



JASH ENGINEERING LIMITED

CIN: L28910MP1973PLC001226

Registered Address :31, Sector - C, Industrial Area, Sanwer Road, Indore - 452015 (MP)

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Email Id : info@jashindia.com / Website: www.jashindia.com

NOTICE

Section 101 of the Act and Rule 18 of the Companies (Management and Administration) Rules, 2014

NOTICE is hereby given that the Fiftieth Annual General Meeting ("50th AGM") of Jash Engineering Limited will be held on Thursday, 26th September, 2024 at 11.00 A.M (IST), through Video Conferencing (VC)/Other Audio Visual Mode (OAVM) facility to transact the following business(es):

Ordinary Businesses:

- To receive, consider and adopt:
 - Audited standalone financial statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors' and Auditor's thereon;
 - Audited consolidated financial statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditor's thereon.
- To consider and declare Final Dividend of 72% i.e. @Rs. 7.20/- per share out of the profits for the year 2023-24.
- To consider re-appointment of Mr. Rahul Patel (DIN: 09201061) as a Director who retires by rotation and, being eligible, offers himself for re-election.

Mr. Rahul Patel (DIN: 09201061) 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. Accordingly, he will continue as Director of the Company till the Annual General Meeting and his re-appointment is proposed hereof.

Special Businesses:

- 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, 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 subsidiaries and Joint Venture as defined under the Act and Regulation of the Listing Regulations 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 50th AGM and ending at the date of the 51th 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.”

5. **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, 2024, 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.”

6. **Continuation of Mr. Axel Schutte (DIN: 02591276) as a Non-Executive Non-Independent Director of the Company on completion of 75 years of age. To consider and give assent or dissent to the following Special Resolution:**

RESOLVED THAT pursuant to regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval be and is hereby accorded for continuation of Mr. Axel Schutte (DIN: 02591276) as a Non-Executive Non Independent Director of the Company liable to retire by rotation, who will attain the age of 75 years on December 26th, 2024.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto.”

7. **Sub-Division / Split of Equity Shares of the Company. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

RESOLVED THAT pursuant to provisions of Section 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the provisions of the Memorandum and Articles of Association of the Company and subject to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 referred to as 'Listing Regulations' and other approvals, consents, permissions and sanctions as may be necessary from the appropriate statutory authority(ies) and based on the recommendation of the Board, approval of the members of the Company be and is hereby accorded for sub-division of 1 (One) Equity Share of the Company having a face value of Rs. 10/- (Rupees Ten only) each fully paid up into 5 (Five) Equity Shares having a face value of Rs. 2/- (Rupee Two only) each fully paid up on such date as may be fixed by the Board of Directors of the Company (hereinafter referred to as the **Board** which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred by the Board) for this purpose (hereinafter referred to as **Record Date**”);

RESOLVED FURTHER THAT pursuant to sub-division of equity shares of the Company, the Authorised, Issued, Subscribed and Paid-up Equity Share Capital of 1 (One) Equity Share of face value of Rs. 10/- (Rupees Ten only) each fully paid-up shall stand sub-divided into 5 (Five) Equity Shares of face value of Rs. 2/- (Rupees Two Only) each fully paid-up as existing on the Record Date and shall rank pari-passu in all respects with each other and carry the same rights as to the existing fully paid-up equity share of Rs.10/- (Rupees Ten only) each of the Company;

RESOLVED FURTHER THAT the approval of the members of the Company is hereby accorded to alter the existing Clause V of the Memorandum of Association of the Company relating to Capital by substituting with the following Clause V:

"V. The Authorised Share Capital of the Company is Rs. 14,00,00,000/- (Rupees Fourteen Crores) consisting of Rs. 13,49,00,000 (Rupees Thirteen Crores Forty-Nine Lakhs) divided into 6,74,50,000 equity shares of Rs. 2/- (Rupees Two Only) each and Rs. 51,00,000 (Rupees Fifty-One Lakhs only) divided into 5,10,000 preference shares of Rs. 10/- (Rupees Ten Only) each."

RESOLVED FURTHER THAT upon the sub-division of the Equity Shares as aforesaid, the existing share certificate(s) in relation to the existing equity shares having face value of Rs.10/- each (Rupees Ten Only) held in the physical form, if any, shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date (as determined by the Board of Directors of the Company) and the Company may, without requiring the surrender of the existing share certificate(s), issue and dispatch the new share certificate(s) of the Company in lieu of such existing share certificate(s) subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014 amended from time to time and in the case of equity shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the Members with the depository participants, in lieu of the existing credits representing the equity shares of the Company before sub-division and the Company shall undertake such Corporate Action(s) as may be necessary in relation to the existing equity shares;

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board / Committee of the Board or any officer(s) authorized by the Board of Directors, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

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

**Date: 8th August 2024
Place: Indore**

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

Notes:

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by “COVID-19”, General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to “Clarification on holding of Annual General Meeting (“AGM”) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)” (collectively referred to as “MCA Circulars”) permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
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 Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.
4. 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.
5. Members are also requested to confirm their email ID, or otherwise notify changes in the email ID, if there is any to which the Company could forward all communications, notices, annual report and copies of accounts.
6. 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/Authorization 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 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.
7. Book Closure and Record Date: The Register of Members and the Share Transfer Books of the Company will be closed from Friday, September 20th, 2024 to Thursday, September 26th, 2024 (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 Thursday, September 19th, 2024 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 Thursday, September 19th, 2024.
8. The final dividend, as recommended by the Board of Directors, if approved at the AGM, payment of such dividend subject to deduction of tax at source will be made within statutory time limit and/or after Thursday, September 26th, 2024 as under:

- (i) To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (“NSDL”) and the Central Depository Services (India) Limited (“CDSL”), as of the close of business hours on Thursday, September 19th, 2024;
- (ii) To all Members in respect of shares held in physical form after giving effect to transmission or transposition requests, change of name lodged with the Company as of the close of business hours on Thursday, September 19th, 2024.

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 November 17, 2023) has mandated that with effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.

Further, relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf

- 9. Deduction of Tax at Source on Dividend: Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders with effect from April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G (applicable to individual) / Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions as prescribed under the Act are met. To avail the benefit of non-deduction of tax at source, the documents are to be submitted through Form 15G and 15H can be downloaded from the website of the RTA viz - <https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html> on or before Thursday, September 19th, 2024 (06:00 p.m. IST). Shareholders are requested to note that if the PAN is not correct/ invalid/ inoperative or have not filed their income tax returns, then tax will be deducted at higher rates prescribed under Sections 206AA or 206AB of the Income-tax Act, as applicable and in case of invalid PAN, they will not be able to get credit of TDS from the Income Tax Department.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by uploading the documents at aforesaid link or sending an email to jashdivtax@linkintime.co.in.

The aforesaid declarations and documents need to be submitted by the shareholders on or before Thursday, September 19th, 2024 (06:00 p.m. IST).

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

- 10. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

a. For shares held in electronic form: to their Depository Participants (“DPs”)

b. For shares held in physical form: to the Company/RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/ CIR/2023/169 dated October 12, 2023. To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details.

11. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company’s website at www.jashindia.com and on the website of the Company’s RTA, Link Intime at <https://linkintime.co.in/>. It may be noted that any service request can be processed only after the folio is KYC Compliant.
12. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected 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 advised to dematerialize the shares held by them in physical form. Members can contact the Company or Link Intime, for assistance in this regard.
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Link Intime, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
14. 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 same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company’s website www.jashindia.com. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Link Intime in case the shares are held in physical form.
15. Information related to Investor Education and Protection Fund (“IEPF”) Pursuant to the provisions of Section 124 of the Act, the unpaid / unclaimed dividend for the financial year 2015-16 has been transferred by the Company to the Investor Education and Protection Fund (“IEPF”) established by the Central Government. In compliance with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”), the Company has already transferred dividend amount pertaining to the financial year 2015-16 to the IEPF Account, after providing necessary intimations to Members. Details of unpaid / unclaimed dividend and equity shares for the financial year 2015-16 are uploaded on the website of the Company as well as that of the MCA. No claim shall lie against the Company in respect of unclaimed dividend amount transferred to the IEPF Account, pursuant to the IEPF Rules. Members can however claim both the unclaimed dividend amount from the IEPF Authority by making applications in the manner provided in the IEPF Rules.

In terms of the provisions of Section 124(5) of the Act, dividend for the Financial Year 2016-17 and the dividends for the subsequent years, which remain unpaid or unclaimed for a period of seven consecutive years will be transferred to IEPF. Further, in terms of the provisions of the IEPF Rules, equity shares in respect of which dividend has not been paid or claimed for seven consecutive years or more from the date of declaration will also be transferred to IEPF Account, which is operated by the IEPF Authority in terms of the IEPF Rules.

Members, who have so far not encashed their dividend relating to the financial year 2016-17 are requested to do so by November 5th, 2024 by writing to the Company at the Registered Office of the Company or mail at csjash@jashindia.com, failing which the dividend and the equity shares relating thereto will be transferred to the IEPF.

16. 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.
17. The Company has been maintaining all statutory registers at the Registered Office of the Company. In accordance with the MCA Circulars the Registers which are permissible for inspection of members shall be available for inspection by the members.

18. The attendance of the members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
19. 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 September 17th, 2024.
20. In case of joint holders attending the Meeting, only such joint holder attending the Meeting who is higher in the order of names as per the Register of Members of the Company will be entitled to vote.
21. The details of Directors seeking appointment/reappointment at this Annual General Meeting as required under Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India is annexed hereto.

22. 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 Monday, September 23rd, 2024 (09.00 a.m.) and ends on, Wednesday, September 25th, 2024 (5.00 p.m.). During this period members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date, 19th September 2024 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 in physical or E-mode 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 be immediately 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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with NSDL	<p>METHOD 1 - If registered with NSDL IDeAS facility</p> <ul style="list-style-type: none"> • Users who have registered for NSDL IDeAS facility: <ol style="list-style-type: none"> a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "Login". b) Enter user id and password. Post successful authentication, click on "Access to e-voting".

	<p>c) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period and e-voting during AGM.</p> <ul style="list-style-type: none"> • User not registered for IDEAS facility: <ol style="list-style-type: none"> a) To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDEAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp “ b) Proceed with updating the required fields. c) Post registration, user will be provided with Login ID and password. d) After successful login, click on “Access to e-voting”. d) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period and e-voting during AGM. <p>METHOD 2 - By directly visiting the e-voting website of NSDL:</p> <ol style="list-style-type: none"> a) Visit URL: https://www.evoting.nsdl.com/ b) Click on the “Login” tab available under ‘Shareholder/Member’ section. c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see “Access to e-voting”. e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period and e-voting during AGM.
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>METHOD 1 – From Easi/Easiest</p> <ul style="list-style-type: none"> • Users who have registered/ opted for Easi/Easiest <ol style="list-style-type: none"> a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration. b) Click on New System Myeasi c) Login with user id and password d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period. f) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period and e-voting during AGM. • Users not registered for Easi/Easiest <ol style="list-style-type: none"> a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration / https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration b) Proceed with updating the required fields. c) Post registration, user will be provided Login ID and password. d) After successful login, user able to see e-voting menu. g) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period and e-voting during AGM.

	<p>METHOD 2 - By directly visiting the e-voting website of CDSL.</p> <ol style="list-style-type: none"> i. Visit URL: https://www.cdslindia.com/ ii. Go to e-voting tab. iii. Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”. iv. System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account h) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period and e-voting during AGM.
<p>Individual Shareholders (holding securities in Demat mode) & login through their Depository participants (“DP”)</p>	<p>Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.</p> <ol style="list-style-type: none"> a) Login to DP website b) After Successful login, members shall navigate through “e-voting” tab under Stocks option. c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu. d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period and e-voting during AGM.
<p>Individual Shareholders holding securities in Physical mode & E-voting service provider is Link Intime.</p>	<ol style="list-style-type: none"> 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in <ol style="list-style-type: none"> A. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: - <ol style="list-style-type: none"> a) User ID: Shareholders/ members holding shares in physical form shall provide Event No. + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 characters DP ID followed by 8 digit client ID; Shareholders holding shares in CDSL demat account shall provide 16 digit beneficiary ID. 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) DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) d) 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> B. 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). C. Click “confirm” (Your password is now generated). 2. Click on ‘Login’ under ‘SHARE HOLDER’ tab. 3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’. 4. After successful login, you will be able to see the notification for e-voting.

	<p>Select 'View' icon.</p> <p>5. E-voting page will appear.</p> <p>6. 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).</p> <p>7. 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.</p>
<p>Institutional shareholders:</p>	<p>STEP 1 - Registration</p> <ol style="list-style-type: none"> a) Visit URL: https://instavote.linkintime.co.in b) Click on Sign up under "Corporate Body/ Custodian/Mutual Fund" c) Fill up your entity details and submit the form. d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in. e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID. f) While first login, entity will be directed to change the password and login process is completed. <p>STEP 2 -Investor Mapping</p> <ol style="list-style-type: none"> a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above. b) Click on "Investor Mapping" tab under the Menu Section c) Map the Investor with the following details: <ol style="list-style-type: none"> a. 'Investor ID' - <ol style="list-style-type: none"> i. <i>Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678</i> ii. <i>Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.</i> b. 'Investor's Name' - Enter full name of the entity. c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department. d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card. d) Click on Submit button and investor will be mapped now. e) The same can be viewed under the "Report Section". <p>STEP 3 - Voting through remote e-voting.</p> <p>The corporate shareholder can vote by two methods, once remote e-voting is activated:</p> <p>METHOD 1 - VOTES ENTRY</p> <ol style="list-style-type: none"> a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above. b) Click on 'Votes Entry' tab under the Menu section.

	<p>c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.</p> <p>d) Enter '16-digit Demat Account No.' for which you want to cast vote.</p> <p>e) 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).</p> <p>f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.</p> <p>g) 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. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).</p> <p>VOTES UPLOAD:</p> <p>a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.</p> <p>b) You will be able to see the notification for e-voting in inbox.</p> <p>c) Select 'View' icon for 'Company's Name / Event number'. E-voting page will appear.</p> <p>d) Download sample vote file from 'Download Sample Vote File' option.</p> <p>e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.</p> <p>f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).</p>
<p>In case Individual Shareholders holding securities in Physical mode & E-voting service Provider is Link Intime, have forgotten the password:</p>	<p>If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in</p> <p>o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'</p> <p>o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".</p> <p><i>In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders 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 a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.</i></p> <p><u>User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate):</u> Your User ID is Event No + Folio Number registered with the Company</p> <p><u>User ID for Shareholders holding shares in NSDL demat account</u> is 8 Character DP ID followed by 8 Digit Client ID</p> <p><u>User ID for Shareholders holding shares in CDSL demat account</u> is 16 Digit Beneficiary ID.</p>
<p>Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:</p>	<p>If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in</p> <p>o Click on 'Login' under 'Corporate Body/ Custodian/Mutual Fund' tab and further Click 'forgot password?'</p>

	<p>o Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".</p> <p><i>In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders 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 a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.</i></p>
<p>Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:</p>	<p>Shareholders 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.</p> <ul style="list-style-type: none"> ➤ 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: 022-48867000 and 022-24997000
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.: 1800225533.

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:

- 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.

- 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. Thursday, 26th September, 2024.
- 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. 19th September, 2024, 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.

23. Instructions for attending the Annual General Meeting through InstaMeet:

- Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “Login”

▶ 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).

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/csjash@jashindia.com from Wednesday, 18th September, 2024 to Sunday 22nd September, 2024.
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

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 be immediately 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.

By order of the Board
Jash Engineering Limited

Date: 8th August 2024
Place: Indore

Sd/
Tushar Kharpade
Company Secretary & Compliance Officer

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

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 & Agenda.

The Securities and Exchange Board of India ('SEBI'), vide its notification dated November 09, 2021, has notified SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021 ('Amendments') introducing amendments to the provisions pertaining to the Related Party Transactions under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Given the nature of the business, the Company works closely with its related parties to achieve its business objectives and enters into various operational transactions, from time to time, in the ordinary course of business and on arm's length basis. The Management has provided to the Audit Committee all required and relevant details of the proposed transactions including rationale, material terms etc. and after due deliberations at the meeting of Audit Committee, the Independent Directors who are members of the Audit Committee have approved the said material related party transactions and noted that these proposed transactions will be in the ordinary course of business and on arm's length basis.

Accordingly, it is in the above context that the resolutions as set out at Item Nos. 4 are proposed for the approval of the members under the SEBI Listing Regulations.

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), Mr. Rahul Patel (DIN: 09201061), 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. 5

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, 2024 as per the following details:

Sr. No.	Name of Cost Auditor	Audit Fees (INR)
1.	M/s. M.P. Turakhia & Associates	75,000/- 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. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2024. 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. 6

Mr. Axel Schutte (DIN: 02591276), Non-Executive Non-Independent Director, of the Company was appointed on the Board of the Company on September 30, 1995, in terms of Companies Act, 2013.

The Securities and Exchange Board of India (SEBI) has amended the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 vide circular dated May 9, 2018, which requires continuance of any Non-Executive Director who has attained the age of 75 years after seeking the prior approval of shareholders by way of a Special Resolution.

Mr. Axel Schutte will attain the age of 75 years on December 26, 2024, hence approval by way of Special Resolution is placed before the shareholders in order to comply with the aforesaid circular. Mr. Axel Schutte has been effectively performing his duties and providing valuable guidance to the Company in key strategic matters from time to time.

The Board is of the opinion that Mr. Axel Schutte's rich and diverse experience is a valuable asset to the Company which adds value and enriched point of view during Board discussions and decision making. He is also a person of integrity who possesses required expertise and his association as Non-Executive Non Independent Director will be beneficial to the Company.

None of the Directors or Key Managerial Personnel of the Company except Mr. Axel Schutte himself or their relatives are concerned or interested in the proposed resolution.

The Board recommends the special resolution as set out at Item No.6 of the Notice for approval by the shareholders.

Item No. 7

In order to improve the liquidity of Company's Share and to make it more affordable for small investors and also to broad base of small investors, the Board of directors of the Company in their meeting held on 8th August, 2024 recommended to sub-divide (split) Company's 1(One) Equity share of face value of Rs. 10/- (Rupees Ten Only) each into 5 (Five) Equity Shares of Face Value of Rs. 2/- (Rupees Two Only) each subject to the approval of members.

The Record date for the aforesaid sub-division of the equity shares shall be fixed by the Board of Directors.

Upon approval of shareholder for the sub-division of equity shares, in case the equity shares are held in physical form, the old share certificates of face value of Rs. 10/- each will stand cancelled on the record date and the new share certificate(s) of nominal value of Rs. 2/- each, fully paid up, will be dispatched to the shareholders, in case the equity shares are in dematerialized form, the sub-divided equity shares will be directly credited to the shareholder's demat account on record date, in lieu of their existing equity shares.

Pursuant to the provisions of Section 13, 14 and 61 of the Companies Act, 2013 approval of the Members is required for sub-division of shares and consequent amendment to Clause V of the Memorandum of Association of the Company.

Accordingly, the resolutions set out at Item No. 7 seek approval of the Members for the proposed subdivision of face value of the Equity Shares and the consequent amendments to the existing Clause V of the Memorandum of Association of the Company.

The Board of Directors is of the opinion that the aforesaid sub-division of the face value of Equity Shares, is in the best interest of the Company and hence recommends passing of the resolutions set out at Item No. 7 as Special Resolution.

None of the Directors / Key Managerial Personnel of the Company except Mr. Pratik Patel (DIN: 00780920), Mr. Suresh Patel (DIN: 00012072), Mr. Rahul Patel (DIN: 09201061) or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company, if any.

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

Date: 8th August 2024

Place: Indore

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



Enclosure I to Notice of AGM 2024

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

1	Name in Full	Mr. Rahul Patel	Mr. Axel Schutte
2	DIN	09201061	02591276
3	DOB	26.01.1984	26.12.1949
4	Father's name/ Husband name in full	Late Mr. Udayanbhai Jashbhai Patel	Mr. Alfred Hans Schutte
5	Business Occupation	Business	Business
6	No. of Shares held in the Company	Eq. Shares 71,417	Eq. Shares 5,92,807
7	Nationality of origin	Indian	Germany
8	Educational Qualification	Bachelor of Science in Electrical Engineering – University of Houston, USA	B.A. (Economics)
9	Date of first appointment on the Board	14 th November 2022	30 th September 1995
10	Brief Profile	Mr. Rahul Patel is qualified as Bachelor of Science in Electrical Engineering, University of Houston, USA, after graduation he was worked in M/s Toshiba Ind. Corp, USA as a Field Service Engineer for Variable Frequency Drives. He is actively involved in Product Development, Production, Planning, Vendor Development, Quality Management, Finance etc of M/s Micro Flat Datums Pvt Ltd, Gujarat. He has experience of more than 11 years in successfully managing the state of affairs of the business especially the matters concerning to management, quality production, and achieving inorganic growth.	He has wide business experience in many countries and is on the board since 1995 He has experience of over 40 years in the Engineering Industry and is an expert on Knife gate and bulk solids handling valves
11	Relationship with other Directors, manager and Key Managerial Personnel of the company	Cousin brother of Mr. Pratik Patel.	Not related to any Director of the Company
12	Board Committee's updates	-	-
13	List of outside Company's directorships/ Membership/ Chairmanship of Committees of other boards	-	-
14	Remuneration Last Drawn	-	-

Enclosure II To Notice of AGM 2024**PROPOSED RELATED PARTY TRANSACTIONS 2024-25**

1	Name of the related party	Shivpad Engineers Private Limited
2	Nature of relationship [including nature of its interest (financial or otherwise)]	Shivpad Engineers Private Limited is a Wholly Owned Subsidiary of Jash Engineering Limited. Hence, Shivpad Engineers Private Limited and Jash Engineering Limited are related parties.
3	Type of the proposed transaction	a) Sale, purchase or supply of any goods or materials; b) Any transfer of resources, services or obligations to meet its objectives/ requirements
4	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments. Monetary value of transactions subject to a maximum of Rs. 6 crores through contracts/arrangements for the Financial Year 2024-25 with effect from FY 2024-25.
5	Particulars of the proposed transaction	As provided in Serial Number 3 above
6	Tenure of the transaction	Contractual commitments expected for the Financial Year 2024-25.
7	Value of the proposed transaction	As provided in Serial Number 4 above
8	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Value of the proposed transaction represents 1.15% of the consolidated turnover of the Company for FY 2023-24.
9	Justification of the proposed transaction	The proposed RPTs will enable the Company to achieve its sales target and Further, the proposed RPT's will be in the best interest of the members.
10	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11	Name of the Director or Key Managerial Personnel, who is related	Mr. Pratik Patel Mr. Dharmendra Jain
12	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given:	
	1. Source of funds	Not Applicable
	2. In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and •tenure of the indebtedness	Not Applicable
	3. Terms of the loan, inter-corporate deposits, advances or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not Applicable

	4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

1	Name of the related party	Jash USA Inc. DBA Rodney Hunt
2	Nature of relationship [including nature of its interest (financial or otherwise)]	Jash USA Inc. DBA Rodney Hunt is a Wholly Owned Subsidiary of Jash Engineering Limited. Hence, Jash USA Inc. DBA Rodney Hunt and Jash Engineering Limited are related parties.
3	Type of the proposed transaction	a) Sale, purchase or supply of any goods or materials; b) Job Work/ Rework c) Any transfer of resources, services or obligations to meet its objectives/ requirements
4	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments. Monetary value of transactions subject to a maximum of Rs. 106 crores through contracts/arrangements for the Financial Year 2024-25 with effect from FY 2024-25.
5	Particulars of the proposed transaction	As provided in Serial Number 3 above
6	Tenure of the transaction	Contractual commitments expected for the Financial Year 2024-25
7	Value of the proposed transaction	As provided in Serial Number 4 above
8	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Value of the proposed transaction represents 20.31% of the consolidated turnover of the Company for FY 2023-24.
9	Justification of the proposed transaction	The proposed RPTs will enable the Company to achieve its sales target and Further, the proposed RPT's will be in the best interest of the members.
10	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11	Name of the Director or Key Managerial Personnel, who is related	Mr. Pratik Patel
12	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given:	
	1. Source of funds	Not Applicable
	2. In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and •tenure of the indebtedness	Not Applicable

	3. Terms of the loan, inter-corporate deposits, advances or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not Applicable
	4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

1	Name of the related party	Micro Flat Datums Private Limited
2	Nature of relationship [including nature of its interest (financial or otherwise)]	Micro Flat Datums Private Limited is a private company in which a director or his relative is a member or director. Hence, Micro Flat Datums Private Limited and Jash Engineering Limited are related parties.
3	Type of the proposed transaction	a) Sale, purchase or supply of any goods or materials; b) Any transfer of resources, services or obligations to meet its objectives/ requirements
4	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments. Monetary value of transactions subject to a maximum of Rs. 2 crores through contracts/arrangements for the Financial Year 2024-25 with effect from FY 2024-25.
5	Particulars of the proposed transaction	As provided in Serial Number 3 above
6	Tenure of the transaction	Contractual commitments expected for the Financial Year 2024-25.
7	Value of the proposed transaction	As provided in Serial Number 4 above
8	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Value of the proposed transaction represents 0.38% of the consolidated turnover of the Company for FY 2023-24.
9	Justification of the proposed transaction	The proposed RPTs will enable the Company to achieve its sales target and Further, the proposed RPT's will be in the best interest of the members.
10	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11	Name of the Director or Key Managerial Personnel, who is related	Mr. Pratik Patel Mr. Suresh Patel Mr. Rahul Patel
12	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given:	
	1. Source of funds	Not Applicable
	2. In case any financial indebtedness is incurred to make or give loans,	Not Applicable

	intercorporate deposits, advances or investment: <ul style="list-style-type: none"> • Nature of indebtedness; • cost of funds; and •tenure of the indebtedness 	
	3. Terms of the loan, inter-corporate deposits, advances or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not Applicable
	4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

1	Name of the related party	JASH Flowcon Engineers
2	Nature of relationship [including nature of its interest (financial or otherwise)]	JASH Flowcon Engineers is a firm, in which a director, manager, or his relative is a partner. Hence, JASH Flowcon Engineers and Jash Engineering Limited are related parties.
3	Type of the proposed transaction	1. Job Work 2. Any transfer of resources, services or obligations to meet its objectives/ requirements
4	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments. Monetary value of transactions subject to a maximum of Rs. 1.5 crore through contracts/arrangements for the Financial Year 2024-25 with effect from FY 2024-25.
5	Particulars of the proposed transaction	As provided in Serial Number 3 above
6	Tenure of the transaction	Contractual commitments expected for the Financial Year 2024-25
7	Value of the proposed transaction	As provided in Serial Number 4 above
8	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Value of the proposed transaction represents 0.29% of the consolidated turnover of the Company for FY 2023-24.
9	Justification of the proposed transaction	The proposed RPTs will enable the Company to achieve its sales target and Further, the proposed RPT's will be in the best interest of the members.
10	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11	Name of the Director or Key Managerial Personnel, who is related	Mr. Pratik Patel Mr. Suresh Patel Mr. Rahul Patel
12	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given:	
	1. Source of funds	Not Applicable

	2. In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and •tenure of the indebtedness	Not Applicable
	3. Terms of the loan, inter-corporate deposits, advances or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not Applicable
	4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

1	Name of the related party	Patamin Investments Private Limited
2	Nature of relationship [including nature of its interest (financial or otherwise)]	Patamin Investments Private Limited is a private company in which a director or his relative is a member or director. Hence, Patamin Investments Private Limited and Jash Engineering Limited are related parties.
3	Type of the proposed transaction	a) sale, purchase or supply of any goods or materials; b) Lease; c) Any transfer of resources, services or obligations to meet its objectives/ requirements
4	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments. Monetary value of transactions subject to a maximum of Rs. 75 Lacs through contracts/arrangements for the Financial Year 2024-25 with effect from FY 2024-25.
5	Particulars of the proposed transaction	As provided in Serial Number 3 above
6	Tenure of the transaction	Contractual commitments expected for the Financial Year 2024-25.
7	Value of the proposed transaction	As provided in Serial Number 4 above
8	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Value of the proposed transaction represents 0.14% of the consolidated turnover of the Company for FY 2023-24.
9	Justification of the proposed transaction	The proposed RPTs will help the Company in achieving its growth targets and this would bring operational efficiencies. Further, the proposed RPT's will be in the best interest of the members
10	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.

11	Name of the Director or Key Managerial Personnel, who is related	Mr. Pratik Patel Mr. Rahul Patel
12	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given:	
	1. Source of funds	Not Applicable
	2. In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and •tenure of the indebtedness	Not Applicable
	3. Terms of the loan, inter-corporate deposits, advances or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not Applicable
	4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

1	Name of the related party	Mahr Maschinenbau Ges.m.b.h
2	Nature of relationship [including nature of its interest (financial or otherwise)]	Mahr Maschinenbau Ges.m.b.h is a Wholly Owned Subsidiary of Jash Engineering Limited. Hence, Mahr Maschinenbau Ges.m.b.h and Jash Engineering Limited are related parties.
3	Type of the proposed transaction	a) sale, purchase or supply of any goods or materials; b) availing or rendering of any services; c) Any transfer of resources, services or obligations to meet its objectives/ requirements
4	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments. Monetary value of transactions subject to a maximum of Rs. 5 crores through contracts/arrangements for the Financial Year 2024-25 with effect from FY 2024-25.
5	Particulars of the proposed transaction	As provided in Serial Number 3 above
6	Tenure of the transaction	Contractual commitments expected for the Financial Year 2024-25
7	Value of the proposed transaction	As provided in Serial Number 4 above
8	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Value of the proposed transaction represents 0.96% of the consolidated turnover of the Company for FY 2023-24.
9	Justification of the proposed transaction	The proposed RPTs will enable the Company to achieve its

		sales target and Further, the proposed RPT's will be in the best interest of the members.
10	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11	Name of the Director or Key Managerial Personnel, who is related	Mr. Pratik Patel
12	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given:	
	1. Source of funds	Not Applicable
	2. In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: <ul style="list-style-type: none"> • Nature of indebtedness; • cost of funds; and •tenure of the indebtedness 	Not Applicable
	3. Terms of the loan, inter-corporate deposits, advances or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not Applicable
	4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

1	Name of the related party	JASH Invent India Private Limited
2	Nature of relationship [including nature of its interest (financial or otherwise)]	JASH Invent India Private Limited is Joint venture of Jash Engineering Limited. Hence, Jash Invent India Pvt Ltd and Jash Engineering Limited are related parties.
3	Type of the proposed transaction	a) Sale, purchase or supply of any goods or materials; b) Availing or rendering of any services; c) Any transfer of resources, services or obligations to meet its objectives/ requirements
4	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments. Monetary value of transactions subject to a maximum of Rs. 6 crores through contracts/arrangements for the Financial Year 2024-25 with effect from FY 2024-25
5	Particulars of the proposed transaction	As provided in Serial Number 3 above
6	Tenure of the transaction	Contractual commitments expected for the Financial Year 2024-25
7	Value of the proposed transaction	As provided in Serial Number 4 above
8	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is	Value of the proposed transaction represents 1.15% of the consolidated turnover of the Company for FY 2023-24.

	represented by the value of the proposed transaction	
9	Justification of the proposed transaction	The proposed RPTs will enable the Company to achieve its sales target and Further, the proposed RPT's will be in the best interest of the members.
10	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11	Name of the Director or Key Managerial Personnel, who is related	Mr. Pratik Patel Mr. Dharmendra Jain
12	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given:	
	1. Source of funds	Not Applicable
	2. In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and •tenure of the indebtedness	Not Applicable
	3. Terms of the loan, inter-corporate deposits, advances or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not Applicable
	4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

1	Name of the related party	Waterfront Fluid Controls Limited UK
2	Nature of relationship [including nature of its interest (financial or otherwise)]	Waterfront Fluid Controls Limited UK is a Subsidiary of Jash Engineering Limited. Hence, Waterfront Fluid Controls Limited UK and Jash Engineering Limited are related parties.
3	Type of the proposed transaction	a) Sale, purchase or supply of any goods or materials; b) Any transfer of resources, services or obligations to meet its objectives/ requirements
4	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments. Monetary value of transactions subject to a maximum of Rs. 11 crore through contracts/arrangements for the Financial Year 2024-25 with effect from FY 2024-25.
5	Particulars of the proposed transaction	As provided in Serial Number 3 above
6	Tenure of the transaction	Contractual commitments expected for the Financial Year 2024-25.

7	Value of the proposed transaction	As provided in Serial Number 4 above
8	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Value of the proposed transaction represents 2.11% of the consolidated turnover of the Company for FY 2023-24.
9	Justification of the proposed transaction	The proposed RPTs will enable the Company to achieve its sales target and Further, the proposed RPT's will be in the best interest of the members.
10	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11	Name of the Director or Key Managerial Personnel, who is related	Mr. Pratik Patel Mr. Dharmendra Jain
12	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given:	
	1. Source of funds	Not Applicable
	2. In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and •tenure of the indebtedness	Not Applicable
	3. Terms of the loan, inter-corporate deposits, advances or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not Applicable
	4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

1	Name of the related party	Engineering & Manufacturing Jash Limited
2	Nature of relationship [including nature of its interest (financial or otherwise)]	Engineering & Manufacturing Jash Limited is a Wholly Owned Subsidiary of Jash Engineering Limited. Hence, Engineering & Manufacturing Jash Limited and Jash Engineering Limited are related parties.
3	Type of the proposed transaction	a) Sale, purchase or supply of any goods or materials; b) Availing or rendering of any services; c) Any transfer of resources, services or obligations to meet its objectives/ requirements
4	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments. Monetary value of transactions subject to a maximum of Rs. 1 crores through contracts/arrangements for the Financial Year 2024-25 with effect from FY 2024-25.

5	Particulars of the proposed transaction	As provided in Serial Number 3 above
6	Tenure of the transaction	Contractual commitments expected for the Financial Year 2024-25
7	Value of the proposed transaction	As provided in Serial Number 4 above
8	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Value of the proposed transaction represents 0.19% of the consolidated turnover of the Company for FY 2023-24.
9	Justification of the proposed transaction	The proposed RPTs will enable the Company to achieve its sales target and Further, the proposed RPT's will be in the best interest of the members.
10	Details of the valuation report or external party report (if any) enclosed with the Notice	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.
11	Name of the Director or Key Managerial Personnel, who is related	Mr. Pratik Patel
12	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given:	
	1. Source of funds	Not Applicable
	2. In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and •tenure of the indebtedness	Not Applicable
	3. Terms of the loan, inter-corporate deposits, advances or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not Applicable
	4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
13	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice