



**POSTAL BALLOT NOTICE**  
**Dated 12<sup>th</sup> October, 2021**  
**{Financial Year 2021-2022}**

**TO**  
**SHAREHOLDERS**  
**OF**  
**JINDAL WORLDWIDE LIMITED**



## JINDAL WORLDWIDE LIMITED

Regd. & Corp. Office: "Jindal House", Opp. Dmart, I.O.C Petrol Pump Lane,  
Shivranjani Shyamal 132 Ft Ring Road, Satellite, Ahmedabad – 380015, Gujarat  
E-Mail Id: csjindal@jindaltextiles.com; Website: www.jindaltextiles.com; Phone: 079-71001500  
CIN: L17110GJ1986PLC008942

### **NOTICE OF POSTAL BALLOT [FINANCIAL YEAR 2021-2022] [Pursuant to Section 110 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013]**

Dear Members,

Pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (the "Rules") and Ministry of Corporate Affairs (MCA) General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 read with General Circular No. 22/2020 dated 15<sup>th</sup> June, 2020, General Circular No. 33/2020 dated 28<sup>th</sup> September, 2020 and General Circular No. 39/2020 dated 31<sup>st</sup> December, 2020 and General Circular No. 10/2021 dated 23<sup>rd</sup> June, 2021 (hereinafter known as MCA Circulars) and Regulation 44 of the SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and further to the approval of the Board of Directors in its meeting held on 12<sup>th</sup> October, 2021 to convene a Postal Ballot process, Notice is hereby given that the Special Businesses as set out herein below for seeking approval of shareholders of the Company are proposed to be passed as Special Resolutions by the Shareholders of the Company by means of Postal Ballot through voting by electronic means only (i.e. remote e-voting only).

#### **DETAILS OF ITEMS OF SPECIAL BUSINESS REQUIRING CONSENT OF SHAREHOLDERS THROUGH POSTAL BALLOT:**

##### **ITEM NO. 01 : TO CONSIDER AND APPROVE FOR GIVING AUTHORIZATION TO BOARD OF DIRECTORS UNDER SECTION 180(1)(c) OF THE COMPANIES ACT, 2013 UPTO AN AGGREGATE REVISED LIMIT OF ₹ 1,600 CRORES, BY MEANS OF POSTAL BALLOT PROCESS.**

**Elucidation:** The Members are hereby informed that the Shareholders of the Company had earlier authorized the Board of Directors of the Company under Section 180(1)(c) of the Companies Act, 2013 for an aggregate limit of ₹ 1500 Crores by way of passing a Special Resolution in 28<sup>th</sup> Annual General Meeting held on 16<sup>th</sup> September, 2014. In furtherance to same and keeping in view the future plans of the Company and to fulfill long term strategic and business objectives, the Board of Directors in its meeting held on 12<sup>th</sup> October, 2021 has proposed and approved for seeking the shareholder approval for enhancing borrowing limit of the Company from existing ₹ 1500 Crores upto an aggregate revised limit of ₹ 1600 Crores, subject to the approval of shareholders of the Company by means of postal ballot.

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

**"RESOLVED THAT** pursuant to the provisions of Section 180 (1) (c) 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, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors of the Company to borrow 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 moneys already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the permissible limit i.e. aggregate of paid-up capital, free reserves and securities premium of the Company, provided that the aggregate amount of money/moneys so borrowed by the Board of Directors shall not at any time exceed the limit of ₹ 1600 Crores (Rupees One Thousand Six Hundred Crores Only).

**RESOLVED FURTHER THAT** any Directors(s) of the Company be and is/are hereby severally authorised for and on behalf of the Company to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental to give effect to this resolution."

##### **ITEM NO. 02 : TO CONSIDER AND APPROVE FOR GIVING AUTHORIZATION TO BOARD OF DIRECTORS UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 UPTO AN AGGREGATE REVISED LIMIT OF ₹ 1,600 CRORES, BY MEANS OF POSTAL BALLOT PROCESS.**

**Elucidation:** The Members are hereby informed that the Shareholders of the Company had earlier authorized the Board of Directors of the Company under Section 180(1)(a) of the Companies Act, 2013 for an aggregate limit of ₹ 1500 Crores by way of

passing a Special Resolution in 28<sup>th</sup> Annual General Meeting held on 16<sup>th</sup> September, 2014. In furtherance to same and keeping in view the future plans of the Company and to fulfill long term strategic and business objectives, the Board of Directors in its meeting held on 12<sup>th</sup> October, 2021 has proposed and approved for seeking the shareholder approval for enhancing limit from existing ₹ 1500 Crores upto an aggregate revised limit of ₹ 1600 Crores under Section 180(1)(a) of the Companies Act, 2013 due to the revision of enhanced limits under Section 180(1)(c) of the Companies act, 2013, subject to the approval of shareholders of the Company by means of postal ballot.

To consider and, if though fit, to pass, with or without modification(s), 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 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, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors of the Company to pledge, mortgage, hypothecate, create floating charge, transfer, sell, lease or dispose-off all or any movable or immovable properties of the Company and/or the whole or part of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders in the best interest of the Company; to secure the amount borrowed by the Company or any third party from time to time; for the purpose of due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings; provided that the aggregate indebtedness secured by the assets/properties/undertaking of the Company shall not at any time exceed the aggregate limit of ₹ 1600 Crores (Rupees One Thousand Six Hundred Crores Only).

**RESOLVED FURTHER THAT** any Directors(s) of the Company be and is/are hereby severally authorised for and on behalf of the Company to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental to give effect to this resolution.”

**ITEM NO. 03 : TO CONSIDER AND APPROVE FOR GIVING AUTHORIZATION TO BOARD OF DIRECTORS TO ADVANCE ANY LOAN, GIVE ANY GUARANTEE OR TO PROVIDE ANY SECURITY TO ALL SUCH PERSON SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013 UPTO AN AGGREGATE LIMIT OF ₹ 1,500 CRORES, BY MEANS OF POSTAL BALLOT PROCESS.**

**Elucidation:** The Members are hereby informed that 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(s) of the Company is/are interested or deemed to be interested from time to time, the Board of Directors in its meeting held on 12<sup>th</sup> October, 2021 has 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 upto an aggregate limit of ₹ 1500 Crores, subject to the approval of shareholders of the Company by means of postal ballot.

To consider and, if though fit, to pass, with or without modification(s), 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, the consent of the shareholders 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 ₹ 1500 Crores (Rupees One Thousand Five 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** keeping the best interest of the Company in view, any approval accorded by the Board of Directors and shareholders of the Company under Section 185 of the Companies Act, 2013 shall be in force with retrospective effect from 01<sup>st</sup> August, 2021 till the period any amendment to the said resolution will be made by the Board of Directors and Shareholders thereof.”

**RESOLVED FURTHER THAT** any Directors(s) of the Company be and is/are hereby severally authorised for and on behalf of the Company to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental to give effect to this resolution.”

**ITEM NO. 04 : TO CONSIDER AND APPROVE FOR GIVING AUTHORIZATION TO BOARD OF DIRECTORS UNDER SECTION 186 OF THE COMPANIES, ACT, 2013 UPTO AN AGGREGATE REVISED LIMIT OF ₹ 1,500 CRORES, BY MEANS OF POSTAL BALLOT PROCESS.**

**Elucidation:** The Members are hereby informed that the Shareholders of the Company had earlier authorized the Board of Directors of the Company under Section 186 of the Companies Act, 2013 for an aggregate limit of ₹ 750 Crores by way of passing a Special Resolution by means of Postal Ballot dated 05<sup>th</sup> January, 2016. In furtherance to same and keeping in view the future plans of the Company and to fulfill long term strategic and business objectives, the Board of Directors in its meeting held on 12<sup>th</sup> October, 2021 has proposed and approved for seeking the shareholder approval for enhancing limit from existing ₹ 750 Crores upto an aggregate revised limit of ₹ 1500 Crores, subject to the approval of shareholders of the Company by means of postal ballot.

To consider and, if though fit, to pass, with or without modification(s), 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, the consent of the shareholders 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, 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 ₹ 1500 Crores (Rupees One Thousand Five 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 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).”

**ITEM NO. 05 : TO CONSIDER AND APPROVE THE APPOINTMENT OF MS. JASDEV KAUR RAIT (DIN-09354682) AS AN NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY, BY MEANS OF POSTAL BALLOT PROCESS.**

**Elucidation:** The Members are hereby informed that in order to enhance the involvement of the professionalized personnel in Management of the Company, to create enduring guidance for the Company and to continue maintaining the diverse and independent Board for ensuring good governance practices, the Board of Directors in its meeting held on 12<sup>th</sup> October, 2021 has appointed Ms. Jasdev Kaur Rait (DIN: 09354682) as an Independent Director of the Company subject to the approval of shareholders of the Company by means of postal ballot.

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

**“RESOLVED THAT** pursuant to the provisions of Section 149 read with the Schedule IV, Sections 150 & 152, & other applicable provisions read with relevant Rules of the Companies Act, 2013 and Regulation 17(1)(b) and other relevant Regulations of the SEBI (LODR) Regulations, 2015 (including any modification or re-enactment thereof, for the time being in force) and further pursuant to the Articles of Association of the Company and considering the recommendations made by the Nomination and Remuneration Committee and further approval of the Board of Directors thereof and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of an Independent Director of the Company; the consent of the shareholders of the Company be and is hereby accorded for the appointment of Ms. Jasdev Kaur Rait (DIN: 09354682) as 'Non-Executive Independent Director' of the Company to hold office for a first consecutive term of 5 (Five) Years i.e. w.e.f 12<sup>th</sup> October, 2021 to 11<sup>th</sup> October, 2026 on such terms and conditions as detailed in the explanatory statement annexed hereto, which is hereby approved and sanctioned, with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and in such manner as may be mutually decided by the Board of Directors and the said Independent Director and whose term of appointment shall not be liable for retire by rotation.”

**“RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Regulation 17(6)(a) of the SEBI(LODR) Regulations, 2015 (including

any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Jasdev Kaur Rait (DIN: 09354682) may or may not be paid sitting fees as may be decided by the Board within the limits stipulated under the Companies Act, 2013."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-forms with the Registrar of Companies and to do all acts, deeds and things as may be necessary, proper or expedient to give effect to the aforesaid resolutions."

**By Order of the Board of Directors of  
Jindal Worldwide Limited**

**Place : Ahmedabad**

**Date : 12<sup>th</sup> October, 2021**

**Sd/-  
(Mr. Amit Agrawal)  
DIN: 00169061  
Managing Director**

**Sd/-  
(Dr. Yamunadutt Agrawal)  
DIN: 00243192  
Chairman & Director**

**NOTES:**

**I. GENERAL INFORMATION:**

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and Regulation 17(11) of SEBI (LODR) Regulations, 2015 (wherever applicable) in respect to the Special Business under item nos. 1 to 5 as stated above is annexed hereto.
2. Further, pursuant to the Section 152 of the Companies Act, 2013, Regulation 36 of the SEBI (LODR) Regulations, 2015 and Secretarial Standards-2 as issued by Institute of Company Secretaries of India (ICSI), the brief profile and expertise in specific functional areas and other required details pertaining to the Director as recommended for appointment as an "Independent Director" under Special Business Item No. 5 of the said Notice have been stated and provided in the explanatory statement as annexed hereto.
3. In view of massive outbreak of the Coronavirus Disease 2019 (COVID-19) global pandemic as declared by World Health Organization (WHO) on 11<sup>th</sup> March, 2020 and subsequent prevailing situations and owing to the difficulties involved in dispatching of physical copies of the Postal Ballot Notice, the MCA vide its MCA Circulars (as stated above) had prescribed the manner and mode of issue of notices of Postal Ballot to the members of the Company and had specifically stated that such notice to Members may be given/sent only through E-Mail and that the communication of the assent and dissent of the members would only take place through the remote e-voting system upto 31<sup>st</sup> December, 2021 and thus there exist no requirement of providing Postal Ballot Form to Shareholders for assent or dissent through post.

Dispatch of Notice of Postal Ballot through E-Mail : Accordingly, in compliance to the MCA Circulars, the Notice of Postal Ballot of the Company will be sent only through electronic mode only (i.e E-Mail) to those Shareholders of the Company whose E-Mail IDs are registered with the Company or the Registrar and Share Transfer Agent (the "RTA"), i.e., M/s. Cameo Corporate Services Limited. Further, physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and that all communication of shareholders for assent/ dissent will only take place through the remote e-voting system.

4. A printable copy of the Postal Ballot Notice shall also be made available on the website of the Company "www.jindaltextiles.com" and on the website of BSE Limited "www.bseindia.com" and National Stock Exchange of India Limited "www.nseindia.com" and on the website of CDSL at www.evotingindia.com." as per the provisions of the Companies Act, 2013.
5. Procedure for remote e-voting at Postal Ballot through electronic means – The Company has appointed "Central Depository Services Limited" (CDSL) for rendering its services in regards to the facility to shareholders for remote voting at Postal Ballot through electronic means. The detailed instructions in this regard are provided separately in Section II forming part of this Notice.
6. For better compliance and for the purpose of updation of the correct and valid details more specifically the E-mail Id, members who have not registered their email id or KYC details or members who want to update the same are requested to fill in the all the details as required in the said "KYC Updating Form" which forms an integral part of

this Notice of Postal Ballot and send the signed "KYC Updation Form" to the RTA of the Company and a copy of same at the Registered Office of the Company.

7. In compliance of the aforementioned MCA circulars, all the documents referred to in the Postal Ballot notice and the Explanatory Statement shall be made available for inspection by the members of the Company through electronic mode only. Members desirous of inspecting the same may send their requests at "csjindal@jindaltextiles.com" from their registered E-Mail IDs mentioning their names and folio numbers / demat account numbers within the E-voting Period.
8. The Company has designated an exclusive E-Mail ID "csjindal@jindaltextiles.com" for redressal of shareholders'/ Investors complaints/grievances. In case shareholders have any queries, complaints/grievances, then they may kindly write at E-mail ID : "csjindal@jindaltextiles.com" from their registered E-Mail IDs mentioning their names and folio numbers / demat account numbers.
9. Resolution passed by the Members through postal ballot is deemed to have been passed as if they have been passed at the General Meeting of the Members of the Company.
10. The details of Notice of Postal Ballot to the members will be published in at least one (1) English and one (1) vernacular language newspaper circulating in Gujarat.

## II. INSTRUCTIONS FOR REMOTE E-VOTING THROUGH ELECTRONIC MEANS:

### A. GENERAL INSTRUCTIONS:

- i. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time read with Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (LODR) Regulations 2015 and Secretarial Standard-2 issued by the ICSI, the Company will be providing the facility to members to exercise their right to vote on resolutions stated in the Notice of Postal Ballot by electronic means only and the businesses shall be transacted through E-Voting Services. The facility of casting the votes by the members using an electronic voting system (i.e. E-Voting which includes only "Remote E-Voting (during the E-voting Period) will be provided by Central Depository Services (India) Limited (CDSL). The detailed procedure to be followed in this regard has been given below. The members are requested to go through the same carefully.
- ii. Members whose names are recorded in the Register of Members as maintained by the RTA of the Company as on the Cut-off date i.e. **Friday, 08<sup>th</sup> October, 2021**, shall be entitled to avail the facility of E-Voting on resolutions stated in the Notice of Postal Ballot. Any recipient of this Notice who has no voting rights as on Cut-off Date should treat the same as intimation only.
- iii. Once the vote on a resolution is cast by the shareholders, the shareholders shall not be allowed to change it subsequently.
- iv. The E-Voting rights of the members shall be in proportion of their shares to the paid up equity share capital of the Company as on the Cut-off date i.e. Friday, 08<sup>th</sup> October, 2021.
- v. M/s. SPANJ & Associates, Practicing Company Secretaries, Ahmedabad, has been appointed as the Scrutinizer to scrutinize the E-Voting process (i.e. E-Voting which includes only "Remote E-Voting (during the E-voting Period) of the Postal Ballot in a fair and transparent manner.
- vi. The Scrutinizer shall immediately, after the conclusion of voting process of the Postal Ballot, will unblock the votes cast through E-Voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall submit a Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same and declare the results of the E-Voting forthwith, within the prescribed timeframe as per the provision of the Companies Act, 2013.
- vii. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL "www.cdslindia.com" and on the website of the Company "www.jindaltextiles.com", and shall also be communicated to the Stock Exchanges where the shares of the Company are listed within the prescribed timeframe as per the provision of the Companies Act, 2013.

viii. THOSE SHAREHOLDERS WHOSE E-MAIL IDs ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE are requested to submit the following through their registered E-Mail Ids to the respective E-Mail Ids of the Company/RTA:

- For Physical Shares- Name of Shareholder, Folio No., scanned copy of the Share Certificate (front and back), self-attested scanned copy of PAN Card & AADHAR Card
- For Dematerialized Shares - Name of Shareholder, Demat Account Details (CDSL-16 digit beneficiary ID or NSDL-16 digit DP ID + Client ID), Client Master Report, Consolidated Demat Account Statement, Self-Attested scanned copy of PAN Card & AADHAR Card.

On receipt of the requests as above, the Company/RTA shall coordinate with CDSL and provide the login credentials accordingly.

- ix. The e-voting period begins on **Thursday, 14<sup>th</sup> October, 2021 (9:00 a.m. IST) and ends on Friday, 12<sup>th</sup> November, 2021 (5:00 p.m. IST)**. During this period, shareholders' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 08<sup>th</sup> October, 2021 shall cast their votes electronically only (i.e. E-Voting which includes only "Remote E-Voting (during the E-voting Period). The E-Voting module shall be disabled by CDSL for e-voting thereafter.
- x. The last date of E-Voting Period i.e. Friday, 12<sup>th</sup> November, 2021 (5:00 p.m. IST) shall be construed as the date on which the resolutions would be deemed to have been passed, if approved by the shareholder of the Company.
- xi. Pursuant to provisions of Section 113 of the Companies Act, 2013, the Corporate members intending to vote for resolutions stated in the Notice of Postal Ballot are requested to ensure that the authorised representative should submit a certified copy of the Board Resolution, Power of Attorney or such other valid authorisations, authorising them to vote on their behalf through electronic means.
- xii. Shareholders other than individual shareholders may access the facility of E-Voting at "<https://www.evotingindia.com>" under shareholders/members login by using the Remote E-Voting credentials.

#### **B. INSTRUCTIONS AND PROCEDURE FOR CASTING VOTE THROUGH REMOTE E-VOTING - FOR ALL INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES INTO DEMAT MODE.**

In reference to the remote e-voting facility provided by the Company to its shareholders under Regulation 44 of SEBI(LODR) Regulations, 2015, it has been observed by the SEBI that participation by the public non-institutional shareholders/retail shareholders is at a negligible level due to necessity of registration on multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India and maintenance of multiple user IDs and passwords by the shareholders.

Thus, in order to increase the efficiency of the voting process, SEBI vide its Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09<sup>th</sup> December, 2020 have enabled e-voting facility to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

The facility shall be available to all individual shareholders holding the securities in demat mode and thereby are allowed to vote through their demat account maintained with Depositories and Depository Participants and are advised to update their mobile number and e-mail Id in their demat accounts in order to access E-Voting facility.

The CDSL may continue to provide the facility of e-voting as per the existing process to all physical shareholders and shareholders(other than individuals) viz. institutions/ corporate shareholders at "<https://www.evotingindia.com>".

**Pursuant to aforementioned SEBI Circular, Login method for remote e-Voting for Individual shareholders holding securities in Demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users of who have opted for CDSL's 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 URLs 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 <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 Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, links to e-Voting Service Providers will be provided, so that the user can visit the e-Voting service providers' site 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/Easi">https://web.cdslindia.com/myeasi./Registration/Easi</a> Registration</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.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.nsdl.com/">https://www.evoting.nsdl.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.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<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. After successful login, you will be able to see e-Voting option. Once you 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's website for casting your vote during the remote e-Voting period.</p>

**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. CDSL and NSDL is as mentioned below:**

Login type	Helpdesk details
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 022- 23058738 and 022-23058542-43.
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**C. Instructions and Procedure for casting vote through Remote E-Voting - FOR ALL PHYSICAL SHAREHOLDERS HOLDING SECURITIES INTO PHYSICAL MODE AND NON-INDIVIDUALS SHAREHOLDERS HOLDING SECURITIES INTO DEMAT MODE.**

- The shareholders should log on to the e-voting website "www.evotingindia.com"
- Click on "Shareholders".
- Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If members are holding shares in demat form and had logged on to "www.evotingindia.com" and voted on an earlier voting of any Company, then the existing password is to be used.
- If any member is a first time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form (other than Individual Shareholders) &amp; Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to contact Company/RTA and to use the sequence number as sent by Company/RTA and further requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.</li> </ul>
Bank Details or Date of Birth (DOB)	Enter the Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or Company please enter the member id / folio number in the Bank details field.</li> </ul>

- After entering these details appropriately, click on "SUBMIT" tab.
- Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Members holding shares in physical form, the details can be used only for E-Voting on the resolutions contained in this Notice.
- Click on the EVSN No. 211012002 for the Company Jindal Worldwide Limited to vote.

- k) On the voting page, a tab of "RESOLUTION DESCRIPTION" exists and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that members assent to the Resolution and option NO implies that members dissent to the Resolution.
- l) Click on the "RESOLUTION FILE LINK" if a member wish to view the entire Resolution details.
- m) After selecting the resolution a member have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If a member wish to confirm the vote, click on "OK ", else to change the vote, click on "CANCEL" and accordingly modify your vote.
- n) Once a member 'CONFIRM' the vote on the resolution, modification is not allowed thereafter.
- o) A member can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- p) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

**D. Notes for Non – Individual Shareholders and Custodians for Facility of E-Voting:**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to "[helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)".
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to "[helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)" and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at their respective email IDs, if they have voted from individual tab & not uploaded same in the CDSL e-voting system, for the scrutinizer to verify the same.

**E. Contact Details for Any Queries/Grievances:**

In case you have any queries or issues in regards to E-Voting, the members may refer the Frequently Asked Questions (FAQs) and E-Voting manual available at "[www.evotingindia.com](http://www.evotingindia.com)" under help Section or alternatively, members may also contact the following officials responsible to address any Queries/Grievances in regards to E-Voting:

<b>Contact Details</b>	
<b>E-Voting Agency :</b>	<b>CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED</b> <b>E-mail ID:</b> <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> <b>Name:</b> Mr. Rakesh Dalvi <b>Contact No.:</b> (022- 23058738 ) or (022-23058543) or (022-23058542) <b>Address:</b> Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25 <sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013.
<b>Company :</b>	<b>JINDAL WORLDWIDE LIMITED</b> "Jindal House" Opp. D – Mart, I.O.C. Petrol Pump Lane, Shivranjani, Shyamal 132 Ft Ring Road, Satellite, Ahmedabad – 380015, Gujarat <b>Phone:</b> 91-79-71001500 <b>E-mail Id:</b> " <a href="mailto:csjindal@jindaltextiles.com">csjindal@jindaltextiles.com</a> " <b>Website:</b> " <a href="http://www.jindaltextiles.com">www.jindaltextiles.com</a> "
<b>Registrar and Transfer Agent :</b>	<b>M/s. CAMEO CORPORATE SERVICES LIMITED</b> Subramanian Building, No. 1, Club House Road Chennai 600002 <b>Phone:</b> 044- 28460390 <b>E-mail Id:</b> " <a href="mailto:investor@cameoindia.com">investor@cameoindia.com</a> "
<b>Scrutinizer:</b>	<b>M/S. SPANJ &amp; ASSOCIATES,</b> Practicing Company Secretaries, Ahmedabad E-mail ID: " <a href="mailto:csdoshiac@gmail.com">csdoshiac@gmail.com</a> "

## EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 AND REGULATION 17(11) OF SEBI (LODR) REGULATIONS, 2015 (WHEREVER APPLICABLE)

### ITEM NO. 01 :

**Justification:** Pursuant to the provisions of Section 180(1)(c) 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 have the powers to borrow money, where the money to be borrowed, together with the money already borrowed by the company could exceed aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business provided a consent by way of Special Resolution by the Shareholders of the Company has been obtained.

The Members are hereby informed that the Shareholders of the Company had earlier authorized the Board of Directors of the Company under Section 180(1)(c) of the Companies Act, 2013 for an aggregate limit of ₹ 1500 Crores by way of passing a Special Resolution in 28<sup>th</sup> Annual General Meeting held on 16<sup>th</sup> September, 2014. In furtherance to same and keeping in view the future plans of the Company and to fulfill long term strategic and business objectives, the Board of Directors in its meeting held on 12<sup>th</sup> October, 2021 has proposed and approved for seeking the shareholder approval for enhancing borrowing limit from existing ₹ 1500 Crores upto an aggregate revised limit of ₹ 1600 Crores, subject to the approval of shareholders of the Company by means of postal ballot.

**Disclosure of Interest:** 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. 1 of the Notice of Postal Ballot, 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.

### ITEM NO. 02 :

**Justification:** Pursuant to the provisions of Section 180(1)(a) 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 have the powers to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings; provided a consent by way of Special Resolution by the Shareholders of the Company has been obtained.

In order to secure the borrowings / financial assistance, the Company may be required to create security by way of mortgage/charge and/or hypothecation of its assets and properties both present and future. The terms of such security may include a right in certain events of default, to take over management or control of the whole or substantially the whole of the undertaking(s) of the Company or such other related conditions as the Board of Directors and the lenders may approve mutually from time to time.

Since creation of charge by way of mortgage/hypothecation/floating charge on the movable and/or immovable properties and assets of the Company with the right of taking over management or control in certain events of default may be considered to be a sale/lease/disposal of the Company's undertaking within the meaning of Section 180(1)(a) of the Companies Act, 2013, it is proposed to seek approval of the shareholders for enhancing the existing limits under the said Section.

Accordingly, the Members are hereby informed that the Shareholders of the Company had earlier authorized the Board of Directors of the Company under Section 180(1)(a) of the Companies Act, 2013 for an aggregate limit of ₹ 1500 Crores by way of passing a Special Resolution in 28<sup>th</sup> Annual General Meeting held on 16<sup>th</sup> September, 2014. In furtherance to same and keeping in view the future plans of the Company and to fulfill long term strategic and business objectives, the Board of Directors in its meeting held on 12<sup>th</sup> October, 2021 has proposed and approved for seeking the shareholder approval for enhancing limit from existing ₹ 1500 Crores upto an aggregate revised limit of ₹ 1600 Crores under Section 180(1)(a) of the Companies Act, 2013 due to the revision of enhanced limits under Section 180(1)(c) of the Companies act, 2013, subject to the approval of shareholders of the Company by means of postal ballot.

**Disclosure of Interest:** 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. 2 of the Notice of Postal Ballot, 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.

**ITEM NO. 03 :**

**Justification:** 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.

Accordingly, the Members are hereby informed that owing to the above mentioned restrictions of Section 185 of the Companies Act, 201, the Company has been till now unable to advance any loan, give any guarantee or provide any security under Section 185 of the Companies Act, 2013 and therefore 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 12<sup>th</sup> October, 2021 has 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 ₹ 1500 Crores, subject to the approval of shareholders of the Company by means of postal ballot.

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 in view, such approval accorded by shareholders of the Company under Section 185 of the Companies Act, 2013 by means of this Postal Ballot shall be in force with retrospective effect from 01<sup>st</sup> August, 2021.

**Disclosure of Interest:** 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) and/or such bodies corporate to whom loans, guarantee and security being advanced/given/provided by the Company pursuant to this Special Resolution.

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 3 of the Notice of Postal Ballot, 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.

**ITEM NO. 04 :**

**Justification:** 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.

The Members are hereby informed that the Shareholders of the Company had earlier authorized the Board of Directors of the Company under Section 186 of the Companies Act, 2013 for an aggregate limit of ₹ 750 Crores by way of passing a Special Resolution by means of Postal Ballot dated 05<sup>th</sup> January, 2016.

In furtherance to same and keeping in view the future plans of the Company and to fulfill 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 12<sup>th</sup> October, 2021 has proposed and approved for seeking the shareholder approval for enhanced limit from existing ₹ 750 Crores upto an aggregate revised limit of ₹ 1500 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.

**Disclosure of Interest:** 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) and/or such bodies corporate to whom loans, guarantee, security and investment given/provided/made by the Company pursuant to this Special Resolution.

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 4 of the Notice of Postal Ballot, 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.

#### ITEM NO. 05 :

**Justification of Appointment:** Pursuant to the provisions of Section 149 read with the Schedule IV, Sections 150 & 152, & other applicable provisions read with relevant Rules of the Companies Act, 2013 and Regulation 17(1)(b) and other relevant Regulations of the SEBI (LODR) Regulations, 2015 (including any modification or re-enactment thereof, for the time being in force) and further pursuant to the Articles of Association of the Company and considering the recommendations made by the Nomination and Remuneration Committee; the Members are hereby informed that in order to enhance the involvement of the professionalized personnel in Management of the Company, to create enduring guidance for the Company and to continue maintaining the diverse and independent Board for ensuring good governance practices; the Board of Directors in its meeting held on 12<sup>th</sup> October, 2021 has appointed Ms. Jasdev Kaur Rait (DIN: 09354682) as an Independent Director of the Company subject to the approval of shareholders of the Company by means of postal ballot.

**Declarations:** She is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director. The Company has also received declaration from her that she meets the criteria of independence as prescribed both under Section 149 (6) of the Companies Act, 2013 and under SEBI (LODR) Regulations, 2015 and is completely independent from the management of the Company.

Further, the said Director has not been debarred or disqualified from being appointed as director of Company by the Board/ Ministry of Corporate Affairs or any such statutory authority. Thus, in the opinion of the Board, the said Director do fulfills all such other conditions as specified both in the Companies Act, 2013 and rules framed thereunder and SEBI (LODR) Regulations, 2015 for being as an Independent Director of the Company.

**Terms of appointment:** Ms. Jasdev Kaur Rait (DIN: 09354682) is appointed as 'Non-Executive Independent Director' of the Company to hold office for a first consecutive term of 5 (Five) Years i.e. w.e.f 12<sup>th</sup> October, 2021 to 11<sup>th</sup> October, 2026 on such terms and conditions as detailed in the explanatory statement annexed hereto. Pursuant to Section 149(13) of the Companies Act, 2013, the term of the said Director shall not be liable to retire by rotation.

She may be paid such sitting fees for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as and if may be decided by the Board within the limits stipulated under the Companies Act, 2013.

A Copy of letter of appointment as an Independent Director stating out the detailed terms and conditions of his appointment as an Independent Director is available for inspection by the members electronically and is placed on the website of the Company "www.jindaltextiles.com".

**Qualification, Experience & Expertise:** Ms. Jasdev Kaur Rait, holds a degree of Bachelor of Science in Medical from Punjab University, Chandigarh and Master of Science in Bio-Chemistry from Punjab Agricultural University, Ludhiana and has also completed her CAIIB (The Certified Associate of India Institute of Bankers) examination conducted by 'Indian Institute of Banking and Finance'.

She possesses around 34 Years of diverse experience in Banking, Mentoring and Training. She has rich experience and exposure across different Banking sectors and department. Her previous association was with Oriental Bank of Commerce as an Assistant General Manager.

**Candidature:** Pursuant to Section 160 of the Companies Act, 2013; a notice has been received from one of the shareholder of the Company, signifying the candidature of Ms. Jasdev Kaur Rait and intention to propose her appointment as an Independent Director of the Company.

Further, as the said appointment was recommended by the Nomination & Remuneration Committee of the Company; the requirement of making deposit of ₹ 1 Lakh for proposing candidature is dispensed away due to amendment made under Section 160 of the Companies Act, 2013 vide MCA Notification dated 09<sup>th</sup> February, 2018.

**Relationship/Interest:** 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 Ms. Jasdev Kaur Rait.

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 5 of the Notice of Postal Ballot, in relation to the said appointment 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.

<b>Name</b>	<b>Ms. Jasdev Kaur Rait (Non-Executive Independent Director)</b>
Directors Identification Number (DIN)	09354682
Date of Birth & Age	13 <sup>th</sup> September, 1958; aged 63 years
Nationality Indian	Indian
Qualification	As mentioned above
Experience & Expertise	
Date of first Appointment on the Board of the Company	12 <sup>th</sup> October, 2021
Shareholding in Jindal Worldwide Limited as at 31 <sup>st</sup> March, 2021	NIL
Directorship held in other Companies as on 31 <sup>st</sup> March, 2021	NIL
Membership/Chairmanships held in Committees of other Companies as on 31 <sup>st</sup> March, 2021	NIL
Relationship with other Directors / Key Managerial Personnel	NIL
Number of meetings of the Board attended during the Financial Year 2021-2022	NA as on date of this notice
Terms & Conditions	Same as mentioned in Explanatory Statement above to Agenda Item No. 5 of this Notice which shall not be liable to retire by rotation pursuant to relevant provisions of the Companies Act, 2013.
Remuneration Last Drawn	NIL

**By Order of the Board of Directors of  
Jindal Worldwide Limited**

**Sd/-  
(Mr. Amit Agrawal)  
DIN: 00169061  
Managing Director**

**Sd/-  
(Dr. Yamunadutt Agrawal)  
DIN: 00243192  
Chairman & Director**

**Place : Ahmedabad  
Date : 12<sup>th</sup> October, 2021**

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**Enclosure: KYC Updation Form**

## KYC FORM

{Pursuant to SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20<sup>th</sup> April, 2018 }

To  
**CAMEO CORPORATE SERVICES LTD**  
 Subramanian Building No.1,Club House Road  
 Chennai -600002. Phone No.044-28460390  
 Unit : **JINDAL WORLDWIDE LIMITED**

Date: // //

Folio No:

**Regd. Office :**

"Jindal House" Opp.D-Mart, I O C Petro Pump Lane,Shivranjani Shyamal,  
 132ft Ring Road, Satellite, Ahmedabad – 380015  
 Phone 079-71001500

Dear Sir/Madam,

We refer to the current KYC status as provided by you in the below table:

No. of Shares: \_\_\_\_\_

Name of the shareholder(s)	PAN (A)	Bank details (B)	Specimen Signature (C)	Email ID (D)	Mobile No. (E)	Nominee Details (F)

Based on the above data, we are forwarding herewith the required supporting documents by ticking in the appropriate checkbox below for all the fields where the status is shown as 'Required' in the above table).

**A For registering PAN of the registered and/or joint shareholders (as applicable)**

Registered shareholder  Joint holder  Joint holder 2  Joint holder 3 (self-attested copy for all Shareholders attached)

**B For registering Bank details of the registered shareholder**

Aadhar/Passport/utility bill  Original cancelled cheque leaf  Bank Passbook/Bank Statement

**C For registering the Specimen Signature of registered and/or joint shareholders (as applicable)**

Affidavit  Banker verification  Original cancelled cheque leaf  Bank Passbook/Bank Statement (for all Shareholders attached)

**D For Updating the email id** \_\_\_\_\_

**E Mobile No**

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**F For registering the nominee details by the registered shareholder**

Form SH-13 (Nomination registration form attached)

Note:-**For residents of Sikkim instead of PAN provide Aadhar Card/Voters Card/Driving License/Passport or any other identity proof issued by Govt.**

I /We hereby state that the above mentioned details are true and correct and we consent towards updating the particulars based on the self-attested copies of the documents enclosed with this letter by affixing my/our signature(s) to it

Sign: \_\_\_\_\_

**Registered holder**

Sign : \_\_\_\_\_

**Joint holder 1**

Sign: \_\_\_\_\_

**Joint holder 2**

Sign: \_\_\_\_\_

**Joint holder 3**

Postal barcode

Mr/Ms/Mrs \_\_\_\_\_ (Registered holder)

\_\_\_\_\_ (Address 1)

\_\_\_\_\_ (Address 2)

\_\_\_\_\_ (Address 3)