

## NOTICE

Notice is hereby given that the 79th Annual General Meeting (“AGM”) of the Members of Jaya Hind Industries Private Limited, will be held on **Thursday, the 18th day of September, 2025 at 3.30 p.m.**, at the Registered Office of the Company, at Mumbai-Pune Road, Akurdi, Pune 411 035, to transact the following business:

### ORDINARY BUSINESS

1. To consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025, together with the Board’s Report and Auditors’ Report thereon.
2. To declare dividend for the Financial Year ending on 31st March, 2025.

### SPECIAL BUSINESS

#### 3. Ratification of remuneration to be paid to Cost Accountants

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

“RESOLVED THAT M/s. Dhananjay V. Joshi & Associates, Cost Accountants, Pune, who are appointed by the Board of Directors of the Company, to verify and review the cost records of the Company for the Financial Year 2025-2026, be paid remuneration of ₹ 2,10,000 (Rupees Two Lakhs Ten Thousand only) plus travelling, out of pocket expenses and taxes at actuals, if any.”

### NOTES:

1. Any Member entitled to vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and a proxy need not be a member of the Company. Proxy Forms and attendance slip and the route map is annexed to this Notice. The duly completed Proxy Forms, in all respects, must be received by the Company, at its Registered Office, before 48 hours of the scheduled time and date of the AGM. Any incomplete proxy form, not received before 48 hours, before the time and date of the scheduled Annual General Meeting, irrespective of method of delivery should not be acceptable and the concerned individual, appointed as the proxy will not be permitted to attend that meeting.
2. Pursuant to General Circular No. 20/2020 dated 5th May, 2020, 14/2020 dated 8th April, 2020, 02/2022 dated 5th May, 2022, 03/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022, 11/2022 dated 28th December, 2022, 09/2023 dated 25th

September, 2023 and 09/2024 dated 19th September, 2024 (collectively referred to as ‘MCA Circulars’), issued by the Ministry of Corporate Affairs and considering the applicable provisions of the Companies Act, 2013 (“the Act”), the Notice calling the AGM and the Annual Report for the Financial Year 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company.

3. Members desirous of obtaining any information concerning the accounts or operations of the Company are requested to address their questions to the Company Secretary of the Company at [jhi.secretarial@jayahind.com](mailto:jhi.secretarial@jayahind.com), so as to reach at least 7 clear days (working days) before the date of the Meeting so that the information required may be made available at the Meeting. Any request for details or any query not received, in the above referred manner or at least 7 clear days (working days), before the date of meeting, may not be responded.
4. Information on Tax Deductible at Source (“TDS”) on Dividend:

The Board recommended a dividend of ₹ 4 per fully paid equity share of ₹ 10/- each on 11,82,15,861 Equity shares, for the year ended 31st March, 2025. The dividend on equity shares is subject to the approval of the Shareholders at the ensuing Annual General Meeting (AGM) scheduled to be held on September 18, 2025. The Dividend once approved by the Shareholders, will be paid as per the statutory timelines and would involve a cash outflow of approximately ₹ 47.29 crores. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Shareholders effective April 1, 2020, and the Company is required to deduct tax at source (TDS) from dividend paid to the Shareholders at rates prescribed as per the Income-Tax Act, 1961. In order to obtain Forms for claiming tax exemption as per applicable threshold limits, shareholders are requested to send an email at [jhi.secretarial@jayahind.com](mailto:jhi.secretarial@jayahind.com). Where PAN is either not available or is invalid or is inoperative, tax shall be deducted at source @ 20% under Section 206AA of the IT Act.

The record date for the payment of dividend is September 11, 2025. Dividend will be paid, if approved by the shareholders at the ensuing AGM within the statutory timelines.

5. The Statement setting out the material facts, pursuant to Section 102 of the Act, concerning the Special Business mentioned in the Notice, is annexed hereto.
6. The Registers maintained and required to be kept open for inspection during the AGM as per the Act, will be made available for inspection by the Members during the AGM.
7. The Corporate Identification Number of the Company is U74999PN1947PTC005480.

8. The Directors' Identification Number of the Directors are as follows:

S. no.	Name of Director	DIN
1	Mr. Abhaykumar Navalmal Firodia	00025179
2	Mr. Prasan Abhaykumar Firodia	00029664
3	Mr. Mohindar Singh Bhogal	01303503
4	Mrs. Indira Abhaykumar Firodia	00035115
5	Mrs. Sunanda Sudhir Mehta	00289624
6	Mrs. Shribala Sagar Chordia	00041557
7	Mr. Pradeep Kanakmal Munot	00044924

By Order of the Board of Directors  
For **Jaya Hind Industries Private Limited**

**Prasan Abhaykumar Firodia**

Date : 25th August, 2025

Managing Director

Place : Pune

DIN : 00029664

**Registered Office :**

Mumbai - Pune Road,

Akurdi, Pune - 411 035

CIN : U74999PN1947PTC005480.

Website: [www.jayahind.com](http://www.jayahind.com)

Phone: (Board) +91 20 27473981

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

Setting out material facts concerning each item of the special business, as proposed in the notice.

#### Item No. 3

The Board of Directors, at their meeting held on 11th July, 2025 has appointed M/s. Dhananjay V. Joshi & Associates, Cost Accountants, Pune, to conduct verification and reviewing of the cost records of the Company, for the Financial Year 2025-2026, at a remuneration of ₹ 2,10,000/- (Rupees Two Lakhs Ten Thousand only) plus travelling, out of pocket expenses and taxes at actuals, if any.

Considering the applicable provisions of the Act and Rules made there under, approval of Members of the Company is being sought, as a matter of caution, by ordinary resolution for ratification of remuneration payable to Cost Accountants, though the said Cost Accountants are not appointed to audit the Cost Records of the Company.

None of the Promoters or Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, except to the extent of their respective shareholding if any, in the Company, in the said resolution.

The Board recommends the passing of resolution as an Ordinary Resolution as set out in Item No. 3 of this Notice for the approval of the Members of the Company.

By Order of the Board of Directors  
For **Jaya Hind Industries Private Limited**

**Prasan Abhaykumar Firodia**  
Managing Director  
DIN : 00029664

Date : 25th August, 2025  
Place : Pune

**Registered Office :**  
Mumbai - Pune Road,  
Akurdi, Pune - 411 035  
CIN : U74999PN1947PTC005480.  
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