

JINDAL WORLDWIDE LIMITED

CIN: L17110GJ1986PLC008942

Registered Office & Corporate Office: "Jindal House", Opp. D-mart, I.O.C. Petrol Pump Lane, Shivranjani
Shyamal 132 Ft Ring Road, Satellite, Ahmedabad – 380015, Gujarat;

Phone: +91-79-71001500; Website: www.jindaltextiles.com; Email Id: csjindal@jindaltextiles.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Shareholders,

Notice is hereby given pursuant to and in compliance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, read with the MCA General Circular No. 09/2024 dated 19th September, 2024 and such other relevant previous circulars as were issued by the Ministry of Corporate Affairs (hereinafter referred as “**MCA Circulars**”), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (“**SS-2**”), SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 read with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI (LODR) Regulations**”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to other applicable laws, rules and regulations, that the resolution set out below is proposed for approval of the shareholders of Jindal Worldwide Limited (the “**Company**”) through Postal Ballot by remote e-voting process (“e-voting”). Communication of assent/dissent of the members on the resolutions proposed in this Postal Ballot Notice (“**Notice**”) will only take place through the remote e-voting system

Sr. No.	Description of Special Businesses:
a.)	To approve Sale of 51% of equity share capital invested in Wholly-Owned Material Subsidiary Company – M/s. Goodcore Spintex Private Limited under Section 180(1)(a) of the Companies Act, 2013 read with Regulation 24(5) and 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time).

The Statements pursuant to Sections 102(1), 110, and other applicable provisions, if any, of the Act pertaining to the aforesaid proposed resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

In compliance with Rule 22(5) of the Rules, the Board of Directors of the Company, at their meeting held on Saturday, 28th June, 2025, has appointed M/s. SPANJ & Associates (Membership Number: F3544; COP Number: 2356), Practicing Company Secretaries, Ahmedabad, as a Scrutinizer for conducting the Postal Ballot through the e-voting process in a fair and transparent manner.

In compliance with the Regulation 44 of the SEBI LODR Regulations, SS-2 and with the requirements of the MCA Circulars, this Notice along with statement and remote E-voting instructions is being sent only through electronic mode to all those members, whose e-mail addresses are registered and whose names appear in the Register of Members of the Company maintained by the Registrar Transfer Agent (“**RTA**”) as on Friday, 27th June, 2025 (“**Cut-off date**”) and the manner of voting on the proposed resolutions is only through remote e-voting i.e., by casting votes electronically instead of submitting postal ballot forms and printed envelope. Each Member’s voting rights shall be in proportion to his/her share of the paid-up equity share capital of the Company as on Cut-off date, which will only be considered to avail the facility of e-voting.

The Company has engaged the services of Central Depository Services (India) Limited ('CDSL'), an Authorised Agency, to provide remote e-voting facility for postal ballot to its Members. The detailed procedure for remote e-voting is provided in this Postal Ballot Notice.

The remote e-voting period commences from **9.00 a.m. (IST) on Thursday, 3rd July, 2025 and ends at 5.00 p.m. (IST) on Friday, 1st August, 2025.**

The Scrutinizer will submit its report to the Chairman of the Company upon completion of scrutiny of the e-voting. The voting results shall be declared on or before **Monday, 4th August, 2025** and communicated to BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE"). The results will also be displayed at the Company's website at www.jindaltextiles.com and on the website of CDSL at www.evotingindia.com

Shareholders are requested to carefully read the instructions mentioned under 'General Instructions' and related process on remote e-voting in this Notice and record their assent ("FOR") or dissent ("AGAINST") on the proposed resolutions through the e-voting process not later than 05:00 p.m. (IST) Friday, 1st August, 2025, failing which it will be considered that no reply has been received from the Shareholder. The proposed resolution, if approved, will be taken as having duly passed on the last date specified for e-voting by the requisite majority of Shareholders by means of Postal Ballot, i.e. on Friday, 1st August, 2025.

This Notice will also be available on the Company's website at www.jindaltextiles.com, websites of the Stock Exchanges i.e., BSE and NSE at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL www.evotingindia.com

SPECIAL BUSINESSES:

Agenda No. 1:

TO APPROVE SALE OF 51% OF EQUITY SHARE CAPITAL INVESTED IN WHOLLY-OWNED MATERIAL SUBSIDIARY COMPANY – M/S. GOODCORE SPINTEX PRIVATE LIMITED UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 READ WITH REGULATION 24(5) AND 37A OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (AS AMENDED FROM TIME TO TIME).-

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (as amended from time to time), and pursuant to Regulation 24(5) & 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) and any other applicable laws, rules, regulations and guidelines, the provisions of the Memorandum and Articles of Association of the Company, the consent of Members of the Company be and is hereby accorded to authorize the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include any committee which the Board may constitute to exercise its powers, including the powers conferred by the Resolution to sale 51 % i.e 1,02,00,000 Equity Shares held in its wholly owned Material Subsidiary Company named M/s. Goodcore Spintex Private Limited"(GSPL), either together as whole or in one or more tranches, to Mr. Yamunadutt Amilal Agrawal ("the Buyer"), for an agreed aggregate consideration of Rs. 12.75 Crores, thereby resulting into the

reduction of its Shareholding in GSPL to less than 50% and cease to exercise Control over GSPL by virtue of its Shareholding upto to the extent of above sale, consequent to the same GSPL is ceased to be the Wholly-owned Subsidiary of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board and any of the committee thereof as may be constituted by the Board from time to time be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard, deal with all such matters and take all such necessary steps as it may in its discretion deem necessary, expedient or desirable, from time to time, to give effect to the foregoing resolution, and to settle, negotiate, finalize, sign and execute any deeds/ documents/ undertakings/ agreements/ papers/ writings, as may be required in this regard and to file applications and make representations to seek approvals and consents.

RESOLVED FURTHER THAT all actions taken by the Board or any committee or any other official of the Company or any other Officer(s)/Authorized Representative(s) of the Company or any advisor, consultant, agent or intermediary authorized pursuant to the above resolution, duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT any Director of the Company or the Company Secretary of the Company be and are hereby authorized to issue a certified true copy of the aforesaid resolution wherever necessary."

**For and on behalf of Board of Directors
Jindal Worldwide Limited**

**Date: 28th June, 2025
Place: Ahmedabad**

**Sd/-
Ashish Thaker
Company Secretary
M. No.: A57052**

NOTES:

1. The relevant Explanatory Statements, pursuant to provision of Section 102 of the Companies Act, 2013 (hereinafter referred to as "the Act") and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the SEBI (LODR) Regulations, 2015") {including any statutory modification(s) or re-enactment(s) thereof for the time being in force} and as required under Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), in respect of the Special Business Agenda No. 1 as set out above are annexed hereto.
2. Pursuant to General Circular No. 09/2024 dated 19th September, 2024 in relation to "Clarification on holding AGM/EGM through VC & OAVM", the Ministry of Corporate Affairs ('MCA') has allowed the companies whose AGM or EGM were due to be held in/ during the year 2025 or 2026, without the physical presence of the members at a common venue. Further, on receiving various representations, the Securities and Exchange Board of India ('SEBI') also issued Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 providing relaxation from Regulation 36(1)(b) of SEBI (LODR) Regulations, 2015 for EGM upto 30th September, 2025 in respect to sending physical copies of Notice of Postal Ballot to the shareholders.

3. The above MCA Circulars & SEBI Circulars are to be read with the previously issued MCA General Circular Nos. 14/2020 dated 08th April, 2020 and 17/2020 dated 13th April, 2020 in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 on account of the threat posed by COVID-19” and MCA General Circular Nos. 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 11/2022, 09/2023 dated 05th May, 2020, 13th January, 2021, 08th December, 2021, 14th December, 2021, 05th May, 2022, 28th December, 2022, 25th September, 2023 respectively, in relation to “Clarification on holding AGM through VC & OAVM” (hereinafter collectively referred to as “**MCA Circulars**”) and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October, 2023 (hereinafter collectively referred to as “**SEBI Circulars**”)
4. In compliance with the MCA & SEBI Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the register of members / register of beneficial owners as on Friday, 27th June, 2025 (“**Cut-Off Date**”) received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. The hard copy of the Notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the Members for the Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the e-voting system only. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purposes only.

Further members who have not received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories, are also entitled to vote in relation to the resolution as set out in this Notice.
5. This Postal Ballot Notice will also be available on the Company’s website at www.jindaltextiles.com, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.
6. In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (LODR) Regulations, 2015 and Secretarial Standard (SS)-2 issued by the Institute of Company Secretaries of India on General Meeting, the Company is offering e-voting facility to enable the Members to cast their votes electronically. The instructions for e-voting are provided as part of this Notice.
7. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Company’s RTA, Cameo Corporate Services Limited, by sending an email at investor@cameoindia.com. Post successful registration of the e-mail, the member would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this Postal Ballot. In case of any queries, member may write to investor@cameoindia.com.
8. The e-voting rights of the Shareholders / beneficiary owners shall be reckoned on the shares held by them as on Friday, 27th June, 2025, being the **cut-off date** for the purpose. The shareholders of the Company holding shares either in dematerialized or in physical form, as on the cut-off date, can cast their vote electronically.

The remote e-voting period will commence on Thursday, 3rd July, 2025 from 9.00 a.m. (IST) and ends) on Friday, 1st August, 2025 at 5.00 p.m. (IST).

9. The e-voting module shall be disabled by CDSL for voting thereafter and the voting shall not be allowed beyond the said date and time.
10. In case of Joint-holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote through E-Voting during Postal Ballot Process.
11. A member cannot exercise his / her vote through proxy on postal ballot. However, corporate and institutional members shall be entitled to vote through their authorised representatives. Corporate and institutional members (are required to send scanned certified true copy (PDF Format) of the board resolution / authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer by e-mail to csdoshiac@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com
12. Once the vote is cast, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
13. The proposed resolution, if approved by the requisite majority through Postal Ballot, shall be deemed to have been duly passed on the last date of e-voting i.e. Friday, 1st August, 2025. A member cannot exercise his vote by proxy on Postal Ballot. The resolution passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members.
14. As required by Rules 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI (LODR) Regulations, 2015, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one regional daily newspaper circulating in Gujarat (in vernacular language, i.e. Gujarati).
15. This Notice shall also be available on the website of the Company at www.jindaltextiles.com, websites of the stock exchanges where the equity shares of the Company are listed, i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively and on the website of Central Depository Services (India) Limited at www.evotingindia.com.
16. Further the results of postal ballot along with Scrutinizer's Report will be declared on or before **Monday, 4th August, 2025** and displayed on the website of the Company at www.jindaltextiles.com, on the website of CDSL at www.evotingindia.com and also on the Stock Exchanges (the "NSE & BSE") where the equity shares of the Company are listed.
17. **MANDATORY DEMATERIALIZATION OF PHYSICAL SECURITIES:** With reference to the SEBI notification no. SEBI/LADNRO/GN/2022/66 dated 24th January, 2022 and SEBI Circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 read with SEBI Notification no. No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018, SEBI Notification no. No. SEBI/LAD-NRO /GN/ 2018/49 dated 30th November, 2018, press release dated 3rd December, 2018, BSE Circular Ref. No. LIST/COMP/15/2018-19 dated 5th July, 2018 and NSE Circular Ref. No. NSE/CML/2018/26 dated 9th July, 2018, in regard to the amendment in Regulation 40 of SEBI (LODR) Regulations, 2015 for mandatory dematerialization of the physical securities; the Shareholders are thus informed that w.e.f. 1st April, 2019, any request for effecting transfer of shares held in physical form is not being processed by the RTA or the Company.

Accordingly, any requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a Depository. Also, that transmission or transposition of securities held in physical or dematerialized form shall be effected only in dematerialized form.

The detailed procedure of conversion of physical shares into dematerialization form is available on the website of Central Depository Services (India) Limited (CDSL) i.e. “www.cdslindia.com”, National Securities Depository Limited (NSDL) i.e.” www.nsdl.co.in” and Company i.e. “www.jindaltextiles.com”.

As a part of compliance of afore stated circulars, the Company had also intimated the Physical Shareholders about the compliance required by sending the notices to the concerned Physical Shareholders via Registered Post through the RTA of the Company.

Henceforth, as an on-going measure to enhance ease of dealing in securities markets by investors, the Company shall issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition.

Accordingly, Members are requested to make such service requests by submitting a duly filled and signed Form ISR – 4, the downloadable version of such Form is available on the website of the Company and Registrar and Transfer Agent. It may be noted that any service request can be processed only after the folio is KYC Compliant.

18. Members are informed that as an ongoing measure to enhance ease of doing business for investors in dealing in securities markets by investors, SEBI vide its various Circulars has made applicable Common and Simplified Norms for processing investor’s service request by RTAs and norms for mandatory furnishing PAN, KYC details and Nomination through various Forms.

Members are requested to intimate/update changes, if any, pertaining to their name, postal address, E-Mail IDs, telephone/mobile numbers, Permanent Account Number (PAN), KYC, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.;

For shares held in dematerialized form: to their Depository Participants (DPs)

For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form ISR-1 and in other such applicable forms in pursuance to above mentioned SEBI Circular. The downloadable version of such Forms are available on the website of the Company.

19. The Company has designated Email Id: csjindal@jindaltextiles.com for redressal of shareholders’/ Investors complaints / grievances. In case shareholders have any queries / complaints / grievances, they may write at csjindal@jindaltextiles.com / investor@cameoindia.com from their registered e-mail Id mentioning their names and folio numbers / demat account numbers.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

STEP 1 : ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.

STEP 2 : ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.

- (i) The voting period begins on Thursday, 3rd July, 2025 from 9.00 a.m. (IST) and ends on Friday, 1st August, 2025 at 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 (record date) i.e. Friday, 27th June, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting 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.

STEP 1 : ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 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: https://eservices.nsdl.com 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.

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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.</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<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 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

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 toll free no. 1800 21 09911
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 : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend 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"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Jindal Worldwide Limited> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) 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.

- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves 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.
 - 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 will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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 mandatory 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 the email address viz; csjindal@jindaltextiles.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORY.

- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id i.e. csjindal@jindaltextiles.com/investor@cameoindia.com.**
- For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH REGULATION 17 OF THE SEBI (LODR) REGULATIONS, 2015 (INCLUDING ANY STATUTORY MODIFICATION(S) OR RE-ENACTMENT(S) THEREOF, FOR THE TIME BEING IN FORCE)

Agenda No. 1:

As per the provisions of Section 180(1)(a) of the Companies Act, 2013 read with applicable rules framed thereunder, each as amended from time to time, the Board of Directors of the Company (the “**Board**”) requires the consent of the Company in a general meeting, to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company. Also pursuant to Regulation 24(5) and 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) a listed entity shall not dispose of shares in its material subsidiary resulting in reduction of its shareholding (either on its own or together with other subsidiaries) to less than fifty percent or cease the exercise of control over the subsidiary without passing a special resolution in its General Meeting.

The Company holds entire equity shares of 2,00,00,000 at Rs.10/- (including through its nominees) of the paid-up share capital of its Wholly Owned Material Subsidiary of the Company named as Goodcore Spintex Private Limited (“**GSPL**”),

As part of the Company’s strategic review on Disinvestment and in line with its focus on strengthening its core businesses, the Board of Directors of the Company has evaluated various options with respect to the business and holding with GSPL. After due consideration, the Board is of the view that partial Disinvestment of the Company’s entire equity shareholding in GSPL would be in the best interest of the Company and its stakeholders.

Below is the Disclosure as required under regulation 37A(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars	Details
Object & Commercial rational behind the proposed Disinvestment	To strategically realign focus on core operations, unlock value from non-core assets, and enable growth of the subsidiary through strategic partnership and capital infusion.
Use of proceeds arising from sale	It will be utilized to strengthen the Company’s core business, and explore strategic growth opportunities as deemed appropriate by the management.

In view of the above, the Board proposes to partially Disinvest the Company’s 51% of equity shareholding in GSPL (i.e., 1,02,00,000 equity shares of ₹10 each, representing 51 % out of the total paid up share capital of GSPL), for an aggregate amount of consideration at the rate of Rs. 12.75 Crores (“**Book Value**”) which is mutually agreed by Board and is in the best interest of the Company and on such other terms and conditions as the Board deems fit. The price of sale consideration has been arrived at considering the book value of shares of Wholly-owned Subsidiary under proposed transaction.

Board of Directors at their meeting held on 28th June, 2025, approved the proposed sale of 51% of the equity shares capital held by the Company in its Wholly owned Material Subsidiary Company to Mr. Yamunadutt Amilal Agrawal (the “Buyer”), for an agreed aggregate consideration value as stated above.

Further, in terms of Regulation 24(5) and 37A of SEBI LODR Regulations and pursuant to Section 180(1)(a) of the Companies Act, 2013, the proposed sale of 51% of Equity shares of its wholly owned Material Subsidiary Company resulting in reduction of its shareholding to less than 50% of its entire holding or cessation of the exercise of control over the subsidiary, requires shareholders approval of listed Holding Company.

Details of Shareholding held by Jindal Worldwide Limited (‘JWL’) in GSPL - Pre-Post Transaction:

Sr. No.	Name of the Company in which shares held	Shares held by JWL (Pre-transfer)	Shares held by JWL (Post-transfer)
1.	Goodcore Spintex Private Limited	100.00%	49.00%

Accordingly, the Board recommends the resolution set out in Item No.1 of the accompanying Notice for your approval as a Special resolution. Accordingly, approval of the Members of the Company is sought to authorize the Proposed Transaction and all matters related thereto.

None of the Directors, Key Managerial Personnel and Managers of the Company or their relatives to the extent of their shareholding in the Company, except Mr. Yamunadutt Amilal Agrawal, are concerned or interested, either financially or otherwise, in the said Resolution.
