

NOTICE

NOTICE is hereby given that the Forty Eighth Annual General Meeting ("48th AGM") of Jash Engineering Limited will be held on Friday, 23rd September, 2022 at 11.00 A.M (IST), through Video Conferencing / Other Audio-Visual Means ("VC" / "OAVM") Facility to transact the following business(es):

Ordinary Businesses:

1. To receive, consider and adopt :
 - a. Audited standalone financial statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors' and Auditor's thereon;
 - b. Audited consolidated financial statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditor's thereon.
2. To consider and declare Final Dividend of 36% on the face value of equity shares for the year 2021-22.
3. To appoint a Director in place of Mr. Axel Schutte (DIN: 02591276) who retires by rotation and, being eligible, offers himself for re-election.

Mr. Axel Schutte (DIN: 02591276) is a Director as per details shared in the Enclosure I to this Notice and Explanatory Statement attached thereto who is liable to retire by rotation at this meeting has offered his candidature for re-appointment being eligible. Accordingly, he will continue as Director of the Company till the Annual General Meeting and his re-appointment is proposed hereof.

4. **To appoint M/s Deloitte Haskins & Sells LLP, Chartered Accountants (FRN: 117366W/W-100018) as Statutory Auditors of the Company in place of M/s Walker Chandiook & Co. LLP, Chartered Accountants (FRN: 001076N/N500013) Retiring Auditors:**

To consider and, if thought fit, to pass the following resolutions as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and pursuant to the recommendations of the Audit Committee and the Board of Directors, M/s Deloitte Haskins & Sells LLP, Chartered Accountants (FRN: 117366W/W-100018), be and is hereby appointed as Statutory Auditor of the Company, in place of retiring auditors M/s Walker Chandiook & Co. LLP, Chartered Accountants (FRN: 001076N/N500013), to hold office from the conclusion of the 48th Annual General Meeting until the conclusion of the 53rd Annual General Meeting of the Company, on such remuneration plus reimbursement of out of pocket expenses as may be incurred by them in connection with the audit of accounts of the Company, as may be mutually agreed between the Board of Directors of the Company and the said Auditors (based on the recommendation of the Audit Committee).

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such actions and to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this Resolution".

Special Businesses:

5. **To consider and, if thought fit to pass with or without modification(s), the following resolution for the approval of Related Party Transactions as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) subject to any modification and re-enactment thereof and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), approval, the consent, sanction, permission or approval, and based on the approval/recommendation of the Audit Committee and the Board of Directors of the Company, as the case may be approval of the members of the company be and is hereby accorded to the Board of Directors to enter into any contract or arrangements with related parties on behalf of Jash Engineering Limited and its subsidiary as defined under the Act with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate Company or reimbursement of any transaction or any other transaction of whatever nature with related parties and that the said contract(s)/ arrangement(s)/ agreement(s)/ transaction(s)

shall be carried out includes in the ordinary course of business of the Company and at arm's length basis as per details shared in the Enclosure II to this Notice and Explanatory Statement attached thereto, for the period commencing from the date of the 48th AGM and ending at the date of the 49th AGM.

RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this Resolution.”

6. To consider and if, thought fit to pass with or without modification(s), the following resolution for ratifying the remuneration of Cost Auditor of the Company as an 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 thereof, for the time being in force), the appointment of the Cost Auditors for the Company, made by the Board of Directors of the Company, to conduct the audit of the cost records of the company for the financial year ending March 31, 2023, be and is hereby ratified and approved and the cost auditors for the said audit, be paid the remuneration as set out in the statement annexed to the Notice convening this Meeting.”

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution.”

7. Re-appointment of Mr. Brij Mohan Maheshwari (DIN 00022080) as an Independent Director of the Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 & other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the Companies (Appointment & Qualifications of Directors) Rules, 2014 as amended, from time to time, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and Regulation 17 and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (“SEBI Listing Regulations”) & in accordance with the Articles of Association of the Company & upon the recommendation of Nomination and Remuneration Committee and Board of Directors, and being eligible for re-appointment and meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations, consent of Members be and is hereby accorded to re-appoint Mr. Brij Mohan Maheshwari (DIN 00022080), who was appointed as Independent Director of the Company for a term of Five consecutive years commencing from 25th August, 2017 till 24th August, 2022 by the shareholders of the Company at their Extra Ordinary General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, as Independent Director of the Company, not liable to retire by rotation, for the second term of 5 (five) consecutive years, which would be effective from the next day of expiry of his tenure i.e. w.e.f. 25th August, 2022 & will continue to hold office till 24th August 2027.”

RESOLVED FURTHER THAT Mr. Brij Mohan Maheshwari (DIN 00022080), Independent Director, will be eligible for sitting fees, within the limits prescribed under Companies Act, 2013 and as approved by the Board of Directors of the Company, for attending the meetings of the Board of Directors or the Committees thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall always deemed to include any Committee as constituted or to be constituted by the Board to exercise its powers including the powers conferred under this resolution), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

8. Re-appointment of Ms. Sunita Kishnani (DIN 06924681) as an Independent Director of the Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the Companies (Appointment and Qualifications of Directors) Rules, 2014 as amended, from time to time, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and Regulation 17 and 17(1)(a) of SEBI Listing Regulations and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (“SEBI Listing Regulations”) and in accordance with the Articles of Association of the

Company and upon the recommendation of Nomination and Remuneration Committee and Board of Directors, and being eligible for re-appointment and meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations, consent of Members be and is hereby accorded to re-appoint Ms. Sunita Kishnani(DIN 06924681), who was appointed as Independent Director of the Company for a term of Five consecutive years commencing from 25th August, 2017 till 24th August, 2022 by the shareholders of the Company at their Extra Ordinary General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, as Independent Director of the Company, not liable to retire by rotation, for the second term of 5 (five) consecutive years, which would be effective from the next day of expiry of her tenure i.e. w.e.f. 25th August, 2022 and will continue to hold office till 24th August 2027.”

RESOLVED FURTHER THAT Ms. Sunita Kishnani(DIN 06924681), Independent Director, will be eligible for sitting fees, within the limits prescribed under Companies Act, 2013 and as approved by the Board of Directors of the Company, for attending the meetings of the Board of Directors or the Committees thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall always deemed to include any Committee as constituted or to be constituted by the Board to exercise its powers including the powers conferred under this resolution), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

9. Re-appointment of Mr. Durgalal Tuljaram Manwani (DIN: 07114081) as an Independent Director of the Company:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the Companies (Appointment and Qualifications of Directors) Rules, 2014 as amended, from time to time, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and Regulation 17 and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (“SEBI Listing Regulations”) and in accordance with the Articles of Association of the Company and upon the recommendation of Nomination and Remuneration Committee and Board of Directors, and being eligible for re-appointment and meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 and relevant Rules framed thereunder (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto) taking into record that Mr. Durgalal Tuljaram Manwani (DIN: 07114081) has already attained the age of 75 years on 1st March, 2022, consent of Members be and is hereby accorded to re-appoint Mr. Durgalal Tuljaram Manwani (DIN: 07114081), who was appointed as Independent Director of the Company for a term of Five consecutive years commencing from 25th August, 2017 till 24th August, 2022 by the shareholders of the Company at their Extra Ordinary General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, as Independent Director of the Company, not liable to retire by rotation, for the second term of 5 (five) consecutive years, which would be effective from the next day of expiry of his tenure i.e. w.e.f. 25th August, 2022 and will continue to hold office till 24th August 2027.”

RESOLVED FURTHER THAT Mr. Durgalal Tuljaram Manwani (DIN: 07114081), Independent Director, will be eligible for sitting fees, within the limits prescribed under Companies Act, 2013 and as approved by the Board of Directors of the Company, for attending the meetings of the Board of Directors or the Committees thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall always deemed to include any Committee as constituted or to be constituted by the Board to exercise its powers including the powers conferred under this resolution), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

10. To consider and re-appointment of Mr. Suresh Patel, as an Executive Director of the Company:

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

“**RESOLVED THAT** pursuant to the recommendation of Nomination & Remuneration Committee and approval of Board of Directors of the Company in their meeting held on 23rd August 2022, in pursuance to the provisions of 196,197 and section I of Part II or section II of part II of schedule V subject to maximum limit as pre scribed read with the Section 197, 198 and Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014

and other applicable provisions of the Companies Act, 2013 read with rules made thereunder including any modifications as applicable and in pursuant to Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to the provisions of the Articles of Association of the Company, approval of the members, be and is hereby accorded for re-appointment of Mr. Suresh Patel (DIN: 00012072) as an Executive Director of the Company for a period of Three (3) years, with effect from 14th February, 2023 upto 13th February 2026 on the terms and conditions including the payment of salary, commission, perquisites (hereinafter referred to as "remuneration") which are being paid, during the tenure of Director, to him with liberty and power to the Board of Directors (including its Nomination and Remuneration Committee thereof) to alter and vary from time to time the terms and conditions subject to the overall maximum managerial remuneration ceiling as per the provisions of the section 197 of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 or such other limits as may be prescribed from time to time."

"RESOLVED FURTHER THAT notwithstanding to the above, in the event of any loss or inadequacy of profits in any financial year of the Company during the tenure of Shri Suresh Patel (DIN:00012072) Executive Director of the Company, the remuneration payable to him shall be in accordance with the limits prescribed in Schedule V read with Sections 196 and 197 to the Companies Act, 2013 and subject to the approval of the Central Government / Members at the General Meeting, if required, as amended from time to time subject to the compliance of provisions thereof but in any event shall not exceed the remuneration payable as provided in the terms and conditions and/or Agreement when the profits of the Company are adequate."

"RESOLVED FURTHER THAT the Board of Directors(which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised 'Committee' thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

11. Increase in Threshold of Loans/ Guarantees, Providing of Securities and making of Investments in Securities Under Section 186 of The Companies Act, 2013:

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

"RESOLVED THAT in supersession of the special resolution passed by the shareholders earlier and pursuant to Section 186 and other applicable provisions of the Companies Act, 2013, the Companies (Meetings of Board and its Powers) Rules, 2014, Articles of Association of the Company and subject to necessary approvals, if required, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), for: i) giving loans to any person or other body corporate and to any subsidiary companies (including overseas subsidiaries); ii) giving of guarantee or providing security in connection with a loan to any other body corporate or person and to any subsidiary companies (including overseas subsidiaries); and iii) acquiring whether by way of subscription, purchase or otherwise, the securities including shares, debentures etc. of any other body corporate and to any subsidiary companies (including overseas subsidiaries) for an amount not exceeding Rs. 300,00,00,000 (Rupees Three Hundred Crores Only) outstanding at any time, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

"RESOLVED FURTHER THAT the Board of Directors is hereby authorized to decide, from time to time, the amounts to be invested, loans / guarantees to be given and securities to be provided to any person and / or bodies corporate within the above mentioned limits, finalize terms and conditions, execute necessary documents, delegate all or any of these powers to any Sub-Committee/ Director(s) / Officer(s) of the Company, settle any question, difficulty or doubt that may arise in this regard and do all acts, deeds and things which it considers proper for giving effect to this resolution."

12. To approve power to borrow funds pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013.:

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

"RESOLVED THAT in supersession of the special resolution passed by the shareholders earlier and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), (including any amendment(s), modification(s) thereof) and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), to borrow by obtaining loans, overdraft facilities, lines of credit, commercial papers, nonconvertible debentures, external commercial

borrowings (loans/bonds) or in any other forms from Banks, Financial Institutions, Insurance Companies, Mutual Funds or other Corporates or other eligible investors, including by way of availing credit limits through Non-Fund based limits i.e. Bank Guarantee, Letter of Credit, etc. or by any other means as deemed fit by it, against the security of term deposits, movables, immovable or such other assets as may be required or as unsecured, at any time or from time to time, any sum or sums of money(ies) either in rupees or in such other foreign currencies as may be permitted by law from time to time, which together with monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), exceeding the aggregate of paid-up share capital of the Company, its free reserves and Securities Premium, provided that the total amount so borrowed by the Board shall not at any time exceed Rs. 300,00,00,000 Crore (Rupees Three Hundred Crore only).

RESOLVED FURTHER THAT the Board of Directors or such person/s or such committee (by whatever name called), as may be authorized by the Board in this regards, be and are hereby authorized to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all other acts, deeds, matters and things as may be deemed necessary and incidental for giving effect to the above, including execution of all such documents, instruments and writings, as may be required.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

13. To approve the power to create charge on the assets of the company to secure borrowings, pursuant to section 180(1)(a) of the Companies Act, 2013:

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

“**RESOLVED THAT** in supersession of all earlier resolutions passed by shareholders and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force), the rules notified thereunder and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) creation of such mortgages, charges and hypothecations as may be necessary, in addition to the existing charges, mortgages and hypothecation created by the Company and to transfer, sell or dispose of all or any part of the moveable or immovable properties of the Company, wherever situated, both present and future, in such manner as the Board may deem fit, in favour of financial institutions, investment institutions, banks, mutual funds, trusts, other bodies corporate (hereinafter referred to as the "Lending Agencies") and Trustees for the holders of debentures/bonds and/or other instruments to secure borrowings of the Company availed / to be availed by way of rupee term loans/foreign currency loans, debentures, bonds and other instruments provided that th total amount of such loans/borrowings shall not exceed at any time the limits approved under section 180(1)(c) of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize and settle to execute such documents/ deeds/ writings/ papers/ agreements as may be required and to do all such acts, deeds, matters and things, as they may, in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise with respect to creation of mortgage/ charge as aforesaid.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

**By order of the Board
Jash Engineering Limited**

**Sd/-
Tushar Kharpade
Company Secretary &
Compliance Officer**

**Date: 23rd August 2022
Place: Indore**

Notes :

1. In view of the ongoing scare of a fresh wave of COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its Circular No. 3/2022 dated May 5, 2022, read with Circular No. 20/2020 dated May 05, 2020, Circular No. 14/2020 dated April 08, 2020, and Circular No. 17/2020 dated April 13, 2020 (hereinafter collectively referred to as 'MCA Circulars') permitted the holding of Annual General Meeting through Video Conference (VC) or Other Audio-Visual Means (OAVM) without the physical presence of Members at a common venue. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual General Meeting of the Members of the Company is being held through VC/OAVM.
2. The relative explanatory statement pursuant to Sec. 102 of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed and forms part of Notice.
3. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote thereat instead of himself, on a poll. However, this AGM is being held pursuant to the MCA Circulars through VC/OAVM, the 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 and Attendance Slip are not annexed to this Notice.
4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the scrutinizer by email through its registered email address to ankitjoshi0811@gmail.com with a copies marked to the Company at csjash@jashindia.com / info@jashindia.com and to the Registrar and Transfer Agent at rnt.helpdesk@linkintime.co.in.
5. In terms of Section 101 of the Act and Rule 18 of the Companies (Management and Administration) Rules, 2014, the Notice of AGM and other documents including the Annual Report are being sent in electronic mode by e-mail to those shareholders who have furnished their e-mail address in their demat accounts. However, Members may please note that they will be entitled to a hard copy of the Annual Report of the company and all attachments thereto upon receipt of a requisition, free of cost. Members interested to receive the documents in physical form may please give the intimation to the Company's Registrar Link Intime India Pvt. Ltd. at the earliest, duly quoting the demat A/c details. Alternatively, the request, duly quoting the Demat A/c details, may be sent by email at email id rnt.helpdesk@linkintime.co.in. The company would also make available these documents on the Company's website viz., www.jashindia.com for perusal and download by the shareholders. Also, the physical copies of Annual Report would be available at the Registered Office of the Company for inspection during office hours.
6. Book Closure and Record Date: The Register of Members and the Share Transfer Books of the Company will be closed from Saturday, September 17th, 2022 to Friday, September 23rd, 2022 (both days inclusive). The dividend, if declared at the AGM, will be paid in accordance of the Act, Regulations to those persons:
 - (a) whose names appear as beneficial owners at the end of the business hours on Friday, September 16th, 2022 in the list of beneficial owners to be furnished by the National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) in respect of the shares held in electronic form; and
 - (b) whose names appear as members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company / Registrar and Share Transfer Agents on or before Friday, September 16th, 2022.
7. Company will be making the dividend payment by electronic mode wherever possible and by dividend warrant/ Bank demand drafts in other cases. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership details furnished by the Depositories (NSDL & CDSL) as at the close of business hours on Friday, September 16th, 2022 for this purpose. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandate. Such changes are to be advised only to the Depository Participant of the Members. Members who have changed their bank account after opening the Depository Account and want to receive dividend in an account other than the one specified while opening the Depository Account, are requested to change / correct their bank account details (including the nine digit Bank code) with their Depository Participant, before Friday, September 16th, 2022.
8. In terms of the provisions of the Income-tax Act, 1961, dividend paid or distributed by a Company shall be taxable in the hands of the members. The Company shall, therefore, be required to deduct TDS at the time of payment of dividend at the applicable tax rates. The rate of TDS would depend upon the category and residential status of the member.

As it is important for the Company to receive the relevant information from members to determine the rate of tax deduction, the members are requested to furnish relevant documentation in the prescribed manner on the portal of RTA on or before Wednesday, September 14th, 2022 (06:00 p.m. IST). The applicable TDS rate for dividends and documents to be furnished by each category of members is given on the portal of RTA and such documents can be uploaded on RTA portal at <https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html>.

The information given in the said documents should evaluate by members on their own about the category for which they should furnish the documents. In absence of all the relevant documents, the Company shall determine TDS rate based on information available with the RTA (for shares held in physical form) and the DPs (for shares held in dematerialized form).

Please note that the duly completed & signed documents should be uploaded on the portal of the RTA on or before Wednesday September 14th, 2022 (06:00 p.m. IST). Ambiguous, incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination/deduction shall be considered after the abovementioned date & time.

Members are also requested to update changes in their Residential Status, if any, with the RTA (for shares held in physical form) & the DPs (for shares held in dematerialized form), along with the supporting documents. If the PAN is not as per the database of the Income-tax portal, it would be considered as an invalid PAN. Further, individual members are requested to link their Aadhaar number with the PAN.

In case TDS is deducted at a higher rate in the absence of receipt of the specified details/documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return, only in case your valid PAN is registered with the RTA (for shares held in physical form) and the DPs (for shares held in dematerialized form). No claim shall lie against the Company for such taxes deducted.

Members should note that any document/form not uploaded on the portal will not be considered for the purpose of processing and shall be rejected, therefore, it should be uploaded on the portal only.

All queries with respect to TDS on dividend and submission of relevant documentation should be sent to jashdivtax@linkintime.co.in

9. The Company has transferred the unpaid or unclaimed dividends from time to time, to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Members wishing to claim the unpaid dividend, are requested to correspond with the RTA of the Company at Link Intime India Private Limited. Members are requested to note that as per Section 124 of the Act, dividend which are not encashed or claimed within 7 (seven) years from the date of transfer of the dividend to the Company's Unpaid Dividend Account, will be transferred to IEPF. Members can claim back such dividend and shares including all benefits accruing on such shares from IEPF Authority after following the procedure prescribed in the Rules, by filing Form IEPF-5 available on www.iepf.gov.in.

Please note that pursuant to the provisions of Section 124(6) of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer & Refund) Rules, 2016 ("Rules") as amended from time to time, shares in respect of such dividend will also be transferred to IEPF including all benefits accruing on such shares. The Company has sent out individual communication to the members whose dividends remain unclaimed for 7 (seven) years and published an advertisement in newspapers, inviting such members to claim their dividend. The information in respect of such shares is uploaded on the website of the Company at www.jashindia.com.

10. Members are requested to intimate changes, if any, pertaining to their name, postal address, telephone/ mobile numbers, PAN, mandates, nominations and power of attorney to their respective DPs in case the shares are held by them in dematerialized form; and to the RTA of the Company at Link Intime India Private Limited at C 101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai, Maharashtra, 400 083 or email at rnt.helpdesk@linkintime.co.in in case the shares are held by them in physical form.
11. Members are advised to update their PAN, KYC (Address Email ID, Mobile Number, Bank Account Details, Specimen Signature, etc.) an Nomination details as mandated by SEBI vide its circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021, read together with circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, to avoid freezing of their folios on or after April 1, 2023, as per below:

- **Members holding shares in physical form:** to the Company's RTA - Link Intime India Private Limited, in prescribed Form ISR - 1 and other forms as per instructions mentioned in the form. The Company has already sent requisite communication to the members for furnishing these details. The formats can be downloaded from RTA's website at www.linkintime.co.in > Resources > Downloads > KYC > Formats for KYC and such formats are also available on the Company's website at www.jashindia.com
- **Members holding shares in dematerialized form:** to their respective DPs as per the procedure prescribed by them.

12. Members may further note that SEBI vide circular 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; subdivision/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests by submitting the forms in the specified formats, which are available on the website of the RTA at <https://linkintime.co.in/downloads.html> and also on the website of the Company at www.jashindia.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.

Further, SEBI vide notification dated January 24, 2022 has amended Regulation 40 of SEBI LODR and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are therefore advised to dematerialize the shares held by them in physical form. Member can contact the company or RTA of Company for assistance in this regard.

13. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the request in the specified formats, which are available on the Company's website at www.jashindia.com and also available on the RTA's website at <https://linkintime.co.in/downloads.html>. Members are requested to submit the said details to their respective DP, in case the shares are in dematerialized form and to the RTA, in case the shares are held in physical form.
14. Members are requested to:
- quote their Registered Folio number in case of shares in physical form and DP ID and Client ID in case of shares in dematerialized form, in their correspondence(s) to the Company.
 - direct all correspondence related to shares including consolidation of folios, if shareholdings are under multiple folios, to the RTA of the Company.
15. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and documents referred to in the Notice are open for inspection by the members at the registered office of the Company on all working days (that is, except Sundays and Public Holidays) during business hours up to the date of the Meeting.
16. Members desirous of getting any information about the accounts and operations of the Company are requested to send their query to csjash@jashindia.com / info@jashindia.com on or before 16th September, 2022.
17. In compliance with the aforesaid MCA Circulars and circular issued by SEBI dated May 13, 2022, Notice of the Annual General Meeting along with the Annual Report for the Financial year 2021-22 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice of Annual General Meeting and Annual Report for the Financial year 2021-22 will also be available on the Company's website www.jashindia.com; websites of the Stock Exchanges i.e. National Stock Exchange of India Ltd at www.nseindia.com respectively and on the website of Link In time India Private Limited at <https://instavote.linkintime.co.in/>.
- Members holding Shares in Physical Form are requested to update their E-mail address with the Company/Registrar & Share Transfer Agent so as to receive Annual Report and other communication electronically.
 - Members holding Shares in Demat Form are requested to update their E-mail address with their respective Depository Participant so as to receive Annual Report and other communication electronically.
18. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
19. Since the AGM will be held through VC/OAVM, the route map is not annexed to this Notice.
20. The details of Directors seeking appointment/reappointment at this Annual General Meeting as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India is annexed hereto.

21. Instructions for Voting through electronic mode:

- a) In compliance with the provisions of Section 108 of the Companies Act, 2013 read with 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 And Disclosure Requirements) Regulations, 2015, the members are provided with the facility to exercise their right to vote electronically, through the e-voting services provided by M/s Link Intime (India) Pvt. Ltd, i.e. facility of casting the votes by the members using an electronic voting system from a place other than the venue of AGM (remote e-voting) on all the resolutions set forth in this Notice.
- b) The voting period begins on Tuesday, September 20th, 2022 (09.00 a.m.) and ends on, Thursday, September 22nd, 2022 (5.00 p.m.). During this period members of the Company holding shares either in physical form or in dematerialized form, and name appear in register of member/beneficial owners, as on the cut-off date, 16th September 2022 may cast their vote electronically. The e-voting module shall be disabled by M/s. Link Intime India Pvt. Ltd. through remote e-voting beyond the said time and date. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
- c) The Board has appointed Mr. Ankit Joshi, Practicing Company Secretaries, as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner. The results declared along with the Scrutinizer's Report, will be placed on the website of the Company www.jashindia.com and on the website of <https://instavote.linkintime.co.in> immediately after the declaration of results by the Chairman or a person authorised by him in writing. The results shall also forwarded to the Stock Exchanges where the Company's shares are listed viz., National Stock Exchange of India Limited. The results shall also be displayed on the notice board at the Registered Office of the Company.
- d) The members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
- e) The Members attending the AGM through the VC Facility who have not cast their votes by remote e-voting shall only be able to exercise their voting rights during the AGM.
- f) Shareholders are advised to update their mobile number and email ID in their demat accounts to access e-Voting facility.

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❖ The details of the process and manner for remote e-voting are explained herein below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>1. Register on NSDL IDeAS facility in the manner given below:</p> <ol style="list-style-type: none"> i. Open NSDL e-Services website: https://eservices.nsd.com in web browser and select option “Register Online for IDeAS” available on the left hand panel on the home page; ii. Fill in the requested DP ID and Client ID, mobile No. and verification code and click on submit; iii. Authenticate your demat account by selecting One-time Password (OTP) option or with your bank account details linked with your demat account; iv. Create your User ID and password and confirm your account details and submit; v. A confirmation message of successful registration will appear on your screen. <p>2. After registering or if you are already registered for NSDL IDeAS facility cast your votes through NSDL IDeAS platform or the e-voting platform in manner given below:</p> <ul style="list-style-type: none"> • NSDL IDeAS Platform (By single Login) <ol style="list-style-type: none"> i. Visit the NSDL e-Services: https://eservices.nsd.com ii. Once the home page is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open; iii. Enter your User ID and Password; iv. After successful authentication and login, you will be able to see e-Voting services on left hand panel. v. Click on “Access to e-Voting” under e- Voting services and you will be able to see e-Voting page. vi. Click on option available against Company Name or e-Voting services provider name i.e. LINK IN TIME 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. <ul style="list-style-type: none"> • Through NSDL e-voting platform: <ol style="list-style-type: none"> i. Visit the e-voting website of NSDL.: https://www.evoting.nsd.com/ ii. 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. iii. Login using your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. iv. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page v. 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 to join the AGM through VC/OAVM facility and cast your votes during the AGM.
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Register on CDSL myeasi portal by clicking on the link: https://web.cdslindia.com/myeasi/Registration/EasiRegistration (New e-voting platform to enable Shareholders to cast their votes across all Companies, where they are Members) 2. Existing users who have already registered for Easi/Easiest, they can login through their user id and password. 3. Option will be made available to reach e-Voting page without any further authentication. 4. The URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 5. After successful login or if you are already registered for Easi/Easiest the user will be also able to see the E-Voting Menu. The Menu will have link of e-Voting service provider i.e, LINKINTIME. Click on “LINKINTIME” service provider name to cast your vote.

	<ul style="list-style-type: none"> 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 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.
Individual Shareholders (holding securities in Demat mode) & login through their Depository participants (“DP”)	<ol style="list-style-type: none"> You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 i.e. LINK IN TIME 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.
Individual Shareholders holding securities in Physical mode & E-voting service provider is Link Intime.	<ol style="list-style-type: none"> Open the internet browser and launch the URL: https://instavote.linkintime.co.in <ol style="list-style-type: none"> Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: - <ol style="list-style-type: none"> User ID: Shareholders/ members holding shares in physical form shall provide Event No. + Folio Number registered with the Company. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. <p>* Shareholders/ members holding shares in physical form but have not recorded information under ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above.</p> Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). Click “confirm” (Your password is now generated). Click on ‘Login’ under ‘SHARE HOLDER’ tab. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon. E-voting page will appear. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
Institutional shareholders:	<p>Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at https://instavote.linkintime.co.in and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/ power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.</p>

<p>In case Individual Shareholders holding securities in Physical mode & E-voting service Provider is Link Intime, have forgotten the password:</p>	<ul style="list-style-type: none"> • Click on 'Login' under 'SHAREHOLDER' tab and further Click 'forgot password?' • Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'. • In case shareholders/ members have valid email address, Password will be sent to his / her registered e-mail address. • Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. • The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
<p>Individual Shareholders holding securities in demat mode with NSDL/ CDSL who have forgotten their password:</p>	<ul style="list-style-type: none"> • Shareholders/ Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website. • It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. • For Shareholders/ Members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice. • During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Helpdesk for Individual Shareholders holding securities in demat mode:

In case Shareholders/ Members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
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
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: 022- 23058738 or 22-23058542-43.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & E-voting service provider is Link Intime.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@linkintime.co.in or contact on: -

Tel: 022 –4918 6000
Insta Vote Support Desk
Link Intime India Private Limited

General Guidelines for shareholders:

- 1 In case of joint holders attending the AGM, only such joint holder(s) who is/are higher in the order of names will be entitled to vote.
- 1 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.

- | Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of the AGM i.e. Friday, 23rd September, 2022.
- | Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after dispatch of this notice and holds shares as of the cut-off date i.e. 16th September, 2022, may obtain the login id and password by sending a request at info@jashindia.com or rnt.helpdesk@linkintime.co.in by mentioning their Folio No./ DP ID and Client ID.
- | Shareholders holding multiple folios/ demat account shall choose the voting process separately for each of the folios/ demat account.

22. **Instructions for attending the Annual General Meeting through InstaMeet:**

- | Open the internet browser and launch the URL : <https://instameet.linkintime.co.in>

Select the “**Company**” and ‘**Event Date**’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- | Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- | Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- | Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request mentioning their name, demat account number/folio number, email id, mobile number with the Company at e-mail info@jashindia.com from Thursday, 15th September, 2022 to Monday 19th September, 2022.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “**speaking serial number**” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “**Cast your vote**”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘**Submit**’.
3. After successful login, you will see “**Resolution Description**” and against the same the option “**Favour/ Against**” for voting.

4. Cast your vote by selecting appropriate option i.e. **“Favour/Against”** as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under **'Favour/Against'**.
5. After selecting the appropriate option i.e. **Favour/Against** as desired and you have decided to vote, click on **“Save”**. A confirmation box will be displayed. If you wish to confirm your vote, click on **“Confirm”**, else to change your vote, click on **“Back”** and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: -

Tel: 022-49186175
InstaMeet Support Desk
Link Intime India Private Limited

The Board has appointed Mr. Ankit Joshi, Practicing Company Secretaries, as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner. The results declared along with the Scrutinizer’s Report, will be placed on the website of the Company www.jashindia.com and on the website of <https://instavote.linkintime.co.in> immediately after the declaration of results by the Chairman or a person authorised by him in writing. The results shall also forwarded to the Stock Exchanges where the Company's shares are listed viz., National Stock Exchange of India Limited. The results shall also be displayed on the notice board at the Registered Office of the Company.

Annexure :

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET:

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/> and following the instructions as below in boxes:

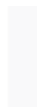
Step 1 :-



Webex Meetings

Looking for real time video conferencing?

- HD video for face-to-face meetings
- Flexible audio-only conference call options
- Easy screen sharing
- Meet across any device



Webex Teams

Looking for messaging and team collaboration?

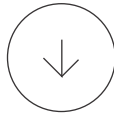
- One-on-one or group messaging
- Digital two-way whiteboarding
- Rich content and file sharing
- Video calling



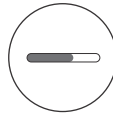
Download Teams VDI



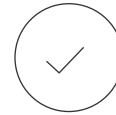
Step 2: -



Step 1
Double-click the webexapp.msi file you downloaded



Step 2
The Webex Meetings setup wizard will launch. Follow the instructions to set up.

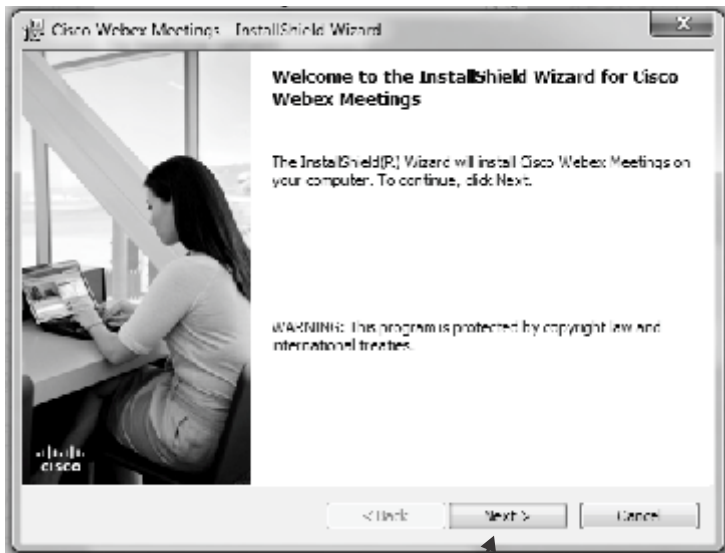


Step 3
Once installed the app will launch automatically.

To open the app double-click the Webex Meetings icon on your desktop.



Step 3: -



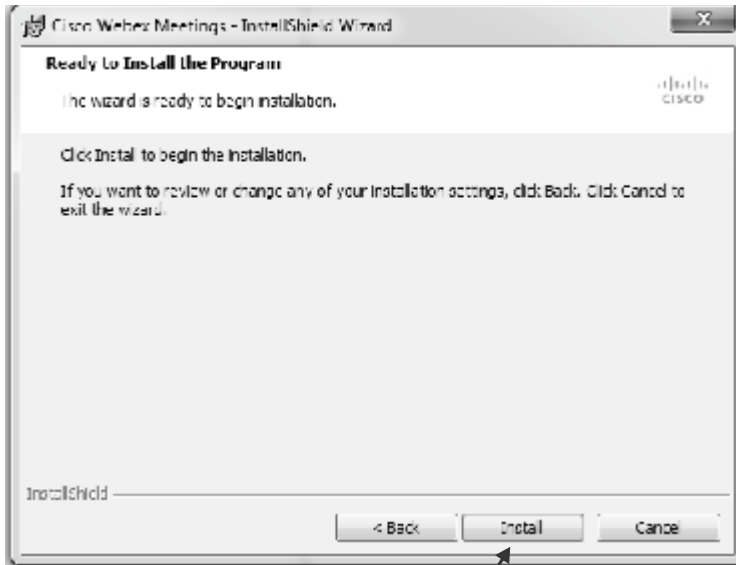
(Kindly select Next> TAB)

Step 4: -



(Kindly select I accept Button)

Step 5: -



(Kindly select Install TAB)

(Or)

- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1(A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1(B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or <u>Run a temporary application</u> . Click on <u>Run a temporary application</u> , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now.

Event Information :

Event status :
Date and time :
Duration :
Description :

Join Event Now

You cannot join the event now because it has not started

First name :

Last name :

Email address :

Event password :

← Mention your first name, Last name and email address

By joining the event, you are accepting the Cisco Webex Terms of Service and Privacy Statement.

←

Join by browser NEW

If you are the host . start your event.

**By order of the Board
Jash Engineering Limited**

**Sd/-
Tushar Kharpade
Company Secretary & Compliance Officer**

**Date: 23rd August 2022
Place: Indore**

ANNEXURE TO THE NOTICE**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****Item no. 4:**

M/s Walker Chandiook & Co.LLP, Chartered Accountants (Firm Reg. No. 001076N/N500013), were reappointed as Statutory Auditors of the Company at the 43rd Annual General Meeting ('AGM') for a period of 5 consecutive years (2nd Term) up to the conclusion of 48th AGM, to conduct the audit for the FY 2017-18 to FY 2021-22. Accordingly, M/s Walker Chandiook & Co.LLP, Chartered Accountants, will be holding office of Statutory Auditor till the conclusion of ensuing 48th Annual General Meeting and would retire at the conclusion of the 48th AGM completing their second term. Accordingly in terms of the provisions of the Companies Act, 2013 and pursuant to the recommendation made by the Audit Committee, the Board of Directors proposing M/s Deloitte Haskins & Sells LLP, Chartered Accountants (FRN: 117366W/W-100018), to be appointed as Statutory Auditors of the Company, for a period of 5 consecutive years (1st term), commencing from the conclusion of 48th AGM till the conclusion of 53rd AGM of the Company in place of retiring Auditor.

M/s Deloitte Haskins & Sells LLP, Chartered Accountants (FRN: 117366W/W-100018), have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of to Section 139(1), 141(2) and 141(3) of the Act and relevant rules made there under.

The details as required under Regulation 36(5) of SEBI Listing Regulations are as under:

Proposed Remuneration/Fees payable to Statutory Auditor: The remuneration proposed to be paid to the Statutory Auditors shall be commensurate with the services to be rendered by them during the said tenure. Up to 50 Lacs (Up to Rupees Fifty Lacs) as statutory audit fees for the year ending March 31, 2023. The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of the appointment, including remuneration, in such manner and to such extent as may be mutually agreed between M/s Deloitte Haskins & Sells LLP, Chartered Accountants, (FRN: 117366W/W-100018) and the Board of Directors of the Company. There is no material change in the proposed fees for the auditors.

Term of Appointment: 5 years from the conclusion of the 48th Annual General Meeting till the conclusion of 53rd Annual General Meeting of the Company.

Brief Profile and Credentials of Statutory Auditor:

M/s Deloitte Haskins & Sells LLP Mumbai is registered with the Institute of Chartered Accountants of India (Registration No. 117366W/W-100018). DHS LLP and its affiliate firms in India collectively referred to as "Deloitte India". The Firm has significant experience in serving some of the largest and most respected companies and business houses in India and having Audit & Assurance team has over 2,700 professionals. DHS LLP has national presence with offices in 12 cities. The registered office of the Firm is 32nd Floor, Tower 3, One International Center, Senapati Bapat Marg, Elphinstone (West), Mumbai - 400013, Maharashtra, India.

The Board of Directors recommends the appointment of M/s Deloitte Haskins & Sells LLP, Chartered Accountants, (FRN: 117366W/W-100018) as the Statutory Auditors of the Company for a term of five consecutive years, as set out at the Item No. 4 of the Notice for approval by the Members by way of an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives has any concern or interest, financially or otherwise, in this resolution.

Item No. 5

Pursuant to Section 188 of the Companies Act, 2013 for entering related party transactions as mentioned in this section, the ordinary resolution is required to be passed by members in the meeting subjected to the prescribed share capital or Turnover. The list of such proposed transactions which are to be considered for approval of the members at the upcoming AGM is as per Enclosure II of this Notice. Since your company attracts this section and rules thereon, board of directors proposes this resolution for member's approval.

None of the Directors and Key Managerial Personnel of the Company except Mr. Pratik Patel (DIN: 00780920), Mr. Suresh Patel (DIN: 00012072), or their relatives are concerned or interested in the said resolution save and except to the extent contracts or arrangements will pertain to related parties.

Item No. 6

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for all its existing manufacturing units for

manufacture of Steel Products and Machinery and Mechanical appliances during the financial year ending March 31, 2023 as per the following details:

Sr. No.	Name of Cost Auditor	Audit Fees (INR)
1.	M/s. M.P. Turakhia & Associates	50,000/- plus Out of Pocket Expenses

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

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at item no. 6 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2023. Hence, your Directors recommend the above resolution for approval of the Shareholders as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution.

Item No. 7

In terms of the provisions of Section 149 of the Companies Act, 2013 and Rules framed thereunder, the Shareholders of the Company at their Extra Ordinary General Meeting held on August 28, 2017 had appointed Mr. Brij Mohan Maheshwari (DIN 00022080) as Independent Director of the Company, for a period of 5 (Five) years upto 24th August, 2022, not liable to retire by rotation.

The Board of Directors and Nomination and Remuneration Committee, considering the expertise, experience and contribution made by him and based on his performance evaluation, approved his re-appointment as Independent Director for a second term of 5 consecutive (five) years effective from 25th August, 2022 till 24th August, 2027 subject to the approval of Shareholders at this Annual General Meeting.

The Company has received the following documents in relation to his appointment;

- 1) Notice in writing in terms of Section 160 of the Companies Act, 2013;
- 2) Consent to act as director of the Company, in the stipulated form DIR-2;
- 3) Disclosure in terms of Section 164 of the Companies Act, 2013, in form DIR-8, stating that he is not disqualified for holding office of Director in the Company, if appointed as Independent Director;
- 4) Declaration stating that he is not debarred/ restrained for being re-appointed or for holding the office of director in the Company by virtue of any order issued by SEBI or any other competent authority.
- 5) Declarations that he meets the criteria of Independence prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Rules framed thereunder, read with Schedule IV of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended and has also confirmed that he is the registered member of Independent Director databank maintained by Indian Institute of Corporate Affairs (IICA). In the opinion of the Nomination and Remuneration Committee and the Board, Mr. Brij Mohan Maheshwari (DIN 00022080) is Independent of the Management of the Company.

Brief profile and other details, in compliance with the Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended and secretarial standard issued by Institute of Company Secretaries of India, are given in Enclosure I.

The Members are, therefore, requested to grant their approval by way of passing Special Resolutions for the reappointment of Mr. Brij Mohan Maheshwari (DIN 00022080) as Non-Executive, Independent Directors of the Company upto August 24, 2027, not liable to retire by rotation.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution except Mr. Brij Mohan Maheshwari .

The Board of Directors recommend the Special Resolutions set forth in Item No. 7 of the Notice for approval of the Members.

Item No. 8

In terms of the provisions of Section 149 of the Companies Act, 2013 and Rules framed thereunder, the Shareholders of the Company at their Extra Ordinary General Meeting held on August 28, 2017 had appointed Ms. Sunita Kishnani (DIN 06924681) as Independent Director of the Company, for a period of 5 (Five) years upto 24th August, 2022, not liable to retire by rotation.

The Board of Directors and Nomination and Remuneration Committee, considering the expertise, experience and contribution made by her and based on her performance evaluation, approved her re-appointment as Independent Director for a second term of 5 consecutive (five) years effective from 25th August, 2022 till 24th August, 2027 subject to the approval of Shareholders at this Annual General Meeting.

The Company has received the following documents in relation to her appointment;

- 1) Notice in writing in terms of Section 160 of the Companies Act, 2013;
- 2) Consent to act as director of the Company, in the stipulated form DIR-2;
- 3) Disclosure in terms of Section 164 of the Companies Act, 2013, in form DIR-8, stating that she is not disqualified for holding office of Director in the Company, if appointed as Independent Director;
- 4) Declaration stating that she is not debarred/ restrained for being re-appointed or for holding the office of director in the Company by virtue of any order issued by SEBI or any other competent authority.
- 5) Declarations that she meets the criteria of Independence prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Rules framed thereunder, read with Schedule IV of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended and has also confirmed that she is the registered member of Independent Director databank maintained by Indian Institute of Corporate Affairs (IICA).

In the opinion of the Nomination and Remuneration Committee and the Board, Ms. Sunita Kishnani (DIN 06924681) is Independent of the Management of the Company.

Brief profile and other details, in compliance with the Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended and secretarial standard issued by Institute of Company Secretaries of India, are given in Enclosure I.

The Members are, therefore, requested to grant their approval by way of passing Special Resolutions for the reappointment of Ms. Sunita Kishnani (DIN 06924681), as Non-Executive, Women Independent Directors of the Company upto August 24, 2027, not liable to retire by rotation.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution except Ms. Sunita Kishnani.

The Board of Directors recommend the Special Resolutions set forth in Item No. 8 of the Notice for approval of the Members.

Item No. 9

In terms of the provisions of Section 149 of the Companies Act, 2013 and Rules framed thereunder, the Shareholders of the Company at their Extra Ordinary General Meeting held on August 28, 2017 had appointed Mr. Durgalal Tuljaram Manwani (DIN: 07114081) as Independent Director of the Company, for a period of 5 (Five) years upto 24th August, 2022, not liable to retire by rotation.

The Board of Directors and Nomination and Remuneration Committee, considering the expertise, experience and contribution made by him and based on his performance evaluation, approved his re-appointment as Independent Director for a second term of 5 consecutive (five) years effective from 25th August, 2022 till 24th August, 2027 subject to the approval of Shareholders at this Annual General Meeting.

The Company has received the following documents in relation to his appointment;

- 1) Notice in writing in terms of Section 160 of the Companies Act, 2013;
- 2) Consent to act as director of the Company, in the stipulated form DIR-2;
- 3) Disclosure in terms of Section 164 of the Companies Act, 2013, in form DIR-8, stating that he is not disqualified for holding office of Director in the Company, if appointed as Independent Director;
- 4) Declaration stating that he is not debarred/ restrained for being re-appointed or for holding the office of director in the Company by virtue of any order issued by SEBI or any other competent authority.
- 5) Declarations that he meets the criteria of Independence prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Rules framed thereunder, read with Schedule IV of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended and has also confirmed that he is the registered member of Independent Director databank maintained by Indian Institute of Corporate Affairs (IICA).

As per Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), with effect from April 1, 2019, no listed company shall appoint or continue the directorship of a Non-Executive Director who has attained the age of 75 (Seventy Five) years, unless a Special Resolution is passed to that effect and justification for continuation of directorship thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

Mr. Durgalal Tuljaram Manwani (DIN: 07114081), Non-Executive Independent Director of the Company, already attained the age of 75 years on 01st March, 2022, accordingly, special resolution would be required for re- appointment of Mr. Durgalal Tuljaram Manwani as Non-Executive Independent Directors on the Board Company in accordance with Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Nomination and Remuneration Committee and the Board, Mr. Durgalal Tuljaram Manwani (DIN: 07114081) is Independent of the Management of the Company.

Brief profile and other details, in compliance with the Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended and secretarial standard issued by Institute of Company Secretaries of India, are given in Enclosure I.

The Members are, therefore, requested to grant their approval by way of passing Special Resolutions for the reappointment of Mr. Durgalal Tuljaram Manwani, as Non-Executive, Independent Directors of the Company upto August 24, 2027, not liable to retire by rotation.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution except Mr. Durgalal Tuljaram Manwani .

The Board of Directors recommend the Special Resolutions set forth in Item No. 9 of the Notice for approval of the Members.

Item No. 10

According to Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") with effect from 01st January, 2022 the listed Companies shall ensure that approval of shareholders for appointment of a person on the Board of Director is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly Board approved to re-appoint Mr. Suresh Patel (DIN:00012072) as an Executive Director of the Company at their Meeting held on 23rd August, 2022 for a period of Three years with effect from 14th February, 2023.

Mr. Suresh Patel (DIN 00012072), be and is hereby re-appointed as an Executive Director of the Company, on the terms and conditions including remuneration as mentioned below, with powers to the Board (including its Nomination and Remuneration Committee thereof) to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in the Companies Act, 2013 or any statutory amendment or relaxation thereof:

1. Date of Appointment: w.e.f. 14.02.2023

2. Remuneration:

I Basic Salary: up to a maximum of Rs. 5,00,000/- per month with increments as may be decided by the Board of Directors from time to time.

II Perquisites and allowances: In addition to the salary, Shri Suresh Patel (DIN:00012072) shall also be entitled to the perquisites and allowances like conveyance allowance, medical reimbursement, leave travel allowance, special allowance, payment of gratuity, leave encashment at the end of tenure and such other perquisites and allowances, bonus in accordance with the rules of the Company. The nature and breakup of the perquisites and allowances will be determined in accordance with the schemes/policies/rules of the Company or may be decided by the Board of Directors from time to time.

III Commission: In addition to the salary, perquisites and allowances payable, a commission, as may be decided by the Board of Directors at the end of each financial year calculated with reference to the net profits of the Company, subject to the overall ceiling stipulated in Sections 197, 198 read with Schedule V of the Companies Act, 2013 (including any subsequent amendment / modification in the Rules, Act and/or applicable laws in this regard) shall also be payable.

3. Minimum Remuneration: The Minimum Remuneration is subject to the limit of 5% of the Annual Net Profits of the Company and subject to the overall limit of 10% of the Annual Net Profits of the Company on the remuneration of Managing Directors / Whole-Time Director / Manager of the Company taken together as per Section 197 of the Companies Act, 2013 and Rules made thereunder or such higher percentage of net profits of the Company as may be prescribed from time to time (including any subsequent amendment(s) and/or modification(s) in the Rules, Act and/or applicable laws in this regard). Provided, however, that in the event of absence or inadequacy of profits in any financial year during the currency of tenure of service of Executive Director, the payment of salary, allowances, perquisites and

all other payments shall be governed by the limits prescribed under Schedule V of the Companies Act, 2013 or any subsequent amendments or modifications made thereto, as may be decided by the Board of Directors, subject to necessary sanctions and approvals, if required.

4. Overall Remuneration: Aggregate of salary, perquisites, allowances and commission in any one financial year, as maybe decided by the Board of Directors, i.e. total remuneration may exceed 5% of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013, however the remuneration payable by the Company shall be within the prescribed limits of total managerial remuneration payable to Managing Director /Whole-Time Director / Manager in aggregate under Section 197 read with Schedule V of the Companies Act, 2013 or such higher percentage of net profits of the Company as may be prescribed from time to time (including any subsequent amendment(s) and/or modification(s) in the Rules, Act and/or applicable laws in this regard). The total managerial remuneration payable by the Company, to the directors, including Managing director and whole-time director and manager in respect of any financial year may exceed 11% of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013, subject to necessary approvals as prescribed under Section 197 of the Companies Act, 2013 and Rules made thereunder and any subsequent amendment(s) and/or modification(s) in the Rules, Act and/or applicable laws in this regards.

Other Terms and Conditions:

a. Mr. Suresh Patel (DIN:00012072) shall be vested with substantial powers of the management subject to the supervision, control and direction of the Board.

b. As long as Mr. Suresh Patel (DIN:00012072) functions as Director (Executive Category) of the Company, no sitting fees will be paid to him for attending the meetings of the Board of Directors or Committee thereof.

c. The terms and conditions of the said appointment and/or agreement may be altered, amended, varied and modified from time to time by the Board or Committee thereof as it may be permissible and if deem fit, within the limits prescribed in Schedule V to the Companies Act, 2013 or any subsequent amendments or modifications made thereto.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution except Mr. Suresh Patel . The Board recommends the Special Resolution as set out in Item No. 10 of this Notice for approval of Members.

Item No. 11

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting.

As a measure of achieving greater financial flexibility and to enable optimal financing structure, this permission is sought pursuant to the provisions of Section 186 of the Companies Act, 2013 to give powers to the Board of Directors or any duly constituted committee thereof, for making further investment, providing loans or give guarantee or provide security in connection with loans to other persons or other body corporate and to subsidiary companies (including overseas subsidiaries) for an amount not exceeding Rs. 300 crore. (Rs. Three Hundred Crores.)

The investment(s), loan(s), guarantee(s) and security (ies), as the case may be, will be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made there under.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 300 Crores, as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No.11 for approval by the members of the Company.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution except as members.

The resolution set out at Item No. 11 is recommended for approval of the members as a special resolution.

Item No. 12

As the members of the Company are already aware that the Company through its shareholders' at its duly convened AGM dated 27.09.2016 has approved the Borrowing Limits under Section 180 (1) (c) of the Companies Act, 2013 to an amount not exceeding Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only).

Hence, considering the business plans and the growing fund requirements of the Company, with the recommendation of Audit Committee it is proposed to increase the existing borrowing limit of the Company from Rs. 200,00,00,000/- crores to Rs. 300,00,00,000/- crores. The approval of the members is sought pursuant to Section 180(1)(c) of the Companies Act, 2013 and rules made thereunder.

In the light of the above, the Board of Directors of the Company recommends to the shareholders of the Company, to consider passing the Special Resolution mentioned in the Item No. 12 of the Notice of the AGM, with amendments, if any, at the upcoming AGM.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise in the resolutions set out as Item No. 12.

The resolution set out at Item No. 12 is recommended for approval of the members as a special resolution

Item No. 13

Keeping in view the company's long term strategic and business objectives, as the members of the Company are already aware that the Company through its shareholders' at its duly convened AGM dated 27.09.2016 has approved the limits for creating charge/ mortgage/ hypothecation of any kind on the present and future assets of the Company under Section 180 (1) (a) of the Companies Act, 2013 to an amount not exceeding Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only).

The Board of Directors of your Company based on the recommendation received from the Audit Committee holds the opinion that the said limit prescribed as above, should be increased to an amount not exceeding Rs. 300,00,00,000/- (Rupees Three Hundred Crores Only), considering the business plans and the growing fund requirements of the Company

In the light of the above, the Board of Directors of the Company recommends to the shareholders of the Company, to consider passing the Special Resolution mentioned in the Item No. 13 of the Notice of the AGM, with amendments, if any, at the upcoming AGM.

None of the Directors and Key Managerial Personnel of the Company and their relatives, is concerned or interested, financial or otherwise in the resolutions set out as Item No. 13.

The resolution set out at Item No. 13 is recommended for approval of the members as a special resolution

Date: 23rd August 2022
Place: Indore

By order of the Board
Jash Engineering Limited

Sd/-
Tushar Kharpade
Company Secretary &
Compliance Officer

Enclosure I to Notice of AGM 2022

**BRIEF PROFILE AND PARTICULARS OF THE DIRECTORS SEEKING APPOINTMENT/
RE-APPOINTMENT IN THE ENSUING ANNUAL GENERAL MEETING**

1	Name in Full	Axel Schutte	Brij Mohan Maheshwari	Sunita Kishnani
2	DIN	02591276	00022080	06924681
3	DOB	26.12.1949	08.11.1965	17.07.1968
4	Father's name/ Husband name . full	Mr. Alfred Hans Schutte	Shri Durga Das Maheshwari	Mr. Anoop Kishnani
5	Business Occupation	Business	Business	Service
6	No. of Shares held in the Company	7,91,432 Eq. Shares	-	-
7	Nationality of origin	Germany	Indian	Indian
8	Educational Qualification	B.A. (Economics)	A fellow member of the Institute of Company Secretary of India, (ICSI) and also holds a L.L.B degree (HONS).	MBA (Marketing)
9	Date of first appointment on the Board	30th September 1995	25/08/2017 as an Independent Director	25/08/2017 as an Independent Director
10	Brief Profile	He has wide business experience in many countries and is on the board since 1995 He has experience of over 38 years in the Engineering Industry and is an expert on Knife gate and bulk solids handling valves	Mr. Brij Mohan Maheshwari is a fellow member of the Institute of Company Secretary of India, (ICSI) and also holds a L.L.B degree (HONS) from Christian College, Indore, Devi Ahilya Vishwavidyalaya, Indore. (DAVV) and acting as Corporate Adviser & Practicing Advocate at High Court of M.P.(Indore Bench) mostly on corporate matters and has worked as Company Secretary of Alpine Industries Limited from 1990 to 2003.	Ms. Sunita Kishnani holds an M.B.A. degree from DAVV, Indore and has wide experience in software and internet-based businesses. She has worked with Easy medico as a whole time Director (Marketing) and is presently Chief Marketing Officer in Systematix Infotech P. Ltd., Indore.
11	Relationship with other Directors, manager and Key Managerial Personnel of the company	Not related to any Director of the Company	Not related to any Director of the Company	Not related to any Director of the Company

12	Board Committee's updates	-	Automatically continue to be a member of the Nomination and Remuneration Committee, the Stakeholder's Relationship Committee, the Corporate Social Responsibility Committee and Chairman of the Audit Committee, the committees mandatorily required to be constituted as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Automatically continue to be a member of the Stakeholder's Relationship Committee and Chairman of the Nomination and Remuneration Committee, the committees mandatorily required to be constituted as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
13	List of outside Company's directorships/ Membership/ Chairmanship of Committees of other boards	-	1. Indore Bulls Private Limited	
14	Remuneration Last Drawn	-	Rs. 1 lacs Siting for the FY 2021-22	Rs. 1 lacs Siting for the FY 2021-22

**BRIEF PROFILE AND PARTICULARS OF THE DIRECTORS SEEKING APPOINTMENT/
RE-APPOINTMENT IN THE ENSUING ANNUAL GENERAL MEETING**

1	Name in Full	Durgalal Tuljaram Manwani	Suresh Patel
2	DIN	07114081	00012072
3	DOB	01.03.1947	09.01.1943
4	Father's name/ Husband name in full	Late Shri Tulja Ram Manwani	Late Shri Jash Bhai Patel
5	Business Occupation	Business	Business
6	No. of Shares held in the Company	-	418383 Eq. Shares
7	Nationality of origin	Indian	Indian
8	Educational Qualification	B. E. (Mechanical), MBA (Finance), PhD	B. E. (Civil)
9	Date of first appointment on the Board	25/08/2017 as an Independent Director	14/02/2020 as an Executive Director
10	Brief Profile	Mr. Durgalal Tuljaram Manwani holds a bachelor's degree in Mechanical engineering from Indore Vishwavidyalaya and MBA in Finance from DAVV, Indore and also holds a doctorate in philosophy from Symbiosis International University, Pune and he has over 36 years of experience in manufacturing companies and is a visiting faculty member in various management institutes across India. He has worked in HAL, Nucon, Fluidomat and is presently Managing Director in Quantile Analytics Private Limited, Indore.	Mr. Suresh Patel has an enormous experience of more than 28 years in the Engineering Industry.
11	Relationship with other Directors, manager and Key Managerial Personnel of the company	Not related to any Director of the Company	Mr. Suresh Patel is Promoter of the Company and Uncle of Mr. Pratik Patel
12	Board Committee's updates	Automatically continue to be a member of the Audit Committee, the Nomination and Remuneration Committee and the Corporate Social Responsibility Committee, the committees mandatorily required to be constituted as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Automatically continue to be a member of the Corporate Social Responsibility Committee and Executive & Borrowing Committee, the committees mandatorily required to be constituted as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
13	List of outside Company's directorships/ Membership/ Chairmanship of Committees of other boards	1. Quantile Analytics Private Limited 2. Jash USA Inc	-
14	Remuneration Last Drawn	Rs. 0.75 lacs Siting for the FY 2021- 22	Rs. 40.64 lacs for the FY 2021-22

Enclosure II To Notice of AGM 2022**PROPOSED RELATED PARTY TRANSACTIONS 2022-23**

Sr.	Name of The Related Parties	Nature of Contracts/ Arrangement/Transaction	Name of the Directors key managerial who is related, if any	Nature of Relationship	Proposed Duration of the Contracts/ Arrangements/Transactions During the FY 2022-23	Salient Terms of the Contracts or Arrangement or Transactions	Monetary Value
1	Shivpad Engineers Pvt. Ltd.	Sale	Mr. Pratik Patel Mr. Dharmendra Jain	Wholly Owned Subsidiary	Continuous	As per agreed terms & on Arm's Length and in ordinary course of business	10,00,00,000/-
2	Jash USA Inc. DBA Rodney Hunt	Sale	Mr. Pratik Patel	Wholly Owned Subsidiary	Continuous	As per agreed terms & on Arm's Length and in ordinary course of business	75,00,00,000/-
3	Mahr Maschinenbau Ges.m.b.h	Sale	Mr. Pratik Patel	Wholly Owned Subsidiary	Continuous	As per agreed terms & on Arm's Length and in ordinary course of business	5,00,00,000/-
4	Engineering & Manufacturing Jash Ltd.	Sale	Mr. Pratik Patel	Wholly Owned Subsidiary	Continuous	As per agreed terms & on Arm's Length and in ordinary course of business	5,00,00,000/-
5	Micro Flat Datums Pvt. Ltd.	Sale	Mr. Pratik Patel Mr. Suresh Patel	a private company in which a director or his relative is a member or director	Continuous	As per agreed terms & on Arm's Length and in ordinary course of business	5,00,00,000/-
6	Shivpad Engineers Pvt Ltd.	Purchase	Mr. Pratik Patel Mr. Dharmendra Jain	Wholly Owned Subsidiary	Continuous	As per agreed terms & on Arm's Length and in ordinary course of business	2,00,00,000/-
7	Jash USA Inc. DBA Rodney Hunt	Purchase	Mr. Pratik Patel	Wholly Owned Subsidiary	Continuous	As per agreed terms & on Arm's Length and in ordinary course of business	5,00,00,000/-

8	Jash USA Inc. DBA Rodney Hunt Inc.	Job Work	Mr. Pratik Patel	Wholly Owned Subsidiary	Continuous	As per agreed terms & on Arm's Length and in ordinary course of business	2,00,00,000/-
9	JASH Flowcon Engineers	Job Work	Mr. Pratik Patel	A firm, in which a director, manager, or his relative is a partner	Continuous	As per agreed terms & on Arm's Length and in ordinary course of business	1,00,00,000/-
10	Patamin Investments Pvt Ltd.	Lease	Mr. Pratik Patel Mr. Suresh Patel	a private company in which a director or his relative is a member or director	Continuous	As per agreed terms & on Arm's Length basis.	2,00,00,000/-
11	Mahr Maschinenba u Ges.m.b.h	Services	Mr. Pratik Patel	Wholly Owned Subsidiary	Continuous	As per agreed terms & on Arm's Length basis	1,00,00,000/-