,00,000/- per month, subject to overall ceiling of remuneration as stipulated under the Act. The minimum remuneration payable to Mr. Dinesh D. Paliwal in the event of loss or inadequacy of profits in any financial year during the period of his appointment will be subject to a maximum ceiling of ₹ 60,00,000/- per annum including the perquisites as set out in Part II Section II of Schedule V to the Companies Act, 2013. Either party may terminate this Agreement by giving the other 3 (three) months prior notice of termination in writing.

Mr. Dinesh D. Paliwal was paid a remuneration of ₹ 57,91,200/- for the financial year ended 31<sup>st</sup> March, 2021 as Senior Vice President- Operations.

Mr. Dinesh D. Paliwal has over 31 years' experience in the woven sacks and bags industry and has been associated with the Company for over 10 years holding several senior level posts.

Mr. Dinesh D. Paliwal has given his consent to the appointment. He satisfies all the conditions specified under Section 196(3) and Part- I of Schedule V to the Companies Act, 2013. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

The Board of Directors is of the opinion that the appointment of Mr. Dinesh D. Paliwal as the Director-Works will be beneficial to the Company and accordingly commends the resolution set out in Item No. 5 of the accompanying Notice for approval of the members.

Other than Mr. Dinesh D. Paliwal, no other Director/ Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

**Item No. 6:**

**Roll-over of preference shares**

The Company had in November 2007 issued 1,50,00,000 ₹ 1% non-cumulative, non-participating redeemable preference shares of face value ₹ 1/- each at a price of ₹ 1,000/- each i.e. at a nominal value of ₹ 1/- and a premium of 999/- per share to certain members of the promoter group. The said preference shares were allotted as fully paid-up on 26<sup>th</sup> November, 2007 for a tenure of 2 years from the date of allotment

with an option to the Company/ the allottee to redeem the same after a period of 1 year. The rate of dividend payable to the preference shareholders is 1% on the face value of the shares. These preference shares were eligible for redemption at a premium of 6% p.a. over and above the issue price of ₹ 1,000/- per share on 25<sup>th</sup> November, 2009. Approval of equity shareholders were obtained at the 24<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2009, at the 26<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2011, 28<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2013, 30<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2015, 32<sup>nd</sup> Annual General Meeting held on 12<sup>th</sup> September, 2017 and 34<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2019 for respective roll-over. 13,98,000 preference shares were rolled over with effect from 26<sup>th</sup> November, 2019 out of which a total 12,30,000 preference shares have been redeemed leaving a balance of 1,68,000 preference shares due for redemption on 25<sup>th</sup> November, 2021. These preference shares are presently held by relatives of the promoters and a trust formed by promoters. Should the Company redeem any further preference shares between 14<sup>th</sup> August, 2021 and 25<sup>th</sup> November, 2021, the number of preference shares to be rolled-over will get reduced to that extent.

Considering the present economic and business scenario, the Company requested the preference shareholders to roll-over these preference shares for a further period up to two years. The preference shareholders have agreed in writing to the roll-over the said 1,68,000 preference shares or such number of preference shares that will be outstanding on 26<sup>th</sup> November, 2021 for a further period up to 2 years with an option to the Company/ the shareholders to redeem these shares any time earlier.

The issue of these preference shares was approved by the equity shareholders at the Extra-ordinary General Meeting held on 17<sup>th</sup> November, 2007 and their roll-overs were from time to time approved at the Annual General Meetings mentioned above. The members' approval to the proposed further roll-over is now being sought as a matter of abundant caution.

The Special Resolution is proposed pursuant to the provisions of Section 55 of the Companies Act, 2013.

The Board of Directors commends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval of the members.

Mr. Anand Jain, Mr. Virendra Jain and Mr. Gaurav Jain, Directors of the Company and constituents of the promoter group are concerned or interested in this resolution to the extent of the preference shares held by their relatives/ private trust. Save as aforesaid, no other Director/ Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

#### **Item No. 7:**

##### **Remuneration of Cost Auditor**

Pursuant to Section 148 of the Companies Act, 2013 read with Rule 3(B) of the Companies (Cost Records and Audit) Amendment Rules, 2014 ('the Rules') the Company is required to maintain cost records and get them audited in accordance with these Rules for the financial year 2021-22.

The Board of Directors has appointed Tadhani and Co., Cost Accountants (Membership No. 33178 issued by the Institute of Cost Accountants of India) as the cost auditor of the Company for the financial year 2021-22. Pursuant to Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 members are required to ratify the remuneration payable to the cost auditor.

Based on the recommendation of the Audit Committee, the Board of Directors has approved remuneration of ₹ 88,000/- to Tadhani and Co. excluding the Goods and Services Tax.

The Board of Directors accordingly commends the Ordinary Resolution set out at Item No. 7 of the accompanying Notice for approval of the members which is an enabling resolution.

No Director / Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

By Order of the Board of Directors

Mumbai  
13<sup>th</sup> August, 2021

**A. Datta**  
**Company Secretary**

**Registered Office:** A-3, M.I.D.C. Indl. Area, Nanded 431 603, Maharashtra.

**CIN:** L17120MH1985PLC036500

**e-mail for investors:** cs2@jaicorpindia.com

**Details of Directors seeking appointment/ re-appointment/ continuation with appointment at the 36<sup>th</sup> Annual General Meeting pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India**

<b>Name of the Director</b>	<b>Mr. Virendra Jain</b>	<b>Mr. Dinesh D. Paliwal</b>
Age	62 years	53 years
Date of Appointment	31/12/1986	01/04/2021
Expertise in specific functional area/ brief resume	Entrepreneur with over 35 years' of experience in business of plastic processing.  Brief resume is given in the Corporate Governance Report forming part of this Annual Report.	Has more than 31 years of experience in woven sacks manufacturing business. He has around 16 years' experience of working at a senior level, has been associated with the Company since 2010 and has held senior level positions of Vice President and Senior Vice President.
Qualification	B. Com	Mechanical Engineer
No. of equity shares held in the Company	100	Nil
Directorships in other listed entities and membership of committees of the board	Nil	Nil
Directorships in other unlisted entities and membership/ chairmanship of committees of the board	Directorships- 1. Aero Developers Pvt. Ltd. 2. Aero Fibre Pvt. Ltd. 3. Aero Realty Pvt. Ltd. 4. Iceberg Properties Pvt. Ltd. 5. Jaicorp Welfare Foundation(Sec. 8 co.) 6. Kasturi Trading Co. Pvt. Ltd. 7. Mrinalini Trading Co. Pvt. Ltd. 8. Pet Fibres Pvt. Ltd. 9. Prime Biotech (India) Ltd. 10. Prime Wovens Pvt. Ltd. 11. Shree Om Brokers Pvt. Ltd. 12. Techfab ( India) Industries Ltd. 13. Tufropes Pvt. Ltd. 14. Virendra and Rina Jai Foundation (Sec. 8 co.)	Nil
Number of Meetings of the Board attended during the year	4	Not Applicable
Relationship between Directors inter se, Manager and other Key Managerial Personnel.	Is related to Mr. Anand Jain and Mr. Gaurav Jain	None

<b>Name of the Director</b>	<b>Mr. Virendra Jain</b>	<b>Mr. Dinesh D. Paliwal</b>
Terms and conditions of appointment/ re-appointment	Liable to retire by rotation	As per the resolutions at item nos. 5 of the Notice convening this Meeting read with explanatory statement thereto, Mr. Dinesh D. Paliwal is proposed to be appointed as an executive director with the designation of Director – Works for a period of 3 years but is liable to retire by rotation.
Remuneration last drawn	₹ 1,22,500/- for attending Board and Committee meetings.	₹ 57,91,200/- as Senior Vice President-Operations
Remuneration proposed to be paid	Not Applicable	As per the resolution at item no. 5 of the Notice convening this Meeting read with explanatory statement thereto.
DIN	00077662	00524064
Category of directorship & designation	Non-executive, Non-Promoter Director Vice Chairman	Executive director, non-promoter, non-independent and Director- Works