

## JAGATJIT INDUSTRIES LIMITED

Corporate Identity Number: L15520PB1944PLC001970  
Registered Office: Jagatjit Nagar, Distt. Kapurthala - 144 802, Punjab  
Corporate Office: 4th Floor, Bhandari House, 91, Nehru Place, New Delhi - 110019  
Telephone: (0181) 2783112, Fax: (0181) 2783118,  
Email: jil@jagatjit.com, Website: www.jagatjit.com



### NOTICE

Notice is hereby given that 75<sup>th</sup> (Seventy Fifth) Annual General Meeting ("AGM") of Jagatjit Industries Limited ("the Company") will be held on Thursday, 31<sup>st</sup> December, 2020 at 10.30 a.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM), for which purpose the Registered Office of the Company situated at Jagatjit Nagar, Distt. Kapurthala - 144802, Punjab, shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following business :

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company together with the report of Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company including Auditors' Report thereon for the Financial Year ended 31<sup>st</sup> March, 2020.
2. To appoint Mrs. Anjali Varma (DIN: 01250881), who retires by rotation and, being eligible, offers herself for re-appointment as a Director.

#### BY ORDER OF THE BOARD FOR JAGATJIT INDUSTRIES LIMITED

Place: New Delhi

Date: 12<sup>th</sup> November, 2020

Sd/-

Roopesh Kumar

Company Secretary

ICSI M. No. F-10058

Address: 4<sup>th</sup> Floor, Bhandari House,  
91, Nehru Place, New Delhi - 110 019

#### IMPORTANT NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence Proxy Form is not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. 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. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. 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.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ("CDSL") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting at AGM will be provided by CDSL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, Notice of the AGM, along with the Annual Report 2019-2020 are being sent only through electronic mode to those Members whose email

addresses are registered with the Company/ Depository Participant ("DP"). Public notices are being released by the Company, requesting all the members to intimate/update their email ids with their DPs or the Company. Notice of the AGM and the Annual Report will also be available on the website of the Company at [www.jagatjit.com](http://www.jagatjit.com), website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of the CDSL at [www.evotingindia.com](http://www.evotingindia.com).

7. AGM will be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020, MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. The Members are informed that in case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 26<sup>th</sup> December, 2020 to Thursday, 31<sup>st</sup> December, 2020 (both days inclusive) for the purpose of AGM / annual closing.
10. Details of Directors seeking appointment / re-appointment in AGM pursuant to Secretarial Standard on General Meetings (SS-2) and Regulation 26(4) and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, are given elsewhere in the Notice.
11. All documents referred to in the accompanying Notice and requisite Registers are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, up to the date of AGM i.e. Thursday, 31<sup>st</sup> December, 2020 between 11:00 a.m. and 5:00 p.m.
12. Members are requested to intimate changes, if any, pertaining to their name, postal address, telephone / mobile numbers, Permanent Account Number (PAN), mandates nominations, power of attorney, to their DPs in case the shares are held by them in dematerialized form and to the Company in case the shares are held by them in physical form.
13. Members seeking any information / desirous of asking any question at the Meeting with regard to the accounts or any matter to be placed at the Meeting are requested to send their email to the Company at [roopesh.kumar@jagatjit.co.in](mailto:roopesh.kumar@jagatjit.co.in) at least 10 days before the meeting. The same will be responded to by the Company suitably.
14. The trading of shares of the Company has been put under compulsory dematerialized form. The Company has entered into agreements with M/s. National Securities Depository Ltd. and M/s. Central Depository Services (India) Ltd. and is providing all the share registry related services in-house. Further SEBI, vide its Notification dated 8<sup>th</sup> June, 2018 and subsequent press release dated 3<sup>rd</sup> December, 2018 has mandated that with effect from 1<sup>st</sup> April, 2019, in all the listed companies, only Dematerialized securities will be allowed to be transferred except for transmission or transposition of securities.
15. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company by submitting form No. SH-13 to the Company. Members holding shares in electronic form may submit the same to their respective Depository Participant.
16. Non-Resident Indian Members are requested to inform the Company, immediately of:
  - a. Change in their residential status on return to India for permanent settlement.
  - b. Particulars of their bank account maintained in India with complete name, branch, account number, account type and address of the Bank with pin code number.
17. The Board of Directors has appointed Mr. Suryakant Gupta, Practicing Company Secretary (C.P No. 10828) and Proprietor of Surya Gupta & Associates, Company Secretaries as the Scrutinizer to scrutinize the entire voting process in a fair and transparent manner.
18. (A) Only those shareholders of the Company who are holding shares either in physical form or in dematerialized form, as on the cut-off date (i.e. Friday, 25<sup>th</sup> December, 2020), shall be entitled to cast their vote either through remote e-voting or through e-voting at AGM, as the case may be. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
  - (B) The remote e-voting period begins at 9:00 a.m. on Monday, 28<sup>th</sup> December, 2020 and ends at 5:00 p.m. on Wednesday, 30<sup>th</sup> December, 2020. The remote e-voting module shall be disabled by CDSL for voting thereafter.
  - (C) The Members who have cast their vote by remote e-voting prior to the AGM may also attend and participate in the proceedings of the AGM through VC/OAVM but shall not be entitled to cast their votes again.
  - (D) The members can opt for only one mode of voting i.e. remote e-voting or e-voting at AGM. In case of voting by both the modes, vote cast through remote e-voting will be considered final and e-voting through VC/OAVM at AGM will not be considered.
19. The Scrutinizer shall immediately after the conclusion of voting

at the AGM, unblock the votes cast through remote e-voting and e-voting on the date of the AGM, in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of the conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the meeting and the Results shall be declared by the Chairman.

20. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company [www.jagatjit.com](http://www.jagatjit.com), immediately after the declaration of Result by the Chairman. The result will simultaneously be communicated to the BSE Limited where the securities of the Company are listed.

21. The recorded transcript of the forthcoming AGM on 31<sup>st</sup> December, 2020, shall also be made available on the website of the Company [www.jagatjit.com](http://www.jagatjit.com) in the Investors Section, as soon as possible after the Meeting is over.

**THE PROCEDURE AND INSTRUCTIONS FOR THE MEMBERS AVAILING REMOTE E-VOTING ARE AS UNDER :**

- (i) The remote e-voting period begins at 9.00 a.m. on Monday, 28<sup>th</sup> December, 2020 and will end at 5.00 p.m. on Wednesday, 30<sup>th</sup> December, 2020. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e Friday, 25<sup>th</sup> December, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have cast their vote by remote e-voting prior to the Meeting may also attend / participate in the Meeting through VC/OVAM but shall not be entitled to cast their vote again.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on "Shareholders" module.
- (v) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Shareholders holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd / mm / yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- [xiv] Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- [xv] 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.
- [xvi] Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- [xvii] You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- [xviii] 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.
- [xix] Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

[xx] **Note for Non – Individual Shareholders and Custodians**

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

[xi] If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

[xii] 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](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE COMPANY OR DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE :**

1. 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 at [roopesh.kumar@jagatjit.co.in](mailto:roopesh.kumar@jagatjit.co.in).
2. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) at [roopesh.kumar@jagatjit.co.in](mailto:roopesh.kumar@jagatjit.co.in)

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance along with the written copy of the questions to be asked at least 10 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at roopesh.kumar@jagatjit.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at roopesh.kumar@jagatjit.co.in. These queries will be replied to by the Company suitably by email.
  6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The shareholders who have not registered themselves can put the question on the chatbox available on the screen at the time of the Meeting.
  7. Members who need technical assistance before or during the Meeting can send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 1800225533.

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER :-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those 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 in the AGM.
3. Members who have voted through Remote E-Voting will be eligible to attend the AGM and participate thereat. 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 through e-voting during the AGM, then the Votes cast at AGM shall be considered as Invalid.
4. The details of the person who may be contacted for any grievances connected with the facility for e-voting shall be the same person mentioned for Remote e-voting.

**BY ORDER OF THE BOARD  
FOR JAGATJIT INDUSTRIES LIMITED**

Place: New Delhi  
Date: 12<sup>th</sup> November, 2020

Sd/-  
Roopesh Kumar  
Company Secretary  
ICSI M. No. F-10058  
Address: 4<sup>th</sup> Floor, Bhandari House,  
91, Nehru Place, New Delhi - 110 019

**Details of the Directors seeking re-appointment at the 75<sup>th</sup> AGM**  
**{In pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**  
**and Secretarial Standard on General Meetings (SS-2)}**

<b>Name of Director</b>	<b>Mrs. Anjali Varma</b> <b>(DIN: 01250881)</b>
i) Date of Birth / Age	December 12, 1959 / 61 years
ii) Qualifications	Mrs. Anjali Varma is a Graduate and holds diploma in Hotel Management.
iii) Experience	Mrs. Anjali Varma has around 26 years of experience in the fields of Marketing and Administration.
iv) Terms and Conditions of Re-appointment	Mrs. Anjali Varma is a Non-Executive Director of the Company, liable to retire by rotation.
v) Details of Remuneration sought to be paid	Nil
vi) Date of first appointment on the Board	April 21, 2014
vii) No. of shares held	100
viii) Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
ix) No. of Board Meetings attended/held during Financial Year 2019-20	6/6
x) Directorships held in other companies	1. Mata Construction and Builders Private Limited 2. G. Management Services Private Limited
xi) Chairman/Member of the Committee of the Board of Directors of the Company as on March 31, 2020	1. Nomination and Remuneration Committee (Member) 2. Corporate Social Responsibility Committee (Member)
xii) Committee position held in other companies	Nil