

Date: 07<sup>th</sup> November, 2020

To,

**National Stock Exchange of India Limited**  
Exchange Plaza  
Plot no. C/1, G Block  
Bandra- Kurla Complex, Bandra (E)  
Mumbai - 400 051  
**NSE Company Code: JINDWORLD**

**The Bombay Stock Exchange Limited**  
Listing Department  
Phiroz Jeejeebhoy Tower,  
25th Floor, Dalal Street  
Mumbai – 400 001  
**BSE Company Code: 531543**

**Ref: Company ISIN NO. : - INE247D01039**

**Subject: NOTICE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING AND BOOK CLOSURE PURSUANT TO THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Dear Sir/Ma'am,

Pursuant to Regulations 30, 42, 44 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we notify the following as under:

1. The 34<sup>th</sup> Annual General Meeting (AGM) of the Company will be held on **Monday, 30<sup>th</sup> November, 2020 at 03.00 P.M. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM")**. The notice of the 34<sup>th</sup> Annual General Meeting is enclosed herewith.
2. The Register of Members and the Share Transfer Book will remain closed from **Tuesday, 24<sup>th</sup> November, 2020 to Monday, 30<sup>th</sup> November, 2020** (both days inclusive).
3. The Company has provided the facility to vote by electronics means i.e. E-Voting [which includes both "Remote E-Voting (during the E-voting Period and before the AGM date)" and "E-Voting (during the period of AGM)"] on all resolutions as set out in the notice of AGM to those members holding shares either in physical or in electronic form as on the cut-off date i.e. **Monday, 23<sup>rd</sup> November, 2020**. The remote e-voting will commence at **Friday, 27<sup>th</sup> November, 2020 (9:00 a.m.)** and ends on **Sunday, 29<sup>th</sup> November, 2020 (5:00 p.m.)**.

You are kindly requested to acknowledge and update the same in your records.

**THANKS & REGARDS**

**FOR, JINDAL WORLDWIDE LIMITED**

  
**CS KIRAN GERYANI**  
**(COMPANY SECRETARY)**

**Encl. – Notice of AGM**

## NOTICE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 34<sup>th</sup> Annual General Meeting of the Members of **JINDAL WORLDWIDE LIMITED** will be held on Monday, the **30<sup>th</sup> day of November, 2020 at 03:00 P.M. (IST)** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

### ORDINARY BUSINESS:

#### Item No.01 : Adoption of Financial Statements -

To consider and adopt the Standalone & Consolidated Audited Financial Statements of the Company for the Financial Year 2019-2020 ended on 31<sup>st</sup> March, 2020 together with the Reports of the Board of Directors and Statutory Auditors thereon.

#### Item No.02 : Interim Dividend -

To take note of the Interim Dividend @ 5% on Paid Up Equity Share Capital (i.e ₹ 0.05 per equity share) declared and paid during the Financial Year 2019-2020.

#### Item No.03 : Re-Appointment of Dr. Yamunadutt Agrawal (DIN: 00243192) as a Director liable to retire by rotation under Section 152 of the Companies Act, 2013 -

To appoint a Director in place of Dr. Yamunadutt Agrawal (DIN: 00243192), Non-Executive Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### Item No.04 : Ratification of remuneration payable to M/s. K. V. Melwani & Associates, Practicing Cost Accountants, Ahmedabad, Cost Auditors of the Company for Financial Year 2020-2021 -

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) and as approved by the Board of Directors of the Company, the remuneration payable to M/s. K. V. Melwani & Associates, Practicing Cost Accountants, Ahmedabad (FRN:100497); as appointed by the Board of Directors of the Company to conduct the audit of the Cost Records of the Company for the Financial Year 2020-2021; amounting to ₹ 90,000/- (excluding taxes, travelling and other out-of-pocket expenses incurred by the said Auditor); be and is hereby ratified and confirmed.”

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

#### Item No.05 : To consider and approve the change in Category of Directorship of Mr. Rajesh Jain (DIN: 00209896) from existing category of “Non-Executive Non-Independent Director” to “Non-Executive Independent Director” of the Company-

Elucidation: The Members are hereby informed that; pursuant to the change in category of the Directorship of Mr. Vikram Oza (DIN:01192552) from existing “Non-Executive Independent Director” to “Non-Executive Non- Independent Director” vide approval of Board of Directors in its meeting held on 13<sup>th</sup> February, 2020; the Company is mandatorily required to have another Independent Director on its Board and thus in order to meet out the compliance of Sections 150, 152, 149, Schedule IV of the Companies Act, 2013 and of the SEBI (LODR) Regulations, 2015, the Company in its Board Meeting held on 13<sup>th</sup> February, 2020 has proposed the change in category of Directorship of “Mr. Rajesh Jain” (DIN: 00209896)” from existing “Non-Executive Non-Independent Director” to “Non-Executive Independent Director” subject to the approval of shareholders in the ensuing Annual General Meeting.

To consider and if thought fit, to pass, with or without modification(s), the following Resolutions 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 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; the consent of the Members be and is hereby accorded for the change in Category of the Directorship of Mr. Rajesh Jain (DIN: 00209896) from “Non-Executive Non-Independent Director” to “Non-Executive Independent Director” of the Company w.e.f. 14<sup>th</sup> February, 2020 to hold office for a first consecutive term of 5 (Five) years

## NOTICE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING (Contd.)

i.e. from 14<sup>th</sup> February, 2020 to 13<sup>th</sup> February, 2025 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), Mr. Rajesh Jain (DIN: 00209896) 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**  
**Jindal Worldwide Limited**

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

**Place : Ahmedabad**  
**Date : 06<sup>th</sup> November, 2020**

### NOTES:

#### I. GENERAL INFORMATION:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business under item nos. 4 & 5 as stated above is annexed hereto.

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 his appointment as “**Non-Executive Independent Director**” in the ensuing Annual General Meeting under Special Business Item No. 5 of the said Notice have been stated and provided in the respective explanatory statements as annexed hereto.

2. The Board of Directors have considered and decided to include the Item Nos. 4 & 5 as stated above as Special Business in the ensuing AGM, being unavoidable in nature.
3. Due to the difficulties faced in view of the Covid-19 Pandemic, the Ministry of Corporate Affairs through the respective Registrar of Companies vide its Order No. ROC-GJ/AGM Ext./2020-21/1462 dated 8<sup>th</sup> September, 2020 has granted an extension in respect to holding the Annual General Meeting for the Calendar Year 2020 on or before 31<sup>st</sup> December, 2020 by the Companies instead of 30<sup>th</sup> September, 2020 and accordingly your Company has opted to avail the aforesaid relaxation and has extended the Annual General Meeting of the Company accordingly.
4. 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 its resultant difficulties faced by the stakeholders on account of the threat posed by COVID-19 and the continuing lockdown restrictions on the movements of persons at several places, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 (hereinafter known as MCA Circulars) have prescribed for to conduct the Annual General Meeting held during the Calendar Year 2020 through Video Conferencing (VC) mode or Other Audio Visual Means (OAVM) mode or through both the modes i.e. “VC/OAVM and Physical mode (only after having permission from relevant authority)”.

Accordingly, in compliance to the applicable provisions of the Companies Act, 2013 and aforementioned circulars, your Company has opted for to conduct the Annual General Meeting to be held in this Calendar Year 2020 through Video Conferencing (VC) mode or Other Audio Visual Means (OAVM) mode only.

## NOTICE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING (Contd.)

5. Further, in view of the prevailing situations and owing to the difficulties involved in dispatching of physical copies of the Annual Report, the Securities and Exchange Board of India (SEBI) vide its circular Ref. No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 (hereinafter known as SEBI Circular) and the MCA vide its aforesaid MCA circulars have prescribed the manner and mode of issue of notices of AGM to the members of the Company and have specifically stated that the notice of AGM to Members may be given/sent only through E-Mail only and that the printing and dispatch of Annual Reports have been dispensed with for the AGM to be held during Calendar Year 2020.

**Dispatch of Annual Report through E-Mail:** Accordingly, in compliance to the aforementioned circulars, the Annual Report for the Financial Year 2019-2020 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 India Private Limited.

A printable copy of the said Annual Report alongwith the Notice of the ensuing Annual General Meeting 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", before and within the prescribed time limit as per the provisions of the Companies Act, 2013.

5. Keeping the convenience of the Members of the Company positioned in different time zones into consideration, the Annual General Meeting has been scheduled at 3:00 P.M. (IST).
6. As per the prevailing provisions of the Companies Act, 2013, a member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy or where that is allowed, one or more proxies, to attend and vote instead of himself/herself and the proxy need not be a member of the Company. However, since Annual General Meeting will be held through VC/OAVM mode where physical attendance of members in any case has been dispensed with, there is no requirement of appointment of proxies in pursuance of the aforementioned MCA Circulars and SEBI Circular specifically wherein SEBI has temporarily dispensed the compliance of Regulation 44(4) of the SEBI (LODR) Regulations, 2015 in case of meetings held through electronic mode only.

Accordingly, the facility of appointment of proxies by members will not be available for the ensuing Annual General meeting of the Company and hence no such Proxy Form is annexed to this Notice convening the 34<sup>th</sup> Annual General Meeting (AGM) of the Company.

7. **Procedure for attending the AGM through VC/OAVM –** The Company has appointed "Central Depository Services Limited" (CDSL) for rendering its services in regards to the facility to shareholders for attending the AGM through VC/OAVM and to cast the votes thereby through E-Voting facility. The detailed instructions in this regard are provided separately in Section II forming part of this Notice.
8. The requirement to place the matter relating to appointment of Statutory Auditors for ratification by members at every Annual General Meeting is dispensed away with vide notification dated 07<sup>th</sup> May, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Statutory Auditors, who were appointed in the 31<sup>st</sup> Annual General Meeting held on 27<sup>th</sup> September, 2017.
9. Pursuant to the provisions of Section 91 of the Companies Act, 2013 read with relevant rules; the Register of Members and Share Transfer Books of the Company will remain closed (Book Closure Period) from **Tuesday, 24<sup>th</sup> November, 2020 to Monday, 30<sup>th</sup> November, 2020** (both days inclusive) for the purpose of the 34<sup>th</sup> Annual General Meeting of the Company.
10. In compliance of the aforementioned MCA circulars, all the documents referred to in the accompanying notice and the Explanatory Statement shall be made available for inspection by the members of the Company through electronic mode only upto the date of 34<sup>th</sup> Annual General Meeting. 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. Also, such necessary documents shall be made available for inspection upon login at CDSL E-Voting system at "https://www.evotingindia.com/" during the AGM .
11. 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 the AGM.

## NOTICE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING (Contd.)

12. Members holding shares in terms of physical mode and dematerialized mode are requested to notify immediately; the change of their address, E-Mail IDs and bank particulars/mandate to the Registrar and Share Transfer Agent (M/s. Cameo Corporate Services Limited), the Company and their respective Depository Participants and in case of any queries shareholders can write at “investor@cameoindia.com”; on a separate letter without clubbing it with any other request, for quicker attention.
13. If any of the members are holding shares in the same name or in the same order of names under different folios, then members are requested to notify the same to the Registrar and Share Transfer Agent for consolidation of their shareholding into a single folio.
14. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file (a) nomination in the prescribed Form SH-13 and (b) for cancellation / variations in nomination in the prescribed Form SH-14 with the Registrar & Transfer Agent (RTA) of the Company. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
15. **MANDATORY UPDATION OF PAN AND BANK ACCOUNT DETAILS:** With reference to SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20<sup>th</sup> April, 2018 and SEBI/HO/MIRSD/DOS3/CIR/P/2018/115 dated 16<sup>th</sup> July, 2018, all the physical shareholders of the Company whose ledger folios have incomplete/incorrect/invalid details with respect to PAN and Bank Account details are required to provide such particulars as are mandatorily required to be furnished to the Company/RTA for recording the same in the respective shareholder records. As a part of compliance of said circulars, the Company had also sent the various reminder letters to the concerned physical shareholders in respect of updation of the aforesaid details alongwith a KYC Updation form in 2018 itself.

Accordingly, as per the communication received from the RTA of the Company, the RTA had put all the folios under ‘Enhanced due diligence’ tag (EDD tag) which falls under any of the following category after completion of the necessary procedures for sending reminder letters to the shareholders:

- a) Where dividend/interest/ redemption remains unpaid for three years & above.
- b) PAN / bank account details not available in the folio.
- c) Any other type of incomplete information in said folios.

Henceforth, all transactions requests received from the folios aged under EDD are being rejected from 15<sup>th</sup> April, 2019 for EDD & the following documents are called for:

- 1) PAN & Bank mandate (only for folios falling under (b) above),
- 2) Proof of address
- 3) Proof of Identity
- 4) Any one original Utility Bill (Electricity bill/Gas bill/Telephone bill etc.) not older than 3 months.

Thus, for better compliance and for the purpose of updation of the correct and valid details, all the shareholders are requested to fill in the all the details as required in the said “KYC Updation Form” which forms an integral part of this Annual Report 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.

16. **MANDATORY DEMATERIALIZATION OF PHYSICAL SECURITIES:** With reference to the SEBI notification no. SEBI/LAD-NRO/GN/2018/24 dated 8<sup>th</sup> June, 2018 read with BSE Circular Ref. No. LIST/COMP/15/2018-19 dated 5<sup>th</sup> July, 2018 and NSE Circular Ref. No. NSE/CML/2018/26 dated 9<sup>th</sup> July, 2018 and further SEBI Notification no. No. SEBI/LAD-NRO/GN/ 2018/49 dated 30<sup>th</sup> November, 2018 and press release dated 3<sup>rd</sup> December, 2018, in regard to the amendment in Regulation 40 of SEBI (LODR) (Fourth Amendment) Regulations, 2018 for mandatory dematerialization of the physical securities upto 31<sup>st</sup> March 2019 ; all the physical shareholders of the Company were duly requested vide letters dated 09<sup>th</sup> August, 2018 by the Registrar & Transfer Agent of the Company alongwith two further reminder letters dated 17<sup>th</sup> October, 2018 and 15<sup>th</sup> December, 2018, respectively to convert their shares held in physical form into dematerialization form on or before 31<sup>st</sup> March, 2019.

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Thus pursuant to above, the shareholders are thus informed that w.e.f. 1<sup>st</sup> April, 2019, any request for effecting transfer of shares held in physical form is not being and will not be processed by the RTA or the Company except transmission cases. In case of any queries, the shareholders are requested to kindly contact to the RTA/Company.

Accordingly, key points of the aforesaid circulars are:

- a.) The amendment does not prohibit the investor from holding the shares in physical form, investor has the option of holding shares in physical form even after 31<sup>st</sup> March, 2019.
- b.) The amendment is not applicable for transmission (i.e. transfer of title of shares by way of inheritance / succession) and transposition (i.e. re arrangement / interchanging of the order of name of shareholders) cases.
- c.) Any investor who is desirous of transferring shares (which are held in physical form) after 31<sup>st</sup> March, 2019 can do so only after the shares are dematerialized.

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”.

17. The details in regards to the funds liable to be transferred to “Investor Education Protection Fund (IEPF)” has been stated in the Corporate Governance Report forming part of this Annual Report.
18. The Company has designated and exclusive E-Mail ID “csjindal@jindaltextiles.com” for redressal of shareholders’/ Investors complaints/grievances. In case members have any queries, complaints/grievances, then kindly write at E-mail ID : “csjindal@jindaltextiles.com” from their registered E-Mail IDs mentioning their names and folio numbers / demat account numbers.
19. **Dividend:** The Company has declared Interim Dividend for the Financial Year 2019-2020 vide approval of Board of Directors in its meeting held on 11<sup>th</sup> March, 2020 and the Dividend payment was duly made within the prescribed time limit to the shareholders as per the provisions of the Companies Act, 2013 and the aforementioned SEBI Circular. Accordingly, the Demand Drafts for the payment of dividend was also been sent as per Regulation 12 of SEBI (LODR) Regulations, 2015 upon normalization of postal services due to COVID-19 lockdown restrictions.

Keeping the declaration of Interim Dividend in view, the Board of Directors of the Company has not proposed and has not recommended to further declare the Final Dividend for the Financial Year 2019-2020.

Accordingly, no such Ordinary Business in regards to declaration of Final Dividend for the Financial Year 2019-2020 has been proposed in this Notice of Annual General Meeting. The Shareholders are requested to consider and took note of the same.

**Tax Deduction at Source (TDS) on Dividend :** Pursuant to the Income Tax Act, 1961, as amended by the Finance Act, 2020, it is hereby informed that w.e.f. 1<sup>st</sup> April, 2020, any Dividend declared and paid by the Company will be taxable in the hands of shareholders. Accordingly, for any Dividend to be declared by the Company in future, the payment of dividend shall be made after necessary deduction of tax at source. The Company shall therefore be required to deduct tax at source at the applicable rates at the time of making the payment of the Dividend, if declared at the respective AGMs.

The TDS rate may vary depending on the residential status of the shareholder and the documents submitted by the shareholders and accepted by the Company in accordance with the provisions of the Income Tax Act, 1961 and at such TDS rates as may be modified/prescribed by the Government from time to time. Members are hereby requested to refer to the Income Tax Act, 1961 in this regard. In general, to enable compliance with TDS requirements, members are requested to update the details like Residential Status, PAN and Category as per the Income Tax Act, 1961 with their Depository Participants or in case shares are held in physical mode, with the Company / RTA. Further, if the shareholders doesn’t want to have tax deduction they may submit the Form for Non –Deduction of Tax i.e. Form 15G or 15H to the RTA by uploading the same on its web link “https://investors.cameoindia.com/.”

For any queries in regards to the same may be addressed to the RTA / Company at their respective E-Mail IDs.

20. Since the 34<sup>th</sup> Annual General Meeting of the Company will be held through VC/OAVM without any physical presence of the shareholders of the Company, therefore no Route Map and Attendance Slip is applicable in this case and accordingly the same is not annexed to this Notice convening the 34<sup>th</sup> Annual General Meeting (AGM) of the Company.

## NOTICE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING (Contd.)

21. Pursuant to the Section 152 of the Companies Act, 2013, Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standards-2 as issued by ICSI, the brief profile and expertise in specific functional areas and other required details pertaining to Director seeking retire by rotation and eligible for re-appointment under the Ordinary Business Item No. 3 of the said Notice is tabled below.

NAME	<b>DR. YAMUNADUTT AGRAWAL</b> (Non-Executive Non-Independent Director)
Directors Identification Number (DIN)	00243192
Date of Birth & Age	03 <sup>rd</sup> February, 1945 aged 75 Years
Nationality	Indian
Qualification	MD in Medicines
Experience & Expertise	<p>He possesses 46 Years of core experience into Textile Industry. He is an epitome of strength, self- discipline and leadership skills. He is renowned for his intellect and wisdom. Further, he was a Chairman of The Textile Committee Of Gujarat Chamber Of Commerce. He was also the executive member of the expert consultative committee of Ministry Of Textile. He was the president of The Ahmedabad Textile Processors' Association consecutively for 8 years. He is on the advisory board of the Textile Committee of Gujarat. He is the Vice Chairman of Agrasen Foundation And Maharaja Agrasen Vidyalyal.</p> <p>Dr. Agrawal has represented the Gujarat Government in UK, China, Italy, Hong Kong and Singapore in various Summits.</p>
Date of first Appointment on the Board of the Company	15 <sup>th</sup> February, 1992
Shareholding in Jindal Worldwide Limited as at 31 <sup>st</sup> March, 2020	2,61,88,000 Equity Shares @ ₹ 1/- each
Directorship held in other Companies as on 31 <sup>st</sup> March, 2020	Amitara Green Hi-Tech Park Private Limited Balaji Weft Private Limited Jindal Denifin Line Private Limited Jilco Securities Private Limited Jindal Flocks Private Limited Jindal Shirtings Private Limited Jindals Retail House Private Limited Shikha Weavers Private Limited Saroj Weavers Private Limited Tarachand Exports (India) Private Limited
Membership/Chairmanships held in Committees of other Companies as on 31 <sup>st</sup> March, 2020	NIL
Relationship with other Directors / Key Managerial Personnel	Father of Mr. Amit Agrawal –Managing Director of the Company
Number of meetings of the Board attended during the Financial Year 2019-2020	4 out of total 5
Terms & Conditions	Same terms and conditions as exist of his original appointment in 2006 and shall be liable to retire by rotation pursuant to relevant provisions of the Companies Act, 2013.
Remuneration Last Drawn	NIL

### II. INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM AND 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

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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 proposed to be considered at the ensuing Annual General Meeting (AGM) 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 both “**Remote E-Voting (during the E-voting Period and before the AGM date)**” and “**E-Voting (during the period of AGM)**” 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. **Monday, 23<sup>rd</sup> November, 2020**, shall be entitled to avail the facility of E-Voting for the ensuing Annual General Meeting.
- iii. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and prior to the Cut-off date i.e. Monday, 23<sup>rd</sup> November, 2020 and holds shares as on Cut-off Date, may obtain the Login ID and Password by sending a request at “helpdesk.evoting@cdslindia.com” with a copy marked to the Company on “csjindal@jindaltextiles.com”. However, if the Member is already registered with CDSL for E-voting, then he/she/it can use his/her/its existing User ID and Password for casting the vote. Only a Member who is entitled to vote shall exercise his/her/its vote through E-Voting and any recipient of this Notice who has no voting rights as on Cut-off Date should treat the same as intimation only.
- iv. A printable copy of Notice of the ensuing Annual General Meeting shall also be disseminated on the website of the CDSL “www.evotingindia.com” and shareholders can have the access of same.
- v. Once the vote on a resolution is cast by the shareholders, the shareholders shall not be allowed to change it subsequently.
- vi. 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. Monday, 23<sup>rd</sup> November, 2020.
- vii. **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 both “**Remote E-Voting (during the E-voting Period and before the AGM date)**” and “**E-Voting (during the period of AGM)**” of the ensuing Annual General Meeting in a fair and transparent manner.
- viii. The Scrutinizer shall immediately, after the conclusion of voting process of the ensuing Annual General Meeting, 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 48 hours of conclusion of the Annual General Meeting.
- ix. 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”, within 48 hours after the conclusion of the 34<sup>th</sup> Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.
- x. **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.



## NOTICE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING(Contd.)

- xi. The voting period begins on Friday, 27<sup>th</sup> November, 2020 (9:00 a.m.) and ends on Sunday, 29<sup>th</sup> November, 2020 (5:00 p.m.). 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. Monday, 23<sup>rd</sup> November, 2020 shall cast their votes electronically only either by way of "Remote E-Voting (during the E-voting Period and before the AGM date)" or by way of "E-Voting (during the period of AGM)". The E-Voting module shall be disabled by CDSL for voting thereafter.

### **B. Instructions for attending the Annual General Meeting Through VC/OAVM:**

- i. The Members can attend the AGM through VC/OAVM mode maximum before and after 20 minutes of the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- ii. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- iii. Pursuant to provisions of Section 113 of the Companies Act, 2013, the Corporate members intending to send their authorized representative to attend the Meeting are requested to ensure that the authorised representative carries a certified copy of the Board Resolution, Power of Attorney or such other valid authorisations, authorising them to attend and vote on their behalf at the Meeting through VC/OAVM.
- iv. As the 34<sup>th</sup> Annual General Meeting of the Company will be held through VC/OAVM without any physical presence of the shareholders of the Company, the facility for voting through Ballot Form (Poll Paper) would not be made available at the ensuing Annual General Meeting and the members attending the meeting through VC/OAVM who have not already casted their votes by Remote E-Voting shall be able to exercise their right at the meeting through E-Voting (during the period of AGM) . The members who have already cast their vote by Remote E-Voting prior to the meeting may also attend the Meeting but shall not be entitled to cast their e-vote again.
- v. Shareholders may access the facility of E-Voting at "<https://www.evotingindia.com>" under shareholders/members login by using the Remote E-Voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- vi. Shareholders are requested to attend the Meeting preferably through Laptops / IPads for better experience with Web Camera and High Speed Internet Connection/ Stable Wi-Fi/ LAN Connection to avoid any Audio/Visual Loss due to low network and other such technical issues/glitches during the meeting.
- vii. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request atleast 7 days in advance prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at "[csjindal@jindaltextiles.com](mailto:csjindal@jindaltextiles.com)". The shareholders who do not wish to speak during the AGM but have queries may send their queries atleast 12 days in advance prior to meeting mentioning their name, demat account number/folio number, E-Mail IDs, mobile number at "[csjindal@jindaltextiles.com](mailto:csjindal@jindaltextiles.com)". These queries will be replied to by the Company suitably by E-Mail only.
- viii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

### **C. Instructions and Procedure for casting vote through "Remote E-Voting (during the E-voting Period and before the AGM date)" :**

- i. The shareholders should log on to the e-voting website "[www.evotingindia.com](http://www.evotingindia.com)"
- ii. Click on "Shareholders".
- iii. 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.











