



JUBILANT INGREVIA LIMITED
(CIN: L24299UP2019PLC122657)
Registered Office: Bhartiagram, Gajraula,
District Amroha - 244 223,
Uttar Pradesh, India
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POSTAL BALLOT NOTICE

[Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Commencement of e-voting period	9:00 a.m. (IST) on Monday, December 23, 2024
Conclusion of e-voting period	5:00 p.m. (IST) on Tuesday, January 21, 2025
Cut-off date for eligibility to vote	Friday, December 13, 2024

Dear Member(s),

Notice is hereby given pursuant to the provisions of Sections 108 and 110, and other applicable provisions of the Companies Act, 2013, as amended ("the Act"), read together with the Companies (Management and Administration) Rules, 2014, as amended, General Circular No. 09 / 2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars'), and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by Securities and Exchange Board of India ('SEBI') (hereinafter collectively referred to as "Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Listing Regulations'), Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable laws, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolutions appended below, be passed by the Members of the Company (as on Friday, December 13, 2024), through postal ballot ("the Postal Ballot") only by way of remote e-voting ("e-voting") for the following ordinary resolutions:

S.No.	Particulars
1.	Appointment of Mr. Vijay Kumar Srivastava as Director [DIN: 07381359]
2.	Appointment of Mr. Vijay Kumar Srivastava as a Whole-time Director [DIN: 07381359] designated as Chief of Operations & Whole - Time Director

Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statements pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof are

annexed to this postal ballot notice ("the Notice") for your consideration and forms part of this Notice.

The manner of voting on the proposed resolutions is restricted only to e-voting. Accordingly, the Notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company/ depository participant(s). The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing e-voting facility to its Members.

If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Notice, login ID, and password for e-voting. The communication of the assent (FOR) or dissent (AGAINST) of the members would only take place through e-voting. The details of the procedure to cast the vote forms part of the 'Notes' to this Notice.

The Board of Directors of the Company has appointed Mr. Rupinder Singh Bhatia, Practicing Company Secretary (Membership No. FCS- 2599, CP No. F2514) as the Scrutinizer for conducting the Postal Ballot process through e-voting, in a fair and transparent manner.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 p.m. (IST) on Tuesday, January 21, 2025. The e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time.

The Scrutinizer will submit his report to the Chairman of the Company or to the Company Secretary of the Company. The results of the Postal Ballot will be declared within 2 (two working days) from the conclusion of the e-voting period i.e. on or before 5:00 p.m. IST on Thursday, January 23, 2025 at the Corporate Office of the Company at Plot No. 1A, Sector 16A, Noida - 201 301, Uttar Pradesh and will also be available at Registered Office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh. The results along with the Scrutinizer's Report will also be communicated to the National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE') (hereinafter collectively referred to as '**Stock Exchanges**') where the Equity Shares of the Company are listed and will be displayed on the Company's website at www.jubilantingrevia.com as well as on the website of NSDL.

The last date of e-voting i.e. Tuesday, January 21, 2025, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESS:

Item No. 1

Appointment of Mr. Vijay Kumar Srivastava as Director [DIN: 07381359]

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and the Appointment and Remuneration Policy of the Company, Mr. Vijay Kumar Srivastava [DIN: 07381359] who was appointed as an Additional Director of the Company effective from November 1, 2024 in terms of Section 161(1) of the Act and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Item No. 2

Appointment of Mr. Vijay Kumar Srivastava as a Whole-time Director [DIN: 07381359] designated as Chief of Operations & Whole - Time Director

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions of the concerned authorities as may be necessary and subject to such other conditions and modifications as may be prescribed, imposed or suggested by such concerned authorities while granting such approvals, consents, permissions and sanctions and as may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise the powers conferred by this resolution), approval of members of the Company be and is hereby accorded to the appointment of Mr. Vijay Kumar Srivastava [DIN: 07381359] as a Whole-time Director designated as Chief of Operations & Whole-time Director ('COO & WTD') of the Company for a period of five years effective from November 1, 2024 on the following terms and conditions:

- A. Salary, perquisites and allowances up to ₹ 2.14 crore (Rupees two crore fourteen lac only) per annum.

Perquisites and allowance *interalia* include car allowance and reimbursement, special allowance, Group Term life insurance Premium, furnished/ unfurnished accommodation or house rent allowance, leave travel allowance/ concession, Personal accidental insurance, Group Medclaim and other benefits as per policies of the Company.
- B. Annual Performance linked Variable Pay of ₹ 0.53 crore. Payout of the Performance Pay would be determined based on Performance Parameters laid out in the Company's Variable Pay Plan.
- C. Company's contribution to Provident Fund to the extent not taxable under the Income Tax Act, 1961, gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and encashment of leave at the end of his tenure shall not be included in the computation of ceiling on remuneration.

D. Mr. Vijay Kumar Srivastava shall also be entitled to Retention Bonus and Stock Options as per Company's Long Term Incentive Plan.

RESOLVED FURTHER THAT the Board be and is hereby authorized to vary, alter or enhance (collectively referred to as 'Variation') the remuneration payable to COO & WTD from time to time, considering the performance of COO & WTD, profitability of the Company and other relevant factors, during the tenure of his appointment to the extent permitted under Section 197 read with Schedule V and other applicable provisions, if any, of the Act.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorised to do all such acts and deeds as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board to be in the best interest of the Company."

**By Order of the Board
For Jubilant Ingrevia Limited**

**Deepanjali Gulati
Company Secretary
FCS No. 5304**

**Noida
December 19, 2024**

NOTES:

- 1) The Explanatory Statement pursuant to Section 102 read with Section 110 of the Act and SS-2 stating all material facts and the reason/ rationale for the proposals is annexed herewith.
- 2) The Notice is being sent in electronic mode to those members whose names appear on the register of members / list of beneficial owners as received from NSDL and Central Depository Services (India) Limited ('CDSL') and whose e-mail address is registered with the Company /depository participant(s), as on Friday, December 13, 2024 ('Cut-off Date'). A person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.
- 3) The e-voting period commences at 9:00 a.m. (IST) on Monday, December 23, 2024 and ends at 5:00 p.m. (IST) on Tuesday, January 21, 2025. During this period, members of the Company, holding equity shares either in physical form or in dematerialized form, as on the Cut-off Date Friday, December 13, 2024, may cast their vote by e-voting. The e-voting will not be allowed beyond the aforesaid date and

time and the e-voting module shall be disabled by NSDL after the prescribed date and time for voting.

- 4) Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- 5) The voting rights of the members shall be in proportion of their shareholding to the total issued and paid – up equity share capital of the Company as on the Cut-off Date i.e. Friday, December 13, 2024.
- 6) In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e. by casting votes electronically instead of submitting Postal Ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members. The communication of the assent or dissent of the members would only take place through the e-voting system.
- 7) The Resolution and the explanatory statement may be treated as a written memorandum setting out the terms of appointment of Mr. Srivastava under Section 190 of the Act.
- 8) Members may please note that the Notice will also be available on the Company's website at www.jubilantingrevia.com, websites of the Stock Exchanges i.e. BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL at www.evoting.nsdl.com.
- 9) The Board of Directors of the Company has appointed Mr. Rupinder Singh Bhatia, Practicing Company Secretary (Membership No. FCS- 2599, CP No. F2514) as the Scrutinizer for conducting the Postal Ballot process through e-voting, in a fair and transparent manner.
- 10) The Scrutinizer will submit his report to the Chairman of the Company or in his absence to the Company Secretary of the Company, after completion of scrutiny of the e-voting, and the result of the e-voting by Postal Ballot will be declared within 2 (two working days) from the conclusion of the e-voting period i.e. on or before 5:00 p.m.

IST on Thursday, January 23, 2025 at the Corporate Office of the Company at Plot No. 1A, Sector 16A, Noida - 201 301, Uttar Pradesh and Registered Office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh. The results along with the Scrutinizer's Report will also be communicated to the Stock Exchanges where the Equity Shares of the Company are listed and will be displayed on the Company's website at www.jubilantingrevia.com as well as on the website of NSDL.

11) The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for e-voting i.e. Tuesday, January 21, 2025. Further, resolutions passed by the Members through Postal Ballot are deemed to have been passed as if they are passed at a general meeting of the Members.

12) In case of any queries or grievances relating to e-voting, you may contact Mr. Amit Vishal, Deputy Vice President, or Ms. Pallavi Mhatre, Senior Manager, at NSDL, T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai - 400051, India or send a e-mail at evoting@nsdl.com or call on 022 – 4886 7000 or contact Mr. J.K. Singla, General Manager, M/s. Alankit Assignments Limited ('RTA'), 205-208, Anar Kali Complex, Jhandewalan Extension, New Delhi-110 055, India or send email at rta@alankit.com or call on telephone No.: 011- 42541234.

13) Members holding shares in electronic mode, who have not registered their email addresses are requested to register their email addresses with their respective Depository Participant (DP).

Members holding shares in physical mode are requested to update their email addresses with the Company's RTA at rta@alankit.com. Members may follow the process detailed below for availing other services from RTA:

Type of Holder	Process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, M/s. Alankit Assignments Limited, either by email to rta@alankit.com or by post to M/s. Alankit Assignments Limited, Unit: Jubilant Ingrevia, 205-208, Anar Kali Complex, Jhandewalan Extension, New Delhi-110 055.	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in the Rule 19(1) of the Companies (Share Capital and Debenture) Rules, 2014	Form SH-13
	Declaration to opt out	Form ISR-3
	Cancellation of nomination by the holder(s) (along with ISR-3) / Change of nominee	Form SH-14
	Form for requesting issue of duplicate certificate and other service requests for shares / debentures / bonds, etc., held in physical form	Form ISR-4
	The forms for updating the above details are available at: https://www.jubilantingrevia.com/investors/investor-information/updation-of-kyc-details	
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.	

14) SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities and linking PAN with Aadhaar vide its circulars dated March 16, 2023, and November 17, 2023. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA M/s. Alankit Assignments Limited at rta@alankit.com. The forms for updating the same are available at <https://www.jubilantingrevia.com/investors/investor-information/updation-of-kyc-details>.

Members holding shares in electronic form are requested to submit their PAN to their depository participant(s).

Process to cast votes through e-voting:

The process to vote electronically on NSDL e-voting system consists of two steps:

Step 1: Access to NSDL e-voting system

Step 2: Cast your vote electronically on NSDL e-Voting system.

Step 1: Access to NSDL e-voting system





A) Login method for e-voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>A. NSDL IDeAS facility</p> <p><u>If you are already registered, follow the below steps:</u></p> <p>1. Visit the e-Services website of NSDL viz. https://eservices.nsd.com either on a Personal Computer or on a mobile.</p>

Type of shareholders	Login Method
	<p>2. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section.</p> <p>3. A new screen will open. You will need to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services section.</p> <p>4. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page.</p> <p>5. Click on options available against company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period.</p> <p><u>If you are not registered, follow the below steps:</u></p> <p>1. Option to register is available at https://eservices.nsd.com.</p> <p>2. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>3. After getting yourself registered, please follow steps given in points 1-5.</p> <p>B. e-voting website of NSDL</p> <p>1. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a personal computer or on a mobile.</p>

Type of shareholders	Login Method
	<p>2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.</p> <p>3. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>4. After successful authentication, you will be redirected to NSDL website wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.</p> <p>C. NSDL Mobile App</p> <p>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing users who have opted for CDSL Easi / Easiest facility, can login through their user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.</p>

Type of shareholders	Login Method
	<p>2. After successful login of Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and you may click on login icon & then click New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile No. & e-mail address as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility.</p>

Type of shareholders	Login Method
	<p>2. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature.</p> <p>3. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use 'Forget User ID' and 'Forget Password option' available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

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.com or call at 022 - 4886 7000.
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. 1800 21 09911.

B) Login Method for e-voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following

URL: <https://www.evoting.nsdl.com/> either on a personal Computer or on a mobile.

- Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices using your login credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Click on **"Physical User Reset Password?"**(If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request to evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-voting will open.
- Step 2: Cast your vote electronically on NSDL e-voting system**
- How to cast your vote electronically on NSDL e-voting system?
1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares having voting cycle.
 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-voting period.
 3. Now you are ready for e-voting as the Voting page opens.
 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
- General Guidelines for shareholders**
1. Institutional shareholders(i.e.other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rsbhataics@aol.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-voting"** tab in their login.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Mr. Amit Vishal, Deputy Vice President, or Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com or contact at NSDL, T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051, India.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this Notice:

1. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investors.ingrevia@jubl.com or rta@alankit.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investors.ingrevia@jubl.com or rta@alankit.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.

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

ITEM NO. 1 AND 2

In terms of the Appointment and Remuneration Policy of the Company (the 'Policy') and based on the

recommendation of the Nomination, Remuneration and Compensation Committee (the 'NRC Committee'), the Board of Directors appointed Mr. Vijay Kumar Srivastava as an Additional Director of the Company, effective from November 1, 2024 in terms of Section 161 of the Act.

Further, in terms of the Policy and based on the recommendation of the NRC Committee, the Board approved the appointment of Mr. Srivastava as Whole-time Director designated as Chief of Operations & Whole-time Director ('COO & WTD') of the Company for a period of five years effective from November 1, 2024 on the terms and conditions including remuneration as set out in the Resolution, subject to the approval of shareholders. The Board and the NRC Committee while appointing Mr. Srivastava as COO & WTD of the Company, have considered his background, experience and contributions to the Company.

Mr. Srivastava has more than 25 years of experience in Manufacturing across various industries including Petrochemicals, Engineering Polymers, Agro Chemicals, Organic & Inorganic Intermediates. He started his career with United Phosphorus Limited. He had enriching experience at Dupont; he joined E.I. Dupont (India) Private Limited as Quality and Technology Leader in July 2005 and became DPP Unit Head for Engineering Polymers in 2011. He then moved to Dupont Singapore as Unit Manager of the Polymerization Plant. In 2013, he rejoined E.I. Dupont (India) Private Limited and became Director-India Operations in 2015.

He has also worked with Deepak Nitrite Private Limited where he was responsible for EHSQ (Environment, Health, Safety & Quality), Operations, Supply Chain and Operations Excellence. He has also worked with S.I. Group India Private Limited at various leadership roles. He was appointed as President – Operations of the Company w.e.f. March 29, 2022.

Pursuant to the provisions of Section 152 (2) of the Act, every director of the Company has to be appointed in the general meeting of the Company. Further, pursuant to Regulation 17(1C) of the SEBI Listing Regulations, every listed entity shall ensure that approval of shareholders for appointment of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, his appointment as a Whole – Time Director also requires approval of the shareholders as per provisions of the Companies Act, 2013. Accordingly, approval of the shareholders is being sought for regularisation of the appointment of Mr. Srivastava as Director, liable to retire by rotation and also as a COO & WTD of the Company.

The Company has received a notice from a member in writing under Sec 160(1) of the Act proposing his candidature as a Director of the Company.

Further, Mr. Srivastava has given his consent to act as COO & WTD of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Act and has not been debarred or disqualified from being appointed or continuing as Director of a company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. Mr. Srivastava satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under subsection (3) of Section 196 of the Act for being eligible for his appointment as COO & WTD.

Considering his rich experience in various fields and his fruitful association with the Company, the Board is of the opinion that the appointment of Mr. Srivastava as a director and COO & WTD of the Company on the terms and conditions mentioned in item no 1 & 2 of the Notice would be beneficial to the Company.

The terms and conditions of his appointment as a director and COO & WTD including remuneration are given in item no 1 & 2 of the Notice.

Subsequent to his appointment as COO & WTD of the Company, he is also appointed as a non-executive director of Jubilant Agro Sciences Limited and Whole - Time Director (as permitted under section 203 of the Act) of Jubilant Infrastructure Limited. Both the above companies are Wholly-owned Subsidiaries of the Company. He is not drawing any remuneration from above stated subsidiaries of the Company.

The disclosures prescribed under Regulation 36 of the SEBI Listing Regulations read with the provisions of the SS-2 are provided in Annexure-A of the Notice.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Srivastava under Section 190 of the Act.

Except Mr. Srivastava himself, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 1 and 2.

He is not related to any Director or Key Managerial Personnel of the Company.

The Board considers it in the interest of the Company to appoint Mr. Srivastava as COO & WTD of the Company and accordingly, recommends the resolutions set out at Item No. 1 and 2 of the Notice for approval of the members by way of Ordinary Resolutions.

ANNEXURE-A

Information pursuant to Regulation 36 of the SEBI Listing Regulations read with the provisions of the SS 2 issued by the Institute of Company Secretaries of India regarding Mr. Vijay Kumar Srivastava

Name of the Director	Mr. Vijay Kumar Srivastava (COO & WTD)
Brief Profile	Refer explanatory statement of the Notice
Date of Birth	April 12, 1976
Age	48 Years
Date of first appointment	November 1, 2024
Relationships with other Directors inter-se & KMPs	NIL
Nature of expertise in specific functional areas	Operations & supply chain, sales & new business development, sourcing, mergers, acquisitions and system integration in diverse industries.
Qualification(s)	Bachelor's in Technology - Hons. (Chemical Engineering) from IIT, Kharagpur, Post Graduate Diploma in Business Administration – Marketing from SCDL (Symbiosis), Diploma in Business Finance from ICFAI, CPIM Certified from APCIS.
Other Listed companies in which the Director is a Director as on the date of appointment	NIL
Membership of the Committees of the Board	NIL
Chairmanships/Memberships of the Committees of other public limited companies as on the date of appointment	NIL
Listed entities from which Director has resigned in the past three years	NIL
No. of meetings of the Board attended during the year (post the appointment as a Director)	No. of meeting held after his joining the Board- 1 No. of meeting attended after his joining the Board - 1
Number of shares held in the Company	Nil
Remuneration sought to be paid and the remuneration last drawn	Remuneration proposed to be paid is provided in Resolution set out in item no. 2. Remuneration last drawn - Nil as Director
Stock Options	Mr. Vijay Kumar Srivastava is holding 21,628 Restricted Stock Options in the Company. These were granted prior to his appointment as COO & WTD

By Order of the Board
For Jubilant Ingrevia Limited

Noida
December 19, 2024

Deepanjali Gulati
Company Secretary
FCS No. 5304