

Notice

JINDAL WORLDWIDE LIMITED

CIN : L17110GJ1986PLC008942

Registered Office & Corporate Office : "Jindal House", Opp. D-mart, I.O.C. Petrol Pump Lane,
Shivranjani Shyamal 132 Ft Ring Road, Satellite, Ahmedabad – 380015, Gujarat
Phone: +91-79-71001500 Website: www.jindaltextiles.com Email Id: info@jindaltextiles.com

NOTICE OF 37TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 37th Annual General Meeting of the Members of JINDAL WORLDWIDE LIMITED will be held on Monday, August 7, 2023 at 12:00 Noon (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2023 together with the Report of the Board of Directors and Report of the Statutory Auditors thereon.
2. To declare Final Dividend @ 20% on paid up Equity Share Capital (i.e. ₹ 0.20 per equity share) for the Financial Year 2022-2023.
3. To appoint a Director in place of Mr. Vikram Oza (DIN: 01192552), who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider and approve appointment of M/s. Ravi Karia & Associates, Chartered Accountants, (FRN: 157029W), Ahmedabad as Statutory Auditors of the Company and to fix their remuneration.

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

"RESOLVED THAT pursuant to provisions of Sections 139, 141, 142 and all 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 other applicable provisions, if any and pursuant to the recommendations of the Audit Committee and Board of Directors of the Company, M/s. Ravi Karia & Associates, Chartered Accountants, (FRN: 157029W), Ahmedabad be and are hereby appointed as the Statutory Auditors of the Company for a period of 2 (two) years from the conclusion of this 37th Annual General Meeting till the conclusion of the 39th Annual General Meeting on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

"RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorized 'Committee' thereof) of the Company, be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to above resolution."

SPECIAL BUSINESS:

5. Ratification of remuneration of Cost Auditors for the F.Y. 2023-2024

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other Rules framed there under, payment of remuneration of ₹ 90,000/- (Rupees Ninety Thousand only) plus out of pocket expenses and applicable taxes to M/s. K. V. Melwani & Associates, Cost Accountants, Ahmedabad (FRN:100497) appointed by the Board of Directors of the Company for carrying out Cost Audit of the Company for Financial Year 2023-2024, be and is hereby approved and ratified."

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

For and on behalf of Board of Directors
Jindal Worldwide Limited

Dr. Yamunadutt Agrawal
Chairman & Director
DIN: 00243192

Date: May 30, 2023

Place: Ahmedabad

Registered Office & Corporate Office:

"Jindal House", Opp. D-mart, I.O.C. Petrol Pump Lane,
Shivranjani Shyamal 132 Ft Ring Road,
Satellite, Ahmedabad – 380015, Gujarat
Phone: +91-79-71001500
Website: www.jindaltextiles.com
Email Id: info@jindaltextiles.com

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NOTES:

1. Relevant Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013, Regulations 17 and 36(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force (hereinafter referred to as "the Listing Regulations") and as required under Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), in respect of Ordinary Business items i.e. item nos. 3 and 4 and Special Business item i.e. item no. 5 as set out above is annexed hereto.
2. Pursuant to General Circular No. 10/2022 dated December 28, 2022 in relation to "Clarification on holding AGM through VC & OAVM", the Ministry of Corporate Affairs ('MCA') has allowed the companies whose AGMs were due to be held in / during the year 2023, to conduct their AGMs on or before September 30, 2023 through VC / OAVM without the physical presence of the members at a common venue. Further, on receiving various representations, the Securities and Exchange Board of India ('SEBI') also issued Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 providing relaxation from requirements under Regulation 36(1)(b) of Listing Regulations up to September 30, 2023 in respect to sending hard copies of Annual Reports to the shareholders.

The above MCA Circular & SEBI Circular are to be read with the previously issued MCA General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 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 and 02/2022 dated May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022, 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 May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (hereinafter collectively referred to as "SEBI Circulars").

Accordingly, in compliance with the aforementioned MCA Circulars and SEBI Circulars, the 37th Annual General Meeting ("AGM") of the Company will be held on Monday, August 7, 2023 at 12:00 Noon (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. Body Corporates whose Authorized Representatives are intending to attend the Meeting are requested to send to the scrutinizer on the Email Id csdoshiac@gmail.com, certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting and through e-voting.
4. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
5. Payment of final dividend on equity shares, as recommended by the Board of Directors, if declared at the ensuing Annual General Meeting, will be credited / dispatched to the members on or after Thursday, August 8, 2023:
 - a. to all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on July 31, 2023; and
 - b. to all Members in respect of shares held in physical form, after giving effect to all the valid transfers in respect of transfer requests lodged with the Company / Registrar & Share Transfer Agent as of the close of business hours on July 31, 2023.
6. Pursuant to the provisions of Section 91 of the Companies Act, 2013, read with Rule 10 of Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 42 of Listing Regulations, the Register of members and share transfer books of the Company will remain closed from Tuesday, August 1, 2023 to Monday, August 7, 2023 (both days inclusive).

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7. Those Members whose Email Id are not registered can get their Email Id registered as follows:
 - a. Members holding shares in demat form can get their Email Id registered / updated by contacting their respective Depository Participant (DP).
 - b. Members holding shares in the physical form can get their Email Id registered by contacting our Registrar & Share Transfer Agent "Cameo Corporate Services Limited" ("RTA") on their Email Id investor@cameoindia.com or by sending the duly filled in E-communication registration form enclosed with this Notice to our RTA on their Email Id investor@cameoindia.com
 - c. Members can also get their Email Id and other details registered by following the steps as mentioned on the website of the Company at www.jindaltextiles.com
8. The Members can join the 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. Instructions and other information for members for attending the AGM through VC / OAVM are given in this Notice under Note No. 36
9. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
10. Members who hold shares in physical form in multiple folios, in identical names or joint holding in the same order of names are requested to send share certificates to RTA of the Company, for consolidation into a single folio.
11. Members are requested to register their Email Ids with their DP or with the RTA of the Company, to receive documents / notices electronically from the Company in lieu of physical copies. Please note that, in case you have already registered your Email Id, you are not required to re-register unless there is any change in your Email Id. Members holding shares in physical form are requested to send Email at investor@cameoindia.com to update their Email Ids.
12. SEBI has made it mandatory for all Companies to use the bank account details furnished by the Depositories and the bank account details maintained by the RTA for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through Electronic Clearing Service (ECS) / National Electronic Clearing Service (NECS) / Real Time Gross Settlement (RTGS) / Direct Credit / IMPS / NEFT etc.

In order to receive the dividend without loss of time, the Members holding shares in physical form are requested to submit particulars of their bank account along with the original cancelled cheque bearing the name of the Member to RTA / Company to update their bank account details and all the eligible shareholders holding shares in demat mode are requested to update with their respective DPs, their correct Bank Account Number, including 9 Digit MICR Code and 11 digit IFSC Code, Email Id and Mobile No(s). Members holding shares in physical form may communicate these details to the RTA viz. Cameo Corporate Services Limited having address at Subramanian Building No. 1, Club House Road Chennai – 600002 Phone: 044- 28460390, by quoting the reference folio number and attaching photocopy of the cheque leaf of their active bank account and a self-attested copy of their Permanent Account Number ('PAN') card.

This will facilitate the remittance of the dividend amount as directed by SEBI in the bank account electronically. Updation of Email Ids and Mobile No(s) will enable the Company in sending communication relating to credit of dividend, un-encashed dividend, etc. The Company or RTA cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members. Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in electronic mode.

13. Members are requested to intimate changes, if any, pertaining to their name, postal address, Email address, telephone / mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Cameo Corporate Services Limited having address at Subramanian Building No. 1, Club House Road Chennai – 600002, in case the shares are held by them in physical form.

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14. Manner of dealing with unclaimed shares --transfer to the Investor Education and Protection Fund ("IEPF"):

Pursuant to the applicable provisions of the Act read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules"), as amended from time to time, the shares in respect of which dividend has not been claimed (i.e. unclaimed shares) by the shareholders for seven consecutive years or more shall also be transferred to the demat account opened by the IEPF Authority in addition to the transfer of unpaid amount of dividend to IEPF. The Company follows all the prescribed procedures as set out in the relevant Rules before making any such transfer of shares to the IEPF Authority.

During the Financial Year under review, your Company has duly complied up with the provisions of the Sections 124 & 125 of the Act, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules"),

During the year under review, the unclaimed / unpaid amount of Dividend as declared by the Company for the Financial Year 2014-2015 was due for transfer to Investor Education Protection Fund (IEPF) on expiry of 7 years. The said unclaimed / unpaid amount of dividend was transferred to the IEPF during the year.

a) Transfer of Unclaimed/Unpaid Dividend Amount to IEPF:

During the Financial Year 2014-2015, the Company had declared a Final Dividend @5% i.e. 0.50 paise per equity share of Face value of ₹ 10/- each at the Annual General Meeting held on September 30, 2015.

Pursuant to provisions of Sections 124, 125 of the Act read with IEPF Rules (including any statutory modifications or re-enactment thereof for the time being in force); the Company has transferred the unpaid /unclaimed dividend amount of ₹ 6,943/- in respect of Final Dividend declared for Financial Year 2014-2015 to the Investor Education and Protection Fund of the Central Government on December 5, 2022.

The list of shareholders whose unclaimed /unpaid dividend amount was transferred to IEPF Authority as stated above alongwith the details of amount transferred is available on the website of the Company at

https://www.jindaltextiles.com/investor-data/iepf/Unpaid_Amount_Transfer_to_IEPF_2014_2015_Final_Dividend.pdf

b) Transfer of Shares to IEPF:

Pursuant to provisions of Section 124(6) of the Act read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Upon transfer of such shares, all benefits (like dividend, bonus, etc.), if any, accruing on such shares shall also be credited to such Demat Account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares. Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholder from IEPFA by following the procedure prescribed under the aforesaid rules.

During the financial year under review, no shares of the Company was transferred to the IEPFA. Unclaimed dividend for the below mentioned financial years which remained unclaimed and unpaid for 7 years will be deposited with the Investor Education and Protection Fund as per the below schedule. Those Members, who have not encashed the dividend amount for the below mentioned years are requested to ensure that they claim their unclaimed dividends, before it is transferred to the IEPF Account. Once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company. However, w.e.f. September 7, 2016, shareholders may claim their unclaimed amount as per the procedures/guidelines issued by the Ministry of Corporate Affairs (MCA). For details, investors can visit the website of IEPF Authority viz. www.iepf.gov.in.

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Members who have not encashed the dividend for the below mentioned years are requested to immediately forward the same, duly discharged to the Company's Share Transfer Agent to facilitate payment of the dividend:

| Financial Year | Date of declaration of dividend | Dividend Details | Due Date to Claim/Pay the Dividend | Date of Transfer to unpaid dividend account | Due date of accepting claim by the Company | Date for transfer to Investor Education Protection Fund |
|----------------|---------------------------------|--|------------------------------------|---|--|---|
| 2015-2016 | September 30, 2016 | Final Dividend of ₹0.50 Paisa per Equity Share of ₹10/- each | October 30, 2016 | November 6, 2016 | November 5, 2023 | December 5, 2023 |
| 2016-2017 | September 27, 2017 | Final Dividend of ₹0.50 Paisa per Equity Share of ₹10/- each | October 27, 2017 | November 4, 2017 | November 3, 2024 | December 3, 2024 |
| 2017-2018 | September 28, 2018 | Final Dividend of ₹ 0.25 Paisa per Equity Share of ₹5/- each | October 28, 2018 | November 5, 2018 | November 4, 2025 | December 4, 2025 |
| 2018-2019 | September 27, 2019 | Final Dividend of ₹ 0.05 Paisa per Equity Share of ₹1/- each | October 27, 2019 | November 3, 2019 | November 2, 2026 | December 2, 2026 |
| 2019-2020 | March 11, 2020 | Interim Dividend of ₹ 0.05 Paisa per Equity Share of ₹1/- each | April 10, 2020 | April 17, 2020 | April 16, 2027 | May 16, 2027 |
| 2020-2021 | September 30, 2021 | Final Dividend of ₹ 0.15 Paisa per Equity Share of ₹1/- each | October 30, 2021 | November 6, 2021 | November 5, 2028 | December 5, 2028 |
| 2021-2022 | September 27, 2022 | Final Dividend of ₹ 0.10 Paisa per Equity Share of ₹1/- each | October 27, 2022 | November 3, 2022 | November 2, 2029 | December 2, 2029 |

Further Ms. Chetna Dharajiya, Company Secretary and Compliance Officer acts as the Nodal Officer of the Company. The details of Nodal Officer is available on the website of the Company www.jindaltextiles.com.

- In terms of the provisions of Sections 124, 125 and other applicable provisions of the Companies Act, 2013, the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, ("Principle Rules") were notified on September 5, 2016, further amended by the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017, ("Principle Rules along with IEPF Rules") which were notified on February 28, 2017. The Principle Rules along with IEPF Rules provides that the amount of dividend remaining unpaid or unclaimed for a period of 7 (seven) years from the due date is required to be transferred to the IEPF, constituted by the Central Government. Further it also provides the manner of transfer of shares in respect of which dividend has remained unpaid or unclaimed for 7 (seven) consecutive years by the Members, to Demat Account of the IEPF Authority.
- Members are requested to note that no claim shall lie against the Company in respect of any dividend amount and shares, which were unclaimed and unpaid for a period of 7 years and transferred to IEPF of the Central Government. However, in the event of transfer of shares and the unclaimed dividends amount to IEPF, Members are entitled to claim the same from IEPF by submitting an online application in the prescribed e-Form IEPF-5 available on the website

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www.iepf.gov.in and sending a physical copy of the same duly signed (as per the specimen signature recorded with the Company) along with the requisite documents enumerated in the e-Form IEPF-5 to the Registered Office of the Company for verification of the claim. It is advised to read the instructions given in the help-kit carefully before filling the form. Members can file only one consolidated claim in a financial year as per the Principle Rules along with IEPF Rules. The brief procedures / steps for claiming shares and / or dividend from IEPF is available on the website of the Company.

17. Unclaimed dividend for the F.Y. 2015-2016 (interim / final dividend) & onwards will be deposited with the IEPF as per aforesaid chart as mentioned in Note 14. Members are requested to ensure that they claim their unclaimed dividends, before it is transferred to the IEPF Authority.
18. Pursuant to the provisions of the Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts of dividend lying with the Company as on September 27, 2022 (date of last Annual General Meeting) on the website of the Company www.jindaltextiles.com and also on the website of Investor Education and Protection Fund Authority viz. www.iepf.gov.in
19. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by Email to investor@cameoindia.com on or before the start of the Book Closure Date, followed by original copy to the RTA at its Registered Office. Please note that submission of original documents is mandatory. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20% excluding surcharge & cess.
20. Pursuant to the Finance Act, 2020, dividend is taxable in the hands of the shareholders and the Company is required to deduct tax at source (TDS) from the dividend paid to shareholders if so approved at the AGM at the prescribed rates. To enable compliance with TDS requirements, members are requested to complete and / or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in case shares are held in physical form, by sending the above referred documents, duly completed and signed to the RTA of the Company, Cameo Corporate Services Limited through registered Email address by quoting your Name, Folio number / Demat Account No., number of shares and PAN details at its Email Id investor@cameoindia.com on or before the start of the Book Closure Date in order to enable the Company to determine and deduct appropriate TDS / withholding tax. For details, members may refer to the "JWL - Deduction of Tax at Source (TDS) on dividend" appended to this Notice.
21. The information regarding the Director(s) who is / are proposed to be re-appointed, as required to be provided under Listing Regulations and Secretarial Standard on General Meetings issued, is annexed hereto.
22. Members desiring any information as regards to Accounts are requested to send an Email to investor@cameoindia.com, 14 days in advance before the date of the AGM to enable the Management to keep full information ready on the date of AGM.
23. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice of AGM and explanatory statement on the date of AGM in electronic mode can send an Email to investor@cameoindia.com
24. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 35.
25. 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.
26. 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 RTA for consolidation of their shareholding into a single folio.
27. In compliance to the aforementioned circulars, the Annual Report for the Financial Year 2022-2023 of the Company will be sent through electronic mode only (i.e. Email) to those Shareholders of the Company whose Email Id are registered with the Company or the RTA, i.e., Cameo Corporate Services Limited.

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28. The Annual Report alongwith the Notice of AGM will be available on Company's website on www.jindaltextiles.com

As per Securities and Exchange Board of India (SEBI) Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialized form with the depositories. With the said changes which came into effect from April 1, 2019, Equity Shares of the Company shall be eligible for transfer only in dematerialized form. Therefore, the Members are requested to take action to dematerialize their physical Equity Shares of the Company promptly. 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

29. 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 Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 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, Email 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 / RTA in prescribed Form ISR-1 and in other such applicable forms in accordance with the above mentioned SEBI Circular. The downloadable version of such Forms are available on the website of the Company.

Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to 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, 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 RTA. It may be noted that any service request can be processed only after the folio is KYC Compliant.

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

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 (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 in case the shares are held in physical form. Further SEBI vide Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2021/601 dated July 23, 2021 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/23 dated February 24, 2022 and SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/42 dated March 27, 2023 had mandated providing choice of nomination details, 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 October 1, 2021 and for all existing eligible trading and demat account holders latest by September 30, 2023 failing which the trading accounts shall be frozen for trading and demat account shall be frozen for debits.

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30. Members are requested to note that, dividends if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. Members, whose unclaimed dividends / shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in. For details, please refer to Corporate Governance Report forming part of this Annual Report.
31. The Company has designated Email Id: csjindal@jindaltextiles.com for redressal of shareholders' / Investors complaints / grievances. In case a shareholders have any queries / complaints / grievances, they may write at csjindal@jindaltextiles.com / investor@cameoindia.com from their registered Email Id mentioning their names and folio numbers / demat account numbers.
32. **Dividend:** In order to maintain the continuity and a track record of declaration of dividend since years and considering the outstanding and highest ever Company's performance for the Financial Year under review in last 5 financial years, the Board of Directors has recommended Final Dividend @ 20% per equity share for the Financial Year 2022-2023 which if declared at this ensuing Annual General Meeting by the Shareholders of the Company, will be paid to those members whose names stands registered on the Company's Register of Members: -
- as Beneficial Owners - as per the list to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to the RTA of the Company in respect of shares held in Demat Form, and;
 - as Members- as per Register of Members of the Company - Physical shareholding; as at the end of business hours on Record Date i.e. Monday, July 31, 2023.

Accordingly, agenda item for declaration of Final Dividend for the Financial Year 2022-2023 has been proposed in this Notice of Annual General Meeting for the approval of Shareholders thereof.

Tax Deduction at Source (TDS) on Dividend: Pursuant to the Income Tax Act, 1961, as amended by the Finance Act, 2020, dividend income became taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof. The shareholders are requested to update their valid PAN with the Depository Participants (if shares held in dematerialized form) and the Company (if shares are held in physical form). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by Email to RTA / Company. Shareholders are requested to note that in case their PAN is not registered, or having invalid PAN or Specified Person as defined under section 206AB of the Income-tax Act ("the Act"), the tax will be deducted at a higher rate prescribed under section 206AA or 206AB of the Act, as applicable.

Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose, the shareholder may submit the above documents (PDF/JPG Format) by Email to RTA / Company.

33. Members are requested to quote their Folio No. or DP Id / Client Id, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / RTA.
34. Details for re-appointment of Directors {Disclosure under Regulation 36(3) of the of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Secretarial Standard-2 issued by the Institute of Company Secretaries of India is as per details mentioned below:

At the Meeting, Mr. Vikram Oza retires by rotation and being eligible, offer himself for re-appointment. The Board of Directors of the Company recommends his re-appointment. The information or brief profile to be provided for the aforesaid Director is set out in the Explanatory Statement.

Notice (Contd.)

| Name | Mr. Vikram Oza (Non-Executive Non-Independent Director) |
|---|--|
| Director Identification Number (DIN) | 01192552 |
| Date of Birth & Age | June 5, 1959, 64 Years |
| Nationality | Indian |
| Qualification | Chartered Accountant – ICAI, New Delhi |
| Experience & Expertise | Mr. Vikram Oza has a post qualification 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 institutions. 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. Mr. Vikram Oza has a talent to provide the Corporates his valuable support and counsel across a wide array of situations |
| Date of first Appointment on the Board of the Company | November 1, 2006 |
| Shareholding in Jindal Worldwide Limited as at March 31, 2023 | NIL |
| Directorship held in other Companies as on March 31, 2023 | 1. Good-Slate Credit Rating Private Limited 2. Wealthviser Capital Private Limited |
| Membership / Chairmanships held in Committees of other Companies as on March 31, 2023 | NIL |
| Relationship with other Directors / Key Managerial Personnel | NIL |
| Number of meetings of the Board of Directors of the Company as attended during the Financial Year 2022-2023 | 5 out of total 5 |
| Terms & Conditions | Same terms and conditions as exist at time of change in category of his Directorship as Non-Executive Non-Independent Director w.e.f. February 14, 2020 and Mr. Oza shall be liable to retire by rotation pursuant to relevant provisions of the Companies Act, 2013 |
| Remuneration Last Drawn | Emoluments of INR 12 Lacs per annum |

35. INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING:

- (a) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Secretarial Standard- 2 issued by the Institute of Company Secretaries of India, as amended from time to time, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of Central Depository Services Limited ("CDSL") as the Agency to provide e-voting facility. The facility of casting votes by a Member using remote e-voting system as well as e-voting on the date of the AGM will be provided by CDSL.
- (b) The Board of Directors of the Company has appointed M/s. SPANJ & Associates, Practicing Company Secretary, as the Scrutinizer, to scrutinize the e-voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

Notice (Contd.)

- (c) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. July 31, 2023.
- (d) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. July 31, 2023 only shall be entitled to cast their vote either through remote e-voting or through e-voting at the AGM.
- (e) The Scrutinizer shall after the conclusion of voting at the Meeting, will first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and shall provide, not later than two (2) working days of the conclusion of the Meeting, a consolidated 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 and declare the result of the voting forthwith.
- (f) The results shall be declared forthwith by the Chairman or a person so authorized by him in writing on receipt of consolidated report from the Scrutinizer. The results declared along with Scrutinizer's Report shall be placed on the Company's website www.jindaltextiles.com and on the website of CDSL and shall also be communicated to the BSE Limited and National Stock Exchange of India Limited. Members may contact at Email Id helpdesk.evoting@cdslindia.com for any grievances connected with voting by electronic means.
- (g) The resolutions shall be deemed to be passed on the date of the Meeting, subject to the same being passed with requisite majority.
- (h) Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.
- (i) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Listing Regulations, 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.
- (j) 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, the system for e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants has been enabled. 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.

In terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and Email Id in their demat accounts in order to access e-Voting facility. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

| Type of shareholders | Login Method |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL | Users who have opted for CDSL's Easi / Easiest facility, can login through their existing user Id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on 1. Login icon and select New System Myeasi. |

Notice (Contd.)

| Type of shareholders | Login Method |
|--|---|
| | <p>After successful login the Easi / Easiest user will be able to see the e-Voting Menu.</p> <p>On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e- Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.</p> <p>If the user is not registered for Easi / Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email Id as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.</p> |
| Individual Shareholders holding securities in Demat mode with NSDL | <p>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.</p> <p>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 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</p> <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |

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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 +91-22-23058738 and +91-22-23058542-43. |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no. 1800 1020 990 and 1800 22 44 30 |

The remote e-voting period commences on August 3, 2023 at 9.00 a.m. and ends on August 6, 2023 at 5.00 p.m. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. July 31, 2023 may cast their votes electronically. The e-voting module shall be disabled by the CDSL for voting thereafter.

Voting Process and other instructions regarding remote e-voting and joining meeting for shareholders other than individual shareholders holding shares in Physical and Demat form:

Section A: Voting Process

The Members should follow the following steps to cast their votes electronically:

Step 1: Open your web browser during the voting period and log on to the e-voting website: <https://www.evotingindia.com/>

Step 2: Click on "Shareholders" to cast your vote(s)

Step 3: Please enter User ID –

- i. For account holders in CDSL: Your 16 digits beneficiary ID
- ii. For account holders in NSDL: Your 8 Character DP Id followed by 8 digits Client Id
- iii. Members holding shares in Physical Form should enter Folio Number registered with the Company

Step 4: Enter the Image Verification as displayed and click on "LOGIN"

Step 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

Step 6: Follow the steps given below if you are:

6.1 holding shares in physical form or holding shares in demat form and are a first time user:

PAN - Enter your 10 digit alpha-numeric PAN* issued by Income Tax Department (applicable for both demat Members as well as physical Members)

*Members who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number which is mentioned in the covering Email mentioned in the covering Email

DOB# - Enter the Date of Birth (DOB) as recorded in your demat account or registered with the Company for the said demat account or folio in dd/mm/yyyy format

- Dividend Bank for the said demat account or folio in dd/mm/yyyy format. Enter the Dividend Bank Details

Details# (account number) as recorded in your demat account or registered with the Company for the said demat account or folio

Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company, please enter the member Id / Folio number in the Dividend Bank details field as mentioned above.

After entering these details appropriately, click on "SUBMIT" tab.

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For Physical holding:

1. Members holding shares in physical form will then directly reach the Company selection screen. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice. 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.
2. Click on the EVSN of the Company i.e. 230713020 to vote.
3. 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 for casting your vote. The option "YES" implies that you assent to the resolution and option "NO" implies that you dissent to the resolution.
4. Click on "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
5. 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.
6. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote. You can also take print-out of the voting done by you by clicking on "CLICK HERE TO PRINT" option on the voting page.
7. 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.
8. Members can also cast their vote using CDSL's mobile app m-voting available for android based mobiles. The m-voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

Section B: Other instructions regarding remote e-voting

- i. Non-Individual Members (i.e. Members other than Individuals, HUF, NRI, Custodian etc.) are additionally requested to note and follow the instructions mentioned below, if they are first time user:
- ii. Non-Individual Members and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates.
- iii. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be Emailed to helpdesk.evoting@cdslindia.com
1. After receiving the login details, the Compliance User would be able to link the account(s) for which user wishes to vote on. The list of accounts linked in the login should be Emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
2. Non-Individual Members (i.e. Members other than Individuals, HUF, NRI, etc.) are required to upload the following in PDF format in the system for the scrutinizer to verify the same:
 - a Copy of the Board Resolution (where institution itself is voting);
 - b Power of Attorney (PoA) issued in favour of the Custodian (if PoA is not uploaded earlier) as well as Board Resolution of Custodian.
3. Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts
4. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or call on +91-22-23058542 or +91-22-23058543 during business hours or write an Email to helpdesk.evoting@cdslindia.com

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5. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. July 7, 2023 may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com or RTA's Email Id at investor@cameoindia.com
6. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an Email to helpdesk.evoting@cdslindia.com or call on +91-22-23058542 or +91-22-23058543 during business hours.

Instructions for Members for e-voting on the day of the AGM:

1. The procedure for e-voting is same as the instructions mentioned above for remote e-voting.
2. Only those Members / Shareholders, who will be present in the AGM 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 in the AGM.
3. Members who have voted through remote e-voting will be eligible to attend the AGM and participate there at. However, they will not be eligible to vote at the AGM. In case any Member who had voted through remote e-voting, casts his vote again at the e-voting provided during the AGM, then the votes cast during the AGM through e-voting shall be considered as invalid.
4. Members are requested to follow the instructions, if any, provided during the AGM for e-voting.
5. The details of the person who may be contacted for any grievances connected with the facility for e-voting during the AGM shall be the same person mentioned for remote e-voting.

36. PROCESS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC / OAVM & E-VOTING DURING MEETING IS AS UNDER:

- (i) 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 our RTA on their Email Id investor@cameoindia.com.
- (ii) The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for remote e-voting.
- (iii) 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 remote e-voting.
- (iv) The RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

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

1. Members whose Email Ids are already registered with the Depository Participant / Registrar & Share Transfer Agent of the Company and who are desirous to attend the AGM through VC / OAVM can apply at investor@cameoindia.com requesting for participation in the AGM, by giving their name as registered in the records of the Company, DP Id / Client Id or Folio Number and the registered Email Id
2. Members who are desirous of attending the AGM through VC / OAVM and whose Email Ids are not registered with the RTA of the Company / DP, may get their Email Ids registered as per the instructions provided in point No. 7 of this Notice
3. Members who are desirous of attending the AGM may send their request by July 22, 2023. On successful registration with the Company, the invitation to join the AGM will be sent to the Members on their registered Email Ids latest by July 31, 2023. This will be done on first come first served basis, limited to 1000 members only
4. Members may attend the AGM by following the invitation link sent to their registered Email Id. Members will be able to locate Meeting Id / Password / and JOIN MEETING tab. By Clicking on JOIN MEETING they will be redirected to Meeting Room via browser or by running Temporary Application. In order to join the Meeting, follow the step and provide the required details (mentioned above – Meeting Id / Password / Email Address) and join the Meeting. Members are encouraged to join the Meeting through desktops / laptops for better experience

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5. Members can participate in the AGM through desktops / laptops / smartphones etc. However for better experience and smooth participation, it is advisable to join the meeting through desktops / laptops with high speed internet connectivity
6. In case of Android / iPhone connection, Participants will be required to download and install the appropriate application as given in the mail to them. Application may be downloaded from Google Play Store / App Store
7. Further Members will be required to allow camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App
8. 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
9. The helpline number for joining the Meeting through Electronic Mode will be provided in the Meeting Invitation which will be sent to the eligible applicants
10. 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
11. Institutional Shareholders are encouraged to participate at the AGM through VC / OAVM and vote thereat
12. In line with the Ministry of Corporate Affairs General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 02/2022 dated May 5, 2022 and Circular No. 02/2021 dated January 13, 2021, the Notice calling AGM has been uploaded on the website of the Company at www.jindaltextiles.com. 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 and the AGM Notice is also available on the website of CDSL (agency for providing the e-voting facility) i.e. www.evotingindia.com
13. Investor Grievance Redressal:- The Company has designated an Email Id investor@cameoindia.com to enable investors to register their complaints if any.

37. 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 Email Id: helpdesk.evoting@cdslindia.com Name: Mr. Rakesh Dalvi Contact No.: Toll Free No. 1800 22 55 33 Address: Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25 th 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 Phone: +91-79-71001500 Email Id: csjindal@jindaltextiles.com Website: www.jindaltextiles.com |

Notice (Contd.)

| | |
|----------------------------------|--|
| Registrar & Share Transfer Agent | CAMEO CORPORATE SERVICES LIMITED Subramanian Building, No. 1, Club House Road Chennai 600002 Phone: 044- 28460390 Email Id: investor@cameoindia.com |
| Scrutinizer | M/s. SPANJ & ASSOCIATES, Company Secretaries, Ahmedabad Email Id: csdoshiac@gmail.com |

ANNEXURE TO NOTICE

EXPLANATORY REGULATION STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH REGULATIONS 17 AND 36(5) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (INCLUDING ANY STATUTORY MODIFICATION(S) OR REENACTMENT THEREOF, FOR THE TIME BEING IN FORCE)

Item No. 3:

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

Pursuant to provisions of Section 152(6) of the Companies Act, 2013, Mr. Vikram Oza, retires by rotation at this AGM and being eligible, is proposed for re-appointment. He was earlier re-appointed as Non-Executive Non- Independent Director of the Company at 35th Annual General Meeting held on Thursday, September 30, 2021 and liable to retire by rotation. Mr. Vikram Oza has expressed his intention to act as a Non-Executive Non- Independent Director, if reappointed. Mr. Vikram Oza, aged 64 years, is a Chartered Accountant. 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. Mr. Vikram Oza has a talent to provide the Corporates his valuable support and counsel across a wide array of situations.

Mr. Vikram Oza does not hold any Equity Shares of the Company. He has attended 5 (five) Board meetings out of 5 (five) Board Meetings held during the year. He is not related to any other Directors / Key Managerial Personnel of the Company. The remuneration to be paid shall be in accordance with the terms and conditions of appointment as per Resolution no. 7 of the Annual General Meeting notice dated September 30, 2021. For details pertaining to remuneration drawn during the financial year 2022-23, please refer to the Corporate Governance Report forming part of the Annual Report. He holds directorship in 2 (two) companies i.e. Good-Slate Credit Rating Private Limited and Wealthviser Capital Private Limited. He does not hold Membership / Chairmanship in Committees of other Companies.

Except Mr. Vikram Oza and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members of the Company.

Notice (Contd.)

Item No. 4:

Appointment of M/s. Ravi Karia & Associates, Chartered Accountants, (FRN: 157029W), Ahmedabad as Statutory Auditors of the Company and fixation of remuneration

In accordance with Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. Saremal & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 109281W), Statutory Auditors of the Company shall retire at the conclusion of the 37th AGM of the Company.

The Board of Directors of the Company at their meeting held on May 30, 2023, based on the recommendation of the Audit Committee, have recommended the appointment of M/s. Ravi Karia & Associates Chartered Accountants, (Firm Registration No. 157029W) as the Statutory Auditors of the Company by the Members at the 37th AGM of the Company for a term of 2 (two) consecutive years from the conclusion of 37th AGM till the conclusion of 39th AGM of the Company, at an annual remuneration of 6 Lacs (Rupees Six Lacs) for financial year 2023-2024 besides reimbursement of travelling and out of pocket expenses incurred, if any. The remuneration for the subsequent year(s) of their term shall be determined based on the recommendation of the Audit Committee and as mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

There is no material change in the remuneration paid to M/s. Saremal & Co, Chartered Accountants, (Firm Registration No. 109281W), the retiring Statutory Auditors, for the statutory audit conducted for financial year 2022-2023 and the remuneration proposed to be paid to M/s. Ravi Karia & Associates., Chartered Accountants, (Firm Registration No. 157029W) for the financial year 2023-2024. After evaluating all proposals and considering various factors such as presence at various locations, firm experience, audit fees, relationship management etc.

M/s. Ravi Karia & Associates., Chartered Accountants, (Firm Registration No. 157029W) has been recommended to be appointed as the Statutory Auditors of the Company. M/s. Ravi Karia & Associates., (the "Firm") is a firm of Chartered Accountants, registered with the Institute of Chartered Accountants ("ICAI") of India with Firm Registration No. 157029W. The Firm was established on April 2, 1964 and is a partnership firm. It has its office at A-604, Infinity, Besides Ramada Hotel, Corporate Road, Prahlad Nagar, Ahmedabad 380015. The Firm has a valid Peer Review certificate issued by the ICAI. It is primarily engaged in providing Audit and Assurance, CFO Service, Financial Statement Closure Process remediation, Accounting Manual Service, Tax and Regulatory Services including M&A, International Tax Advisory, Direct Tax Compliance service, GST Service etc., and Corporate Compliances to its clients.

Pursuant to Section 139 of the Companies Act, 2013 and the rules framed thereunder, the Company has received written consent from M/s. Ravi Karia & Associates., Chartered Accountants, (Firm Registration No. 157029W) and a certificate that they satisfy the criteria provided under Section 141 of the Companies Act, 2013 and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed thereunder.

As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Ravi Karia & Associates, Chartered Accountants, (Firm Registration No. 157029W), has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members of the Company.

Item No. 5:

Ratification of remuneration of Cost Auditors for the 2023-2024

The Board of Directors, on the recommendation of the Audit Committee in their respective meetings held on May 30, 2023, has approved the appointment and remuneration of M/s. K. V. Melwani & Associates, Cost Accountants, Ahmedabad (FRN : 100497), as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024.



Notice (Contd.)

In accordance with the provisions of Section 148 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), the remuneration payable to the Cost Auditors has to be subsequently ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out in this item of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2023-2024.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members of the Company.

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

**Date: May 30, 2023
Place: Ahmedabad**

**Dr. Yamunadutt Agrawal
Chairman & Director
DIN: 00243192**

Deduction of Tax at Source (TDS) on dividend

Dear Member,

We hope you and your family members are doing well and in good health.

In accordance with provisions of the Income-tax Act, 1961 ('Act') read with the provisions of the Finance Act, 2020 (including Statutory Modifications and enactment thereof), applicable with effect from April 1, 2020, dividend declared and paid by the Company is taxable in the hands of its shareholders, and accordingly the Company is required to deduct tax at source ('TDS') at the applicable rates. However, no TDS shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during Financial Year does not exceed ₹ 5,000/-.

In view of the above, the Company would be deducting TDS as per the applicable provisions and TDS rates, while paying the dividend for that F.Y. The shareholders are advised to update their PAN with the Depository Participant, if shares are held in Demat form, and with the Registrar & Transfer Agent of the Company, if shares held in Physical form. Tax shall be deducted at source @ 20% (plus applicable surcharge and cess) on dividend paid to Foreign Institutional Investors ('FIIs') and Foreign Portfolio Investors ('FPIs') in view of specific provision under Section 196D of Act.

Further, the shareholders have an option to apply to the Company for non-deduction of TDS or deduction of TDS at a lower rate by providing the necessary documents to the Company as prescribed in Annexure-A. The Non-Resident shareholders who wish to take benefit of the rates as prescribed under the Double Tax Avoidance Agreement ('DTAA') shall also be required to submit the necessary documents as prescribed in **Annexure-A**.

The above referred documents, duly completed and signed are required to be Emailed to the Registrar & Transfer Agent ('RTA') of the Company, Cameo Corporate Services Limited through registered Email address by quoting your Name, Folio number / Demat Account No., number of shares and PAN details at its Email Id investor@cameoindia.com on or before the start of the Book Closure Date in order to enable the Company to determine and deduct appropriate TDS / withholding tax.

In case where the **originally signed documents** are required to be submitted, the same should be submitted to our RTA at their address: Cameo Corporate Services Limited, (Subramanian Building, No. 1, Club House Road Chennai 600002) within the above prescribed time limit. No communication on the tax determination / deduction shall be entertained in respect of the above dividend declared after the above time limit.

All communications / queries in this respect should be addressed and sent to our RTA, Cameo Corporate Services Limited at its Email address mentioned above.

Shareholders may note that in case the tax on the said dividend is deducted at a higher rate in the absence of receipt, or insufficiency of the aforementioned details / documents from you, an option is available to you to file the return of income as per the Act and claim appropriate refund, if eligible.

In order to know the amount of tax deducted, the Company shall be sending the TDS certificate in respect of tax deducted to its shareholders after payment of dividend in due course. Alternatively, the shareholders can also check Form **26AS** from their e-filing accounts at <https://incometaxindiaefiling.gov.in>.

Annexure-A

List of Documents to be submitted for non-deduction of Tax at Source or for applying concessional Rates of TDS

| Sr. No. | Category | Documents required under the Income-tax Act, 1961 for applying concessional Rates of TDS/ Nil TDS | Mode of submission |
|---------|---|---|---|
| 1 | Resident Individuals | <ul style="list-style-type: none"> ● Certificate under Section 197 of the Act <p style="text-align: center;">Or</p> <ul style="list-style-type: none"> ● Form 15G/ 15H (in respect of Sections 197A(1) & 197A(1C) of the Act respectively. | <p>One photo copy</p> <p>Two copies in original</p> |
| 2 | Non-Resident Individuals / Foreign Nationals/ Foreign Banks, Erstwhile OCBs (Other than FPI/FII) | <ul style="list-style-type: none"> ● Certificate under Section 195 or 197 of the Act <p style="text-align: center;">Or</p> <ul style="list-style-type: none"> ● Tax Residency Certificate issued by the Revenue / Tax Authorities of the country of which the shareholder is Resident, for the year in which dividend is to be received & Form 10F as per the Act, and Self-Declaration – No PE and Beneficial Owner, Self-attested copy of PAN Card <p>NOTE:</p> <p><i>The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction / withholding on the dividend amount. Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the non-resident shareholder.</i></p> | <p>One photo copy</p> <p>One copy each of all documents in original</p> |
| 3 | HUFs / Trust / Trusts / Associations / Resident Bodies Corporates / Commercial Banks / Indian Financial Institutions / Clearing Members | Certificate under Section 197 of the Act | One photo copy |
| 4 | Foreign Bodies Corporate | <p>Certificate under Section 195 or 197 of the Act</p> <p style="text-align: center;">Or</p> <p>Tax Residency Certificate issued by the Revenue / Tax Authorities of the country of which the shareholder is Resident, for the year in which dividend is to be received & Form 10F as per the Act, and Self-Declaration – No PE and Beneficial Owner, Self-attested copy of PAN Card</p> <p>In case of FPI and FII, Self attested copy of SEBI Registration Certificate</p> <p>Note :</p> <p><i>The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction / withholding on the dividend amount. Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the non-resident shareholder.</i></p> | One photo copy |
| 5 | Mutual Funds | Certificate that Mutual Fund is specified under Section 10(23D) of the Act | One photo copy |
| 6 | Insurance companies | Certificate that Self attested copy of Registration certificate and PAN Card | One photo copy |

(Formats of the Form 15G / 15H for resident shareholders and Form 10F / Self-Declaration(s) for non-resident shareholders are enclosed herewith for your reference.)

The rate of TDS as per the Act depends upon the status of the recipient and is explained herein below:

| Particulars | Resident Shareholders | Non Resident Shareholders - other than FIIs/FPIs | FII/FPIs |
|--------------------|---|---|---|
| Applicable section | 194 | 195 | 196D |
| Threshold | ₹ 5000/- (Applicable only to Individual Shareholders) | Nil | Nil |
| Form 15G / 15H | Can be submitted only by Individual shareholders | Not applicable | Not applicable |
| DTAA benefit | Not applicable | Subject to furnishing mandatory documents as prescribed under the Income tax Act | Subject to furnishing mandatory documents as prescribed under the Income tax Act |
| TDS rates | 10% | 20% (plus applicable surcharge and education cess) subject to applicable DTAA rates | 20% (plus applicable surcharge and education cess) subject to applicable DTAA rates |

1. Resident shareholders:

In case of resident shareholders, Section 194 of the Act provides mandate for withholding tax at the rate of 10% on dividend income.

In absence of Permanent Account Number (PAN), TDS rate of 20% will apply as per the provisions of Section 206AA of the Act. Accordingly, shareholders who have not provided their PAN are requested to provide the same to the Company (in respect of shares held in physical form) or to the DP (in respect of shares held in electronic form), on immediate basis.

No tax shall be deducted at source on payment of dividend not exceeding ₹ 5000/- to a resident individual shareholder.

Resident individual shareholder, whose total dividend income in a financial year exceeds ₹ 5,000/- and who wish to receive dividend without deduction of tax at source may submit a declaration in Form No. 15G/ Form No. 15H by sending documents through Email investor@cameoindia.com on or before the start of the Book Closure Date, followed by original copy to the RTA at its Registered Office. Please note that submission of original documents is mandatory

Kindly note that the threshold of ₹ 5,000/- or option to file Form 15G / Form 15H is not applicable to Resident HUF shareholders and the Company would deduct TDS in respect of such shareholders, as specified under Section 194 in full.

2. Non-resident shareholders (other than Foreign Portfolio Investors/ Foreign Institutional Investors):

In case of non-resident shareholders other than foreign companies, Section 195 of the Act provides mandate for withholding tax at the rate of 20% plus applicable surcharge and health and education cess of 4% on dividend income thereby making effective rate of TDS as under:

For non-resident shareholders other than foreign companies and firms:

| Particulars | Surcharge Rate | Effective TDS rate |
|---|----------------|--------------------|
| Dividend Income not exceeding ₹ 50,00,000/- | Nil | 20.80% |
| Dividend Income exceeds ₹ 50,00,000/- but does not exceed ₹ 1,00,00,000/- | 10% | 22.88% |
| Dividend Income exceeding ₹ 1,00,00,000/- | 15% | 23.92% |

In case of non-resident shareholders, being foreign companies, the Act provides mandate for withholding tax at the rate of 20% plus applicable surcharge and health and education cess of 4% on dividend income making effective rate of TDS as under:

For non-resident shareholders being foreign companies:

| Particulars | Surcharge Rate | Effective TDS rate |
|--|----------------|--------------------|
| Dividend Income not exceeding ₹ 1,00,00,000/- | Nil | 20.80% |
| Dividend Income exceeds ₹ 1,00,00,000/- but does not exceed ₹ 10,00,00,000/- | 2% | 21.216% |
| Dividend Income exceeding ₹ 10,00,00,000/- | 5% | 21.84% |

For non-resident shareholders being a firm:

| Particulars | Surcharge Rate | Effective TDS rate |
|--|----------------|--------------------|
| Dividend Income not exceeding ₹1,00,00,000/- | Nil | 20.80% |
| Dividend Income exceeding ₹ 1,00,00,000/- | 12% | 23.296% |

Please note that the Company in its sole discretion reserves the right to call for any further information and/or to apply domestic law / DTAA for TDS.

3. Non-resident institutional shareholders (Foreign Portfolio Investors/ Foreign Institutional Investors (FPI / FII))

In case of FPI / FII shareholders, the Act provides mandate for withholding tax at the rate of 20% plus applicable surcharge and health and education cess of 4% on dividend income making effective rate of TDS as under:

For FPI/FII shareholders other than being a Company or a Firm:

| Particulars | Surcharge Rate | Effective TDS rate |
|---|----------------|--------------------|
| Dividend Income not exceeding ₹ 50,00,000/- | Nil | 20.80% |
| Dividend Income exceeds ₹ 50,00,000/- but does not exceed ₹ 1,00,00,000/- | 10% | 22.88% |
| Dividend Income exceeding ₹1,00,00,000/- | 15% | 23.92% |

For FPI/FII shareholders being a Company:

| Particulars | Surcharge Rate | Effective TDS rate |
|--|----------------|--------------------|
| Dividend Income not exceeding ₹1,00,00,000/- | Nil | 20.80% |
| Dividend Income exceeds ₹ 1,00,00,000/- but does not exceed ₹ 10,00,00,000/- | 2% | 21.216% |
| Dividend Income exceeding ₹10,00,00,000/- | 5% | 21.84% |

For FPI/FII shareholders being a Firm:

| Particulars | Surcharge Rate | Effective TDS rate |
|--|----------------|--------------------|
| Dividend Income not exceeding ₹1,00,00,000/- | Nil | 20.80% |
| Dividend Income exceeding ₹ 1,00,00,000/- | 12% | 23.296% |

Treaty benefits under provisions of Double Tax Avoidance Agreements (DTAA)

As per provisions of Section 90 of the Income tax Act, 1961, in respect of non-resident shareholders (including foreign companies), the TDS rates mentioned above will be further subject to any benefits available under the Double Taxation Avoidance Agreement (DTAA) read with Multilateral Instrument (MLI) provisions, if any, between India and the country in which the nonresident is considered resident in terms of such DTAA read with MLI.

Further, Finance Act, 2021, inserted a proviso to Section 196D(1) of the I-T Act to provide that in case of a payee to whom an agreement referred to in Section 90(1) or Section 90A(1) applies and such payee has furnished the TRC referred to in Section 90(4) or Section 90A(4) of the I-T Act, then the tax shall be deducted at the rate of 20% or rate or rates of income-tax provided in such agreement for such income, whichever is lower.

Accordingly, the TDS rates mentioned above will be further subject to any benefits available under the DTAA read with MLI provisions, if any, between India and the country in which such FPI/FII shareholder is considered as resident in terms of such DTAA read with MLI.

This amendment is effective on all dividend payments on or after April 1, 2021.

In order to claim the benefit under DTAA, the Non-resident / FPI/FII shareholders would be required to submit the following documents each financial year on or before the start of Book Closure Date fixed for determining the shareholders who are eligible to receive the dividend, if so approved at the AGM:

- Tax Residency Certificate (TRC) issued by the Tax/Government authority of the country in which such shareholder is a resident (valid for the relevant financial year);
- Form 10F containing therein information to be provided under Section 90(5)/90A(5) of the Act, if not so covered in TRC (valid for the relevant financial year);

- Declaration from such shareholders stating the following:
 - That the shareholder did not at any time during the relevant year have a permanent establishment in India;
 - That the shareholder is the beneficial owner of the dividend;
 - That the construct and affairs of the shareholder is not arranged with the main or principal purpose of obtaining any tax benefits, directly or indirectly, under the Tax Treaty; and
 - That the arrangement of the shareholder is not covered under impermissible avoidance arrangement.

Please note that the Company in its sole and absolute discretion reserves the right to call for any further information and/or to apply domestic law / DTAA for TDS.

4. Introduction of Section 206AB applicable to all shareholders (resident and non-resident)

Effective July 1, 2021, Finance Act, 2021 has inserted Section 206AB of the I-T Act on special provision for TDS for non-filers of income-tax return whereby tax has to be deducted at twice the rate specified in the relevant provision of the Act.

Section 206AB(1) of the Act provides that where TDS is required to be deducted under Chapter XVIIB, other than Sections 192, 192A, 194B, 194BB, 194LBC or 194N on any sum or income or amount paid, or payable or credited, by a person to a specified person, the tax shall be deducted at the higher of the below rates:-

- at twice the rate specified in the relevant provision of the Act; or
- at twice the rate or rates in force; or
- at the rate of 5%.

Further, sub section (2) of Section 206AB provides that where Sections 206AA and 206AB are applicable i.e. the specified person has not submitted the PAN as well as not filed the return; the tax shall be deducted at the higher rate between both the said sections.

The term 'specified person' is defined in sub section (3) of Section 206AB who satisfies the following conditions:

- A person who has not filed the income tax return for two previous years immediately prior to the previous year in which tax is required to be deducted, for which the time limit of filing of return of income under Section 139(1) of the Act has expired; and
- The aggregate of TDS and TCS in his case is ₹ 50,000/- or more in each of these two previous years.

As per Central Board of Direct Taxes vide Circular No. 11 of 2021 dated June 21, 2021, for determining TDS rate on Dividend, the Company will be using functionality of the Income-tax department to determine the applicability of Section 206AB of the Act.

Provisions of Section 206AA and 206AB as mentioned above shall be applicable to all non resident shareholders as well however, the non-resident who does not have the permanent establishment is excluded from the scope of a specified person.

In terms of Rule 37BA of Income Tax Rules 1962, if dividend income on which tax has been deducted at source is assessable in the hands of a person other than the deductee, then such deductee should file declaration with Bank in the manner prescribed by the Rules.

Disclaimer: This Communication shall not be treated as an advice from the Company. Shareholders should obtain tax advice related to their tax matters from a tax professional.

INCOME – TAX RULES, 1962

FORM NO. 15G

[See section 197A(1), 197A(1A) and rule 29C]

Declaration under section 197A(1) and section 197A (1A) to be made by an individual or a person (not being a Company or firm) claiming certain incomes without deduction of tax

PART I

| | | | | |
|---|---|--|---------------------------------------|------------------------------------|
| 1. Name of Assessee (Declarant) | | 2. PAN of the Assessee ¹ | | |
| 3. Status ² | | 4. Previous year (P.Y.) ³ (for which declaration is being made) | | 5. Residential Status ⁴ |
| 6. Flat/Door/Block No. | 7. Name of Premises | 8. Road/Street/Lane | 9. Area/Locality | |
| 10. Town/City/District | 11. State | 12. PIN | 13. Email | |
| 14. Telephone No. (with STD Code and Mobile No. which assessed) | | 15 (a) Whether assessed to tax under Income-tax Act, 1961 ⁵ : (b) If yes, latest assessment year for | | the Yes No |
| 16. Estimated income for which the declaration is made | | 17. Estimated total income of the P.Y. in which income mentioned in column 16 to be included ⁶ | | |
| 18. Details of Form No.15G other than this form filed during the previous year, if any ⁷ | | | | |
| Total No. of Form No. 15G filed | | Aggregate amount of income for which Form No.15G filed | | |
| 19. Details of income for which the declaration is filed | | | | |
| Sl. No. | Identification number of relevant investment / account, etc. ⁸ | Nature of income | Section under which tax is deductible | Amount of income |
| | | | | |

.....
Signature of the Declarant⁹

Declaration / Verification¹⁰

* I/We do hereby declare that to the best of *my/our knowledge and belief what is stated above is correct, completed and is truly stated. * I/We declare that the incomes referred to in this form are not includible in the total income of any other person under sections 60 to 64 of the Income-tax Act, 1961. * I/We further declare that the tax * on my/our estimated total income including *income/incomes referred to in column 16 * and aggregate amount of *income/incomes referred to in column 18 computed in accordance with the provisions of the Income-tax Act, 1961, for the previous year ending on relevant to the assessment year Will be *nil*. *I/We also declare that *my/our *income/incomes referred to in column 16 *and the aggregate amount of *income/incomes referred to in column 18 for the previous year ending on relevant to the assessment year Will not exceed the maximum amount which is not chargeable to income-tax.

Place:

.....
Signature of the Declarant⁹

Date:

-
1. Substituted by IT (Fourteenth Amdt.) Rules 2015, w.e.f. October 1, 2015. Earlier Form No.15G was inserted by the IT (Fifth Amdt.) Rules, 1982, w.e.f. June 21, 1982 and later on amended by the IT (Fifth Amdt.) Rules, 1989, w.r.e.f. April 1, 1988, IT (Fourteenth Amdt.) Rules, 1990, w.e.f. November 20, 1990 and IT (Twelfth Amdt.) Rules, 2002, w.e.f. June 21, 2002 and substituted by the IT (Eighth Amdt.) Rules, 2003, w.e.f. 9-6-2003 and IT (Second Amdt.) Rules, 2013 w.e.f. February 19, 2013.

PART II

[To be filled by the person responsible for paying the income referred to in column 16 of Part I]

| | | | |
|---|---|--|---|
| 1. Name of the person responsible for paying | | 2. Unique Identification No. ¹¹ | |
| 3. PAN of the person responsible for paying | 4. Complete Address | | 5. TAN of the person responsible for paying |
| 6. Email | 7. Telephone No. (with STD code) and Mobile No. | | 8. Amount of income paid ¹² |
| 9. Date of which Declaration is received (DD/MM/YYYY) | | 10. Date on which the income has been paid/credited (DD/MM/YYYY) | |
| | | | |

Place:

Date:

Signature of the person responsible for paying
 the income referred to in column 16 of Part I

* Delete whichever is not applicable.

¹ As per provisions of section 206AA(2), the declaration under section 197A(1) or 197A(1A) shall be invalid if the declarant fails to furnish his valid Permanent Account Number (PAN).

² Declaration can be furnished by an individual under section 197A(1) and a person (other than a Company or a firm) under section 197A(1A).

³ The financial year to which the income pertains.

⁴ Please mention the residential status as per the provisions of section 6 of the Income-tax Act, 1961.

⁵ Please mention "Yes" if assessed to tax under the provisions of Income-tax Act, 1961 for any of the assessment year out of six assessment years preceding the year in which the declaration is filed.

⁶ Please mention the amount estimated total income of the previous year for which the declaration is filed including the amount of income for which this declaration is made.

⁷ In case any declaration(s) in Form No.15G is filed before filing this declaration during the previous year, mention the total number of such Form No.15G filed along with the aggregate amount of income for which said declaration(s) have been filed.

⁸ Mention the distinctive number of shares, account number of term deposit, recurring deposit, National Savings Schemes, life insurance policy number, employee code, etc.

⁹ indicate the capacity in which the declaration is furnished on behalf of a HUF, AOP, etc.

¹⁰ Before signing the declaration/verification, the declarant should satisfy himself that the information furnished in this form is true, correct and complete in all respects, Any person making a false statement in the declaration shall be liable to prosecution under section 277 of the Income-tax Act, 1961 and on conviction to punishable-

(i) in a case where tax sought to be evaded exceeds twenty-five lacs rupees, with rigorous imprisonment which shall not be less than six months but which may extend to seven years and with fine;

(ii) in any other case, with rigorous imprisonment which shall be less than three months but which may extend to two years and with fine.

¹¹ The person responsible for paying the income referred to in column 16 of Part I shall allot a unique identification number all the Form No.15G received by him during a quarter of the financial year and report this reference number along with the particulars prescribed in rule 31A(4)(vii) of the Income-tax Rules, 1962 in the TDS statement furnished for the same quarter. In case the person has also received Form No.15H during the same quarter, please allot separate series of serial number for Form No.15G and Form No.15H.

¹² The person responsible for paying the income referred to in column 16 of Part I shall not accept the declaration where the amount of income of the nature referred to in sub-section (1) or sub-section (1A) or section 197A or the aggregate of the amounts of such income credited or paid or likely to be credited or paid during the previous year in which such income is to be included exceeds the maximum amount which is not chargeable to tax. For deciding the eligibility, he is required to verify income or the aggregate amount of incomes, as the case may be, reported by the declarant in columns 16 and 18.

¹FORM NO. 15H

[See section 197A(1C) and rule 29C]

Declaration under section 197A(1C) to be made by an individual who is of the age of sixty years or more claiming certain incomes without deduction of tax.

PART I

| 1. Name of Assessee (Declarant) | | 2. Permanent Account Number or Aadhaar Number of the Assessee ¹ | | 3. Date of Birth ² (DD/MM/YYYY) | |
|---|---|--|---------------------------------------|--|----|
| 4. Previous year(P.Y.) ³ (for which declaration is being made) | | 5. Flat/Door/Block No. | | 6. Name of Premises | |
| 7. Road/Street/Lane | | 8. Area/Locality | | 9. Town/City/District | |
| | | | | 10. State | |
| 11. PIN | | 12. Email | | 13. Telephone No. (with STD Code) and Mobile No. | |
| | | | | | |
| 14 (a) Whether assessed to tax ⁴ : | | | | Yes | No |
| (b) If yes, latest assessment year for which assessed | | | | | |
| 15. Estimated income for which this declaration is made | | | | | |
| 16. Estimated total income of the P.Y. in which income mentioned in column 15 to be included ⁵ | | | | | |
| | | | | | |
| 17. Details of Form No.15H other than this form filed for the previous year, if any ⁶ | | | | | |
| Total No. of Form No.15H filed | | Aggregate amount of income for which Form No.15H filed | | | |
| | | | | | |
| 18. Details of income for which the declaration is filed | | | | | |
| Sl. No. | Identification number of relevant investment/account, etc. ⁷ | Nature of income | Section under which tax is deductible | Amount of income | |
| | | | | | |

.....
Signature of the Declarant

1. Substituted by the IT (Fourteenth Amdt.) Rules, 2015, w.e.f. October 1, 2015. Earlier Form No. 15H was amended by the IT (Fifth Amdt.) Rules, 1982, w.e.f. June 21, 1982, IT (Fifth Amdt.) Rules, 1989, w.r.e.f. April 1, 1988, IT (Fourteenth Amdt.) Rules, 1990, w.e.f. November 20, 1990, IT (Twelfth Amdt.) Rules, 1992, w.e.f. June 1, 1992, IT (Seventh Amdt.) Rules, 1995, w.e.f. July 1, 1995, IT (Thirty-second Amdt.) Rules, 1999, w.e.f. November 19, 1999, IT (Twelfth Amdt.) Rules, 2002, w.e.f. June 21, 2002, IT (Eighth Amdt.) Rules, 2003, w.e.f. June 9, 2003, IT (Fourteenth Amdt.) Rules, 2003, w.e.f. August 1, 2003 and IT (Second Amdt.) Rules, 2013, w.e.f. February 19, 2013.

Declaration/Verification⁸

I do hereby declare that I am resident in India within the meaning of section 6 of the Income-tax Act, 1961. I also hereby declare that to the best of my knowledge and belief what is stated above is correct, complete and is truly stated and that the incomes referred to in this form are not includible in the total income of any other person under sections 60 to 64 of the Income-tax Act, 1961. I further declare that the tax on my estimated total income including *income/incomes referred to in column 15 *and aggregate amount of *income/incomes referred to in column 17 computed in accordance with the provisions of the Income-tax Act, 1961, for the previous year ending on relevant to the assessment year will be *nil*.

Place:

.....

Date:

Signature of the Declarant

FORM NO. 10F

[See sub-rule (1) of rule 21AB]

Information to be provided under sub-section (5) of section 90 or subsection (5) of section 90A of the Income-tax Act, 1961

I *son / daughter of Shri in the capacity of (designation) do provide the following information relevant to the previous year *in my case / in the case of for the purposes of sub-section (5) of *section90 / section 90A.

| Sl. No. | Nature of information | : | Details # |
|---------|--|---|-----------|
| (i) | Status (individual, Company, firm etc.) of the assessee | : | |
| (ii) | Permanent Account Number (PAN) of the assessee if allotted | : | |
| (iii) | Nationality (in the case of an individual) or Country or specified territory of incorporation or registration (in the case of others) | : | |
| (iv) | Assessee's tax identification number in the country or specified territory of residence and if there is no such number, then, a unique number on the basis of which the person is identified by the Government of the country or the specified territory of which the assessee claims to be a Resident | : | |
| (v) | Period for which the residential status as mentioned in the certificate referred to in sub-section (4) of section 90 or sub-section (4) of section 90A is applicable | : | |
| (vi) | Address of the assessee in the country or territory outside India during the period for which the certificate, mentioned in (v) above, is applicable | : | |

2. I have obtained a certificate referred to in sub-section (4) of section 90 or sub-section (4) of section 90A from the Government of.

Signature:

Name:

Address:

Permanent Account Number:

Verification

I do hereby declare that to the best of my knowledge and belief what is stated above is correct, complete and is truly stated.

Verified today the _ day of ____ (year)

.....
Signature of the person providing the information

Place:

Notes :

1. * Delete whichever is not applicable.
2. # Write N.A. if the relevant information forms part of the certificate referred to in sub-section (4) of Section 90 or sub-section 90A.

Date:

To

Jindal Worldwide Limited

"Jindal House", Opp. D-mart,
I.O.C. Petrol Pump Lane,
Shivranjani Shyamal 132 Ft. Ring Road,
Satellite,
Ahmedabad – 380015

Folio No. / Demat Account No.:

This is to confirm that

1. I, << Name of the shareholder >> confirm that I am a tax resident of <<Insert country>> and are eligible to claim benefits of the India - << Insert country>> Double Tax Avoidance Agreement (DTAA), read with the provisions laid down in Multilateral Instrument (MLI), wherever applicable.
2. My Tax Identification Number issued by <Name of the authority> is <mention number>.
3. I, am beneficial owner of the shares allotted in above folio no. as well as of the dividend arising from such shareholding.
4. I further declare that I have the right to use and enjoy the dividend received / receivable from the above shares and such right is not constrained by any contractual and / or legal obligation to pass on such dividend to another person.
5. I do not have a Permanent Establishment (P.E.) or any fixed base in India as defined under the Income Tax Act, 1961 and DTAA between India and <Name of Country>read with the provisions laid down in Multilateral Instruments (MLI), wherever applicable, during the financial year <<<Year>>>. In the event of I would have a P.E. or fixed base in India, I acknowledge my obligation to inform you forthwith with necessary details.

I further indemnify Jindal Worldwide Limited ("the Company") for any penal consequences arising out of any acts of commission or omission initiated by the Company by relying on my above averment.

Thanking you,

Yours Sincerely,

Name:

.....