JINDAL WORDLWIDE LIMITED
CIN: L17110GJ1986PLC008942
Registered Office: "Jindal House", Opp. D-mart, I.O.C. Petrol Pump Lane,
Shivranjani Shyamal 132 Ft Ring Road, Satellite, Ahmedabad – 380015, Gujarat, India
Phone No.: 91-79-71001500 **Website:** www.jindaltextiles.com **E-mail:** cs.jwl@jindaltextiles.com

NOTICE OF 40TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **40th Annual General Meeting** of the Members of **JINDAL WORLDWIDE LIMITED** will be held on **Tuesday, 01st September, 2026 at 03:00 P.M. (IST)** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following agenda business items:

ORDINARY BUSINESS:

AGENDA NO. 01:

TO ADOPT THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2025-2026 AND THE BOARD'S REPORT AND AUDITORS' REPORT THEREON:

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

To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended on 31st March, 2026, together with the Board's Report and Auditors' Report thereon.

AGENDA NO. 02:

TO CONSIDER & APPROVE THE RE-APPOINTMENT OF MR. VIKRAM PUSHPAK OZA (DIN: 01192552), AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR, LIABLE TO RETIRE BY ROTATION UNDER SECTION 152 OF THE COMPANIES ACT, 2013:

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

To appoint a Director in place of Mr. Vikram Pushpak Oza (DIN: 01192552), as a Non-Executive Non-Independent Director, who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

AGENDA NO. 03:

TO CONSIDER RATIFICATION OF REMUNERATION OF COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2026-2027:

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 all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on recommendation of Audit Committee, the remuneration of ₹ 1,00,000/- (Rupees One Lakh Only) (excluding XBRL conversion fees, taxes, travelling and other out-of-pocket expenses incurred by the said Auditor) payable to M/s. K. V. M & Co., Cost Accountants, Ahmedabad (FRN: 000458) appointed by the Board of Directors of the Company to conduct the audit of the Cost Records of the Company for the Financial Year 2026-2027 be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT any Director or KMPs 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."

AGENDA NO. 04:

TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MR. AMIT YAMUNADUTT AGARWAL (DIN: 00169061) AS A MANAGING DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the

Members be and is hereby accorded to re-appoint Mr. Amit Yamunadutt Agarwal (DIN: 00169061) as Managing Director of the Company with the designation of "Vice-Chairman & Managing director, for a period of 3 (Three) years with effect from 03rd September, 2026 to 02nd September, 2029, on the terms and conditions as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment as it may deem fit and such appointment shall be liable to be retire by rotation.

RESOLVED FURTHER THAT pursuant to Section 197 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder read with relevant Regulations of SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, Mr. Amit Yamunadutt Agarwal (DIN: 00169061) be paid a remuneration, perquisites & other benefits amounting to ₹ 25 Lakhs per month / ₹ 03 Crores per annum for his term of re-appointment i.e. w.e.f. 03rd September, 2026 to 02nd September, 2029 provided that any such remuneration, perquisites & other benefits payable to Mr. Amit Yamunadutt Agarwal shall not exceed the overall ceiling limit of the total managerial remuneration or such other limits as may be prescribed under the Act from time to time and he shall continue as 'Key Managerial Personnel' of the Company with other terms & conditions as may be mutually agreed upon between the Board of Directors and the re-appointing Director.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) be and is hereby authorized to increase the remuneration of Mr. Amit Yamunadutt Agarwal (DIN: 00169061) from time to time to the extent the Board of Directors may deem appropriate, provided that such increase is within the overall limits of the managerial remuneration as may be prescribed under Section 197 & 198 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder read with relevant Regulation of SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof from time to time.

RESOLVED FURTHER THAT the Board of Directors and KMPs of the Company be and is hereby severally authorized to sign and execute fresh managing director agreement, letter of appointment and 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."

AGENDA NO. 05:

TO CONSIDER AND APPROVE INCREASE IN AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 read with relevant rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, from time to time) and in accordance with the provisions of Article of Association of the Company and upon approval and recommendation of Board of Directors of the Company, the consent of the members of the Company accorded to increase the Authorized Share Capital of the Company from existing 101,00,00,000 (Rupees One-Hundred and One-Crore only) divided into 101,00,00,000 (One-Hundred and One-Crore) Equity Shares of ₹ 1/- each to ₹ 146,00,00,000/- (Rupees One-Hundred and Forty-Six Crore only), divided into 146,00,00,000 (One-Hundred and Forty-Six Crore), equity shares of ₹ 1/- each resulting into increase of an additional amount of ₹ 45,00,00,000/- (Rupees forty-Five Crore only) divided into 45,00,00,000 (forty five Crore) equity shares of ₹ 1/- each, ranking pari-passu in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 13 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof), the existing Clause V of the Memorandum of Association of the Company relating to Authorised Share Capital be and is hereby substituted with the following Clause V:

"Clause V:

The Authorised Share Capital of the Company is ₹ 146,00,00,000 (Rupees One-Hundred and Forty-Six Crore only) divided into 146,00,00,000 (One-Hundred and Forty-Six Crore) equity shares of ₹ 1/- each."

RESOLVED FURTHER THAT Dr. Yamunadutt Amilal Agrawal (DIN: 00243192), Chairman & Director and/or Mr. Amit Yamunadutt Agarwal (DIN: 00169061), Vice-Chairman & Managing Director and/or KMPs of the Company be and is/are hereby severally authorized to file such E-forms as applicable with the Registrar of Companies, make necessary compliances to the Stock Exchanges and other authorities and to do all such acts, deeds, matters and things as may be deemed necessary or expedient in this regard.

RESOLVED FURTHER THAT Dr. Yamunadutt Amilal Agrawal (DIN: 00243192), Chairman & Director and/or Mr. Amit Yamunadutt Agarwal (DIN: 00169061), Vice-Chairman & Managing Director and/or any KMP of the Company be and is/are hereby severally authorized to settle, resolve all such issues, questions, difficulties or doubts whatsoever that may arise in regards to above resolution from the statutory and regulatory authorities without requiring the Company to secure any further consent or approval of the Members of the company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and to do all such acts, deeds, matters and things in its absolute discretion as may be deem necessary, expedient, proper or desirable and which shall be deemed final and binding."

By Order of the Board

Sd/-
CS Ashish Thaker
Company Secretary & Compliance Officer
ACS–57052

Place: Ahmedabad
Date: 07th August, 2026

NOTES:

I. GENERAL INFORMATION:

1. The relevant Explanatory Statements, pursuant to the provisions of Section 102 of the Companies Act, 2013 {including any statutory modification(s) or re-enactment(s) thereof for the time being in force)} (hereinafter referred to as "the Act") and Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {including any statutory modification(s) or re-enactment(s) thereof for the time being in force} (hereinafter referred to as "the SEBI (LODR) Regulations, 2015") 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. 3, 4 and 5 as set out above are annexed hereto.

2. In compliance with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants/ Depositories.

   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, 09/2024 and 03/2025 dated 05th May, 2020, 13th January, 2021, 08th December, 2021, 14th December, 2021, 05th May, 2022, 28th December, 2022, 25th September, 2023, 19th September, 2024 and 22nd September, 2025 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, SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024 (hereinafter collectively referred to as "**SEBI Circulars**").

   Accordingly, in compliance with the aforementioned circulars, the 40th Annual General Meeting ("AGM") of the Company will be held on **Tuesday, 01st September, 2026 at 03:00 P.M. (IST)** through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) facility to transact the businesses as set out in the Notice of AGM and therefore no physical presence of members is required.

3. **Dispatch of Annual Report through E-Mail:** Accordingly, in compliance to the aforementioned circulars and Regulation 36(1)(a) of SEBI (LODR) Regulations, 2015, the Annual Report for the Financial Year 2025-2026 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. Members who have not registered their Email IDs are requested to kindly register the same to receive documents/notices electronically from the Company in lieu of a physical copy of the Annual Report.

   A printable copy of the said Annual Report along with 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.

4. Keeping the convenience of the Members of the Company positioned in different time zones into consideration, the Annual General Meeting has been scheduled on a working day on **Tuesday, 01st September, 2026 at 03:00 P.M. (IST)**.

5. 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 where physical attendance of members in any case has been dispensed with, there is no requirement of appointment of proxy(s) in pursuance of the aforementioned MCA Circulars and SEBI circulars 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 and hence the Proxy Form is not annexed to this Notice convening the 40th Annual General Meeting (AGM) of the Company.

6. **Procedure for attending the AGM through VC/OAVM** – The Company has continued appointing "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 votes thereby through E-Voting facility. The detailed instructions in this regard are provided separately in Section II forming part of this Notice.

7. Since the 40th 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 40th Annual General Meeting (AGM) of the Company.

8. Pursuant to the provisions of Section 91 of the Companies Act, 2013 read with relevant rules and Regulation 42 of SEBI (LODR) Regulations, 2015 with the Stock Exchanges; the Register of Members and Share Transfer Books of the Company will remain closed (Book Closure Period) from Wednesday, 26th August, 2026 to Tuesday, 01st September, 2026, (both days inclusive) for the purpose of the 40th Annual General Meeting of the Company.

9. In compliance of the aforementioned MCA circulars, the statutory registers of the Company and all such other 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 40th Annual General Meeting. Members desirous of inspecting the same may send their requests at "cs.jwl@jindaltextiles.com" from their registered E-Mail IDs mentioning their names and folio numbers / demat account numbers **atleast 5 days before the date of AGM**. 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.

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 the AGM.

11. 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.

12. **MANDATORY DEMATERIALIZATION OF PHYSICAL SECURITIES:** With reference to the SEBI notification no. SEBI/LAD-NRO/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, 2022 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 dematerialised form with a depository. Also, that transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised 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 aforestated 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.

13. 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.

    Pursuant to Section 72 of the Act, members holding shares in physical form may file (a) nomination in the prescribed Form SH-13 (b) for cancellation / variations in nomination in the prescribed Form SH-14 and (c) for opting-out of Nomination in prescribed Form ISR–3 with the RTA of the Company. The said forms can be downloaded from the website of the Company i.e. www.jindaltextiles.com. Members are requested to submit the said details to their Depository Participants (DP) in case the shares are held by them in dematerialized form and to the Company/RTA in case the shares are held in physical form. Further SEBI vide Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2021/601 dated 23rd July, 2021 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/23 dated 24th February, 2022 and SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/42 dated 27th March, 2023, SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated 26th September, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/193 dated 27th December, 2023, had mandated providing choice of nomination details in eligible demat accounts, i.e., either furnishing of nomination or declaration for opting out of nomination for investors opening new trading and / or demat account(s) on or after 01st October, 2021 and for all existing eligible trading and demat account holders latest by 30th June, 2025 failing which the trading accounts shall be frozen for trading and demat account shall be frozen for debits.

14. 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.

15. The Company has designated E-Mail ID "cs.jwl@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: "cs.jwl@jindaltextiles.com" or at investor@cameoindia.com from their registered E-Mail IDs mentioning their names and folio numbers / demat account numbers.

II. INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM AND VOTING THROUGH ELECTRONIC MEANS:

1. As you are aware, in view of the situation arising due to by COVID-19" and MCA General Circular Nos. 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 11/2022, 09/2023, 09/2024 and 03/2025 dated 05th May, 2020, 13th January, 2021, 08th December, 2021, 14th December, 2021, 05th May, 2022, 28th December, 2022, 25th September, 2023, 19th September, 2024 and 22nd September, 2025 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, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024. The forthcoming AGM/EGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 13th January, 2021, 08th December, 2021, 14th December, 2021, 05th May, 2022, 28th December, 2022, 25th September, 2023, 19th September, 2024 and 22nd September, 2025 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

2. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/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 EGM/AGM without restriction on account of first come first served basis.

3. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at https://www.jindaltextiles.com/investor.php. The Notice can also be accessed from the 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. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

6. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

7. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, and General Circular No. 03/2025 dated 22.09.2025 to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS 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 Saturday, 29th August, 2026 at 9:00 A.M. and ends on Monday, 31st August, 2026 at 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 (record date) of Tuesday, 25th August, 2026 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 09th December, 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 09th December, 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 and joining virtual meetings **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**	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 cdsl 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.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL Depository**	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 or joining virtual meeting & voting during the meeting. 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 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 or joining virtual meeting & voting during the meeting. 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 re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	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 or joining virtual meeting & voting during the meeting.

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.com 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 e-Voting and joining virtual meetings 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) • 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. • 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 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; cs.jwl@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.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **Five days (5 days) prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **Five days (5 days) prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

a. 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**.

b. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

c. **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 attending AGM & 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, AVP, (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 toll free no. 1800 21 09911.

H. Contact Details for Any Queries/Grievances:

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

CONTACT DETAILS

E-Voting Agency:	**CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED** E-mail ID: helpdesk.evoting@cdslindia.com Name: Mr. Rakesh Dalvi -Sr. Manager Contact No.: Toll Free No. 1800 22 55 33 Address: A-Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013.
Company:	**JINDAL WORLDWIDE LIMITED** “Jindal House” Opp. D – Mart, I.O.C. Petrol Pump Lane, Shivranjani, Shyamal 132 Ft Ring Road, Satellite, Ahmedabad – 380015, Gujarat Contact No.: 91-79-71001500 E-mail Id: “cs.jwl@jindaltextiles.com” Website: “www.jindaltextiles.com”
Registrar and Transfer Agent :	**CAMEO CORPORATE SERVICES LIMITED** Subramanian Building, No. 1, Club House Road Chennai 600002 **Contact No.:** 044- 28460390 **E-mail Id:** “investor@cameoindia.com”
Scrutinizer:	**JITENDRA PRAVINBHAI LEEYA,** Practicing Company Secretaries, Ahmedabad **E-mail ID:** “jitendraliya@gmail.com”

By Order of the Board

Sd/-
CS Ashish Thaker
Company Secretary & Compliance Officer
ACS–57052

Place: Ahmedabad
Date: 07th August, 2026

Annexure to the Agenda No. 2 of the Notice
Details of Directors seeking re-appointment:

Pursuant to the Section 152 of the Companies Act, 2013, Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standards on general meeting (“SS-2”) as issued by The Institute of Company Secretaries of India regarding appointment/re-appointment of Directors, 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 Agenda No. 2 of the said Notice is tabled below:

Name of the Director	**Mr. Vikram Pushpak Oza (Non-Executive Non-Independent Director and CFO)**
Director Identification Number (DIN)	01192552
Date of Birth & Age	Date of Birth: 05th August, 1959; Age: 66 Years
Nationality	Indian
Qualification	Chartered Accountant
Brief Resume, Experience and Nature of expertise in specific functional areas	He is associated as Director with Company since 2006. Presently, he is Non-Executive Non-Independent Director of the Company. He possesses varied and rich experience of more than 3 decades in the field of Accountancy, Auditing, Tax Laws & Finance. He possesses a remarkable journey in the field of Finance. He has worked in various diversified sectors such as Paper Mill, Ice Cream Industry, Engineering Industry, Pharmaceutical Industry & Textile Industry. He has been sharing his vast knowledge & experience with various fora including with students of educational institutes. He has also achieved a notable eminence with his praiseworthy intellect and wisdom into the Banking Sector and his valuable contribution towards the Finance Department of the Textile Industries which helps them in raising its finances in an easy and effective manner
Date of first Appointment on the Board of the Company	01st November, 2006
Shareholding in Jindal Worldwide Limited as on 31st March , 2026	NIL
Directorship held in other Companies as on 31st March, 2026	1) Good-Slate Credit Rating Private Limited 2) Wealthviser Capital Private Limited

Name of the Director	Mr. Vikram Pushpak Oza (Non-Executive Non-Independent Director and CFO)
Membership / Chairmanships held in Committees of other Companies as on 31st March, 2026	NIL
Names of the Listed Companies from which resigned/ceased in the past three years	NIL
Relationship with other Directors / Key Managerial Personnel	NA
Number of meetings of the Board of Directors of the Company as attended during the Financial Year 2025-2026	7 (Seven)
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	₹ 1.5 Lakhs Per month / ₹ 18 Lakhs per annum.
Remuneration proposed to be drawn	₹ 1.5 Lakhs Per month / ₹ 18 Lakhs per annum.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013:

AGENDA NO. 03:

TO CONSIDER RATIFICATION OF REMUNERATION OF COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2026-2027

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s. K.V.M & Co., Practicing Cost Accountants, Ahmedabad (FRN : 000458) as Cost Auditors to conduct the cost audit of the cost records to be maintained by the Company in respect of textiles products for the Financial Year 2026-2027 at a remuneration of ₹ 1,00,000/- (Rupees One Lakh Only) excluding XBRL conversion fees, all applicable taxes, travelling and other out-of-pocket expenses incurred by them in connection with the aforesaid audit, subject to the approval of shareholders in the ensuing Annual General Meeting.

In accordance with the provisions of Section 148(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified and confirmed by the Shareholders of the Company.

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 to the extent of their directorships and shareholding in the Company (if any).

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Agenda No. 03 of the Notice of this Annual General Meeting, in relation to the ratification of remuneration payable to said Cost Auditors of the Company for Financial Year 2026-2027 and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company.

AGENDA NO. 04:

TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MR. AMIT YAMUNADUTT AGARWAL (DIN: 00169061) AS A MANAGING DIRECTOR OF THE COMPANY.

Mr. Amit Yamunadutt Agarwal (DIN: 00169061) was re-appointed earlier as Managing Director of the Company with approval of shareholders in the Annual General Meeting held on 30th September, 2021 for a term of 5 (Five) years, i.e. w.e.f. 03rd September, 2021 to 02nd September, 2026 and thus due to the expiry of his existing term of appointment in this year itself, the Company proposed to re-appoint him on the Board of the Company as the Managing Director of the Company with the designation "Vice-Chairman & Managing Director" due to his overwhelming expertise, exposure, repute and vast knowledge into Advanced management and expansion of business, products and strategies into the Textile Sector and other major sectors. Accordingly, pursuant to the provisions, Rules, Regulations, Schedules (including any modifications or re-enactment thereof), if any, of the Companies Act, 2013 and of the SEBI (LODR) Regulations, 2015 and the Articles of the Association of the Company and considering the recommendations made by the Nomination and Remuneration Committee, the Board of Directors in its meeting held on 07th August, 2026 has approved for his re-appointment subject to the approval of shareholders in the ensuing Annual General Meeting based on his performance evaluation.

It is strongly believed that the Company would be immensely benefit from the vast knowledge and varied experience, and leadership of Mr. Amit Yamunadutt Agarwal as the Managing Director of the Company.

1. **Declarations:** Mr. Amit Yamunadutt Agarwal satisfies all the applicable conditions as set out under Section 196 read with Schedule V of the Act, for being eligible for the office of the Managing Director. The Company has received all such necessary disclosures as are required under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015

Thus, in the opinion of the Board, the said Director does fulfil all such other conditions as specified both in the Companies Act, 2013 read with rules framed thereunder and SEBI (LODR) Regulations, 2015 for being re-appointed as the Managing Director of the Company.

2. **Background, Qualification, Experience & Expertise:** Being an accomplished business development leader, Mr. Amit Yamunadutt Agarwal, aged 49 years, is a Promoter-Managing Director of the Company and has rich and varied experience of around 27 years in the Textile Industry and has been involved in the operations of the Company over a long period of time. He possess the Master's Degree in Business Administration from U.S.A. and has guided the Company towards diversification and growth to emerge as a world leader in the Textile industry. He has a remarkable journey in the Textile & IT Sector.

3. **Relationship with other KMP & Directors of the Company:** Mr. Amit Yamunadutt Agarwal is related to one Director of the Company, being the son of Dr. Yamunadutt Amilal Agrawal, Chairman & Director of the Company.

4. **Terms & Conditions of Re-Appointment:**

   a.) **Tenure:** Mr. Amit Yamunadutt Agarwal is being re-appointed for a term of 3 (Three) years w.e.f. 3rd September, 2026 to 2nd September, 2029, which shall be liable to retire by rotation.

   b.) **Termination:** The aforesaid reappointment may be terminated by either party by giving to the other party not less than one month prior notice in writing of such termination or payment in lieu of notice or in such manner as may be mutually agreed upon between the Board of Directors and the re-appointing Director from time to time.

   c.) **Remuneration:** Pursuant to Section 197 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder read with relevant Regulation of SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, Mr. Amit Yamunadutt Agarwal be paid a remuneration, perquisites & other benefits amounting to ₹ 25 Lakhs per month / ₹ 3.00 Crores per annum provided that any such remuneration, perquisites & other benefits payable to Mr. Amit Yamunadutt Agarwal shall not exceed the overall ceiling limit of the total managerial remuneration or such other limits as may be prescribed under the Companies Act, 2013 Act from time to time and shall be subject to the terms & conditions as may be mutually agreed upon between the Board of Directors and the re-appointing Director.

   d.) Perquisites and other benefits may include the following:

   - Medical Insurance and Personal Accident Insurance
   - Medical Reimbursement
   - Conveyance & Travelling
   - Mobile/Telephone Facility
   - Reimbursement of such other expenses relating, including but not limited to day to day utilities viz. gas, electricity, furniture and fixtures etc., traveling, field visits, mobile, e-mail devices, communication facilities, entertainment, other out-of-pocket expenses, etc. incurred by him in connection with or relating to the business of the Company.
   - Other perquisites, allowances, benefits and amenities as per as may be mutually agreed upon between the Board of Directors and the re-appointing Director from time to time

   The terms and conditions of the aforesaid re-appointment/ employment, including but not limited to the remuneration payable to Mr. Amit Yamunadutt Agarwal may be revised, modified, altered and varied from time to time as may be determined by the Board at its sole discretion.

5. **Letter of Re-Appointment/ Execution of Memorandum:** Subject to the approval of the shareholders on the Item No. 04 of this Notice to the AGM, a letter of re-appointment shall be issued to the re-appointing Director and the same shall be construed as a written memorandum setting out the terms of employment of the Managing Director in such a manner that it has actually been executed between the Company and the re-appointing Director in pursuance to the provisions of the Section 190 of the Companies Act, 2013.

   None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested financially or otherwise, in passing of the above mentioned resolution, except the re-appointing Director himself i.e. Mr. Amit Yamunadutt Agarwal, Dr. Yamunadutt Amilal Agrawal (Chairman, Director of the Company & relative of the re-appointing director) & Mrs. Kaushal Agarwal (Promoter of the Company and relative of the re-appointing Director) to the extent of their shareholding interest in the Company.

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 04 of the Notice of this Annual General Meeting, in relation to the aforementioned re-appointment and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company.

6. Brief Profile of Mr. Amit Yamunadutt Agarwal:

Sr.	Name	Mr. Amit Yamunadutt Agarwal (Vice-Chairman & Managing Director)
1	Directors Identification Number (DIN)	00169061
2	Date of Birth & Age	28th April, 1977; Aged 49 Years
3	Nationality	Indian
4	Qualification	Master's Degree in Business Administration from the U.S.A.
5	Brief Resume, Experience and Nature of expertise in specific functional areas	Mr. Amit Yamunadutt Agarwal has rich and varied experience of around 27 years in the Textile Industry and has been involved in the operations of the Company over a long period of time. He possess the Master's Degree in Business Administration from U.S.A. and has guided the Company towards diversification and growth to emerge as a world leader in the Textile industry. He has a remarkable journey in the Textile & IT Sector. He possesses 27 Years of core experience in the textile industry
6	Date of first Appointment on the Board of the Company	28th September, 2004
7	Shareholding in Jindal Worldwide Limited as at 31st March, 2026	19,44,60,000 equity shares – 19.40%
8	Directorship held in other Companies as on 31st March, 2026	1) Amitara Green Hi-Tech Park Private Limited 2) Jindal Mobilitric Private Limited 3) Swisscot (India) Private Limited 4) EV Volt Private Limited 5) Denimtex Emporio Private Limited 6) Institches Creations Private Limited 7) Textilia Worldwide Private Limited 8) Aegios Polyfilms Private Limited 9) Durafine Polymers Private Limited 10) Polyserene Private Limited 11) Jindal Shirtings Private Limited 12) Expede-Tech Research & Development Private Limited 13) Crystalize Research And Solutions Private Limited 14) Jindal Speciality Chemicals India Private Limited 15) Premium Yoga Fitness Centre Private Limited 16) Centella Fibres Private Limited 17) Goodcore Spintex Limited (formerly known as Goodcore Spintex Private Limited)
9	Membership/Chairmanships held in Committees of other Companies as on 31st March , 2026	Member of the Audit Committee & Stakeholders Relationship Committee of Goodcore Spintex Limited (formerly known as Goodcore Spintex Private Limited)
10	Relationship with other Directors / Key Managerial Personnel	Mr. Amit Yamunadutt Agarwal is related to one Director of the Company, being the son of Dr. Yamunadutt Amilal Agrawal, Chairman & Director of the Company
11	Number of meetings of the Board attended during the Financial Year 2025-2026	Mr. Amit Yamunadutt Agarwal has attended all 7 Board Meeting of the Company held during the Financial Year 2025-2026
12	Terms & Conditions	Same as mentioned in Explanatory Statement above to Item No 04. of this Notice of AGM
13	Remuneration Last Drawn	₹ 15 Lakhs per month / ₹ 1.80 Crore per annum
14	Recognition or Awards	NA

AGENGA NO. 05:

TO CONSIDER AND APPROVE INCREASE IN AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

The shareholders are hereby informed that further to the approval accorded by the Board of Directors in its Board meeting held on Friday, 07th August, 2026 for Raising of funds through issuance and allotment of equity shares of face value of ₹1/- each ('Equity Shares') up to an aggregate amount upto ₹ 650 Crore (Rupees Six Hundred Fifty Crore Only), on Rights basis, it is necessary to increase the Company's Authorized Share Capital in such a proportion that it could meet out the requirement of issue and allotment of Equity Shares on Right basis, subject to the approval of the Shareholders of the Company.

The existing Authorized Share Capital of the Company is ₹101,00,00,000/- (Rupees One Hundred and One Crore only) divided into ₹101,00,00,000 (One Hundred and One Crore) equity shares of ₹1/- each

Considering the right issue proposal, it is proposed to increase the Authorized Share Capital from existing ₹101,00,00,000 (Rupees One Hundred and One Crore only) divided into 101,00,00,000 (One Hundred and One Crore) Equity Shares of ₹1/- each to ₹146,00,00,000/- (Rupees One Hundred and Forty-Six Crore Only), divided into 146,00,00,000 (One Hundred and Forty-Six Crore) equity shares of ₹1/- resulting into increase of an additional amount of ₹45,00,00,000/- (Rupees Forty-Five Crore Only) divided into 45,00,00,000 (Forty-Five Crore) equity shares of ₹1/- each which shall rank pari-passu in all respect with the existing Equity Shares of the Company, to facilitate the proposed right issue and subsequent allotment and it is further consequently proposed an alteration to the existing Capital Clause (Clause V) of the Memorandum of Association of the Company, the same which was also approved by the Board of Directors of the Company in its meeting held on Friday, 07th August, 2026.

Pursuant to the provisions of Sections 13, 61 and other applicable provisions of the Companies Act, 2013, increase in the authorized share capital and alteration of the Capital Clause (Clause V) of the Memorandum of Association requires approval of the Shareholders.

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 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 Agenda No. 05 of the Notice of 40th Annual General Meeting, and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company.

By Order of the Board

Sd/-
CS Ashish Thaker
Company Secretary & Compliance Officer
ACS–57052

Place: Ahmedabad
Date: 07th August, 2026