

JFLL/CS/NSE/2024-2025/27

Date: 10.10.2024

To,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai-400051.
NSE Trading Symbol: **JETFREIGHT**

Listing Operations Department,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001.
BSE Scrip Code: 543420

ISIN: INE982V01025

Subject: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Postal Ballot

Dear Sir/ Madam,

We wish to inform you that pursuant to Section 108 and 110 of the Companies Act, 2013 and applicable rules and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has on day, October 10, 2024, completed dispatch of postal ballot notice and sent in the electronic mode only to those members whose names appear in the Register of Members/List of Beneficial Owners received from Registrar and Transfer Agents (RTA) as on October 04, 2024 (cut-off date).

In terms of General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 & General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 3/2022 dated May 5, 2022 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 and latest being September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") and pursuant to other applicable laws and regulations, the Company is sending this Notice in electronic form only. Accordingly, a physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.

The Members whose email addresses are not registered with the Company/Depositories, to receive the postal ballot notice may register on or before 5:00 p.m. (IST) on Saturday, November 09, 2024, by clicking the link <https://bigshareonline.com/InvestorRegistration.aspx> and completing the registration process as guided therein.

REGD. OFFICE: C-706, Pramukh Plaza, Cardinal Gracious Road, Opp. Holy Family Church,
Chakala, Andheri East, Mumbai - 400099



+91 22 6104 3700



contactus@jfl.com



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| Goa | Kannur | Calicut | Lucknow | Vadodara | UK | A WOS in Dubai, Netherlands & USA



Jet Freight Logistics Limited

An NSE & BSE Listed Company
ISO 9001:2015 Certified
CIN: L63090 MH 2006 PLC 161114
IATA No.: 14/3-4781

Copy of the Postal Ballot Notice dated October 09, 2024 dispatched to the members of the Company, for seeking their approval by way of E-voting are hereby attached for your record. The said Notice will also be displayed on the website of the Company at www.jfl.com.

Kindly take it on your records.

Thanks & Regards,

For **Jet Freight Logistics Limited**

Anmol Ashvin Patni
Company Secretary & Compliance Officer

REGD. OFFICE: C-706, Pramukh Plaza, Cardinal Gracious Road, Opp. Holy Family Church,
Chakala, Andheri East, Mumbai – 400099



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JET FREIGHT LOGISTICS LIMITED

CIN: L63090MH2006PLC161114

Regd. Office: C/706, Pramukh Plaza, Opp. Holy Family Church, Chakala, Andheri East, Mumbai-400099.

Ph: +91-22-61043700 Email: ir@jfl.com Website: www.jfl.com

Notice of Postal Ballot

[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration Rules, 2014)].

Dear Members,

Notice is hereby given to the Members of Jet Freight Logistics Limited (the "Company"), pursuant to Section 108 and 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") including any statutory modification(s), amendment(s), or reenactment(s) thereof, for the time being in force, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations'), Secretarial Standard on General Meetings (SS-2) read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") the latest being September 19, 2024 for seeking consent of members by way of Special Resolution for the business appended below through postal ballot only by voting through electronic means ("**remote e-voting**").

The Explanatory Statement pertaining to the resolution proposed in this notice setting out all material facts and reasons thereof in terms of Section 110 read with Section 102 of the Companies Act, 2013 is annexed herewith for your consideration.

The Board of Directors of the Company has appointed Ms. Jigyasa Ved (Membership No. FCS 6488 and CP No. 6018) or failing her, Ms. Sarvari Shah (Membership No. FCS 9697 and CP No. 11717) of Parikh & Associates, Practicing Company Secretaries as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The company has engaged the services of CDSL (Central Depository Services (India) Limited) to provide an e-Voting facility. The instructions for e-Voting are annexed to this notice.

In terms of the MCA Circulars, no physical ballot form is being dispatched by the Company and the communication of assent or dissent of the Members would take place only through the remote e-voting system.

The remote e-voting period commences from 9.00 a.m. (IST) on October 11, 2024 and ends at 5.00 p.m. (IST) on November 09, 2024. The Scrutinizer shall, immediately after the conclusion of voting through remote e-voting, unblock the votes cast through remote e-voting and make, within 2 working days of conclusion of the remote e-voting, a scrutinizer's report of the total votes cast in favour and against, if any, and submit his report to the Chairperson of the Company, or any person authorized by him. The results of the Postal Ballot will be announced on or before November 12, 2024.

The aforesaid result would be displayed at the registered office of the Company, intimated to the National Stock Exchange of India Limited (NSE) & BSE Limited where the shares of the Company are listed and displayed along with the Scrutinizer's report on the Company's website www.jfll.com and website of CDSL at www.evotingindia.com

You are requested to carefully read the instructions in this Notice and record your assent (Yes) or dissent (No) through the remote e-voting process not later than 5.00 p.m. on November 09, 2024. The assent or dissent received after such date and time shall be treated as if a reply from the Member has not been received.

SPECIAL BUSINESS:

Item No. 1 -Appointment of Ms. Jaya Ankur Singhania, (DIN:01990322) as an Independent Director.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 of the Act, read with Schedule IV and other applicable provisions of the Act (including any statutory modification(s), amendments, or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, the appointment of Ms. Jaya Ankur Singhania, (DIN: 01990322) who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and who has submitted a declaration to that effect, and who is eligible for appointment, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) years commencing May 07, 2024 through May 06, 2029 (both days inclusive) be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

By order of the Board of Directors
For **Jet Freight Logistics Limited**

Sd/-

Anmol Ashvin Patni
CS & Compliance Officer

Place: Mumbai
Date: October 09, 2024

Registered office:

C/706, Pramukh Plaza, Opp. Holy Family Church,
Chakala, Andheri East, Mumbai-400099.

CIN: L63090MH2006PLC161114

Tel: +91-22-61043700

E-mail: ir@jfll.com; website: www.jfll.com

Notes:

1. An Explanatory Statement pursuant to Section 102 read with Section 110 of the Act, setting out the material facts and reasons for the proposed Resolution above, is annexed hereto for your consideration.
2. In compliance of the MCA Circulars, the Postal Ballot Notice is being sent to the Members whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on October 04, 2024. The voting rights shall also be reckoned on the paid-up value of shares registered in the name(s) of the Member(s) as on the said date.
3. A Member cannot exercise his/her/ its vote by proxy on E-Voting.
4. The Scrutinizer will submit her report to the Chairman of the Company or any other person authorised by him, after the completion of scrutiny, and the result of the voting by Postal Ballot will be announced by the Chairman or any person authorised by him, on or before November 12, 2024. The results along with the report of the Scrutinizer shall be displayed on the Company's website: www.jfll.com; website of CDSL at www.evotingindia.com and shall also be communicated to stock exchanges, where the shares of the Company are listed.
5. This Postal Ballot Notice is also placed on the website of the Company.
6. In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with (i) Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended; and (ii) Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, read with the MCA Circulars, the Company is offering only e-Voting facility to all the Members of the Company and the business may be transacted through electronic voting system. The Company has engaged the services of CDSL for facilitating remote e-Voting to enable the Members to cast their votes electronically.
7. The e-Voting period shall commence on October 11, 2024, at 9:00 a.m. (IST) and end on November 09, 2024 at 5:00 p.m. (IST). The e-Voting will be blocked by CDSL thereafter. During this period, Members of the Company as on the cut-off date, i.e. October 04, 2024, may cast their vote electronically.
8. Once the vote on the Resolution is cast by the Members, the Members shall not be allowed to change it subsequently.
9. The Resolutions, if passed by the requisite majority, will be deemed to have been passed on the last date of e-voting i.e. November 09, 2024.
10. All the documents referred to in this notice and in the explanatory statement shall be available electronically for inspection by the Members. Members seeking to inspect such documents can send an e-mail to ir@jfll.com.

11. PROCESS FOR REGISTERING E-MAIL ADDRESS:

One-time registration of e-mail address with RTA for receiving this Postal Ballot Notice and cast

votes electronically:

The Company has made special arrangements with RTA for registration of e-mail address of those Members who wish to receive this Postal Ballot Notice and cast votes electronically. Eligible Members whose e-mail addresses are not registered with the Company/DPs are required to provide the same to RTA on or before 5.00 p.m. (IST) on November 09, 2024.

The process to be followed for a one-time registration of e-mail address is as follows:

- Visit the link: <https://bigshareonline.com/InvestorRegistration.aspx>
- Enter the DP ID & Client ID, PAN details, and Name.
- Enter your e-mail address and mobile number.
- The system will then ask for you to generate the OTP
- Once the OTP is entered, the system will confirm the e-mail address on successful verification.
- Your complete details are registered with the Company.

12. The instructions for Members for e-Voting are as under:

The Company has made arrangements with Central Depository Services (India) Limited ('CDSL') for facilitating e-Voting for the Postal Ballot process. The instructions to Members for voting electronically are as under:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on October 11, 2024, at 9:00 a.m. (IST) and end on November 09, 2024 at 5:00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date October 04, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the

ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p>
	<p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 or joining virtual meeting & voting during the meeting. Additionally, there is 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 cdsi website www.cdslindia.com and click on login & 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 a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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 (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
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
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 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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

- (ii) After entering these details appropriately, click on "SUBMIT" tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach

'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xi) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiii) Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.
- (xiv) **Facility for Non - Individual Shareholders and Custodians -Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz ir@jfl.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) and 110 OF THE COMPANIES ACT, 2013:

Item No 1:

The Nomination and Remuneration Committee ('NRC') oversees the succession planning for the Board of Directors ('Board') of the Company and towards this, it has adopted a fair and transparent process to ensure that it recommends the right candidate(s) to serve on the Board. The NRC had previously finalized the desired attributes for the selection of the Independent Director(s). On the basis of those attributes, she was identified as the most suitable candidate to be inducted as an Independent Director on the Board of the Company.

Ms. Jaya Singhania (DIN: 01990322) was appointed as an Additional Director in the category of Independent Director, not liable to retire by rotation, by the Board with effect from May 07, 2024 to

May 06, 2029 based on the recommendation of the Nomination & Remuneration Committee. She was also appointed as an Independent director of the Company for a period of five years from May 7, 2024 to May 6, 2029 subject to the approval of shareholders.

In terms of the provisions of section 149, 152 of the Companies Act, 2013 and SEBI LODR, 2015, the shareholders had at the annual general meeting held on September 21, 2024 approved the appointment of Ms. Jaya Singhania as an Independent Director of the Company.

As per Regulation 17 of SEBI LODR, 2015, the appointment of an independent director requires the approval of shareholders by way of a Special Resolution. The notice of Annual General Meeting held on September 21, 2024 however, inadvertently mentioned the resolution as an ordinary resolution instead of a Special resolution for the appointment of Ms. Jaya Singhania as an Independent Director.

In order to rectify the same Company is once again proposing her appointment as an Independent Director for the approval of shareholders by way of a Special Resolution.

Ms. Jaya Ankur Singhania fulfils the conditions specified in the Section 149(6) and other applicable provisions of the Companies Act, 2013 read with Schedule IV, the rules made there under to be appointed as an Independent Director of the Company.

She has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Ms. Singhania has given her declaration to the Board, inter alia, that (i) she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) & 25(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (Listing Regulations), (ii) pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority., (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act and (iv) has also given her consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

A brief profile of the Independent Director to be appointed is given below:

Ms. Jaya Ankur Singhania having DIN: 01990322 is a Fellow Member of the (Institute of Company Secretaries of India (ICSI) New Delhi, also has a Diploma in Cyber Laws from Asian School of Cyber Laws and certified CSR Professional. Beyond her professional achievements, she is passionate advocate for women's issues and diversity and inclusion in the workplace. As a certified PoSH (Prevention of Sexual Harassment Act 2013) trainer, external member. She serves as an External Member on several Internal Committees under the POSH law.

Ms. Singhania showed her willingness to join the company's Board of Directors. Ms. Jaya brings rich and varied experience in Corporate Law, Legal & Secretarial Due Diligence, CSR Advisory, Corporate Governance & Compliance Audit, IPR, and Directors Advisory as she is associated with J Singhania & Co., Corporate Legal Advisory Firm and Avabodha Bharat Legal Advisory.

In the opinion of the Board, Ms. Singhania is a person of integrity, fulfils the conditions specified in the Act and the Rules made thereunder read with the provisions of the Listing Regulations, each as amended, and is independent of the management of the Company. Further, Ms. Singhania has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge her duties as an Independent Director of the Company.

A copy of the draft letter of appointment as Independent Director setting out the terms and conditions is available for inspection without any fee payable by the Members. Members who wish to inspect the same can send a request to ir@jfl.com.

Further, details and current directorship of the Director is provided in the Annexure I to this Notice.

Ms. Jaya Ankur Singhania does not hold any shares of the Company.

Except Ms. Jaya Ankur Singhania, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.1.

The Board recommends the Special Resolution at Item No.1 of the accompanying Notice for approval by the Members of the Company.

By order of the Board of Directors
For **Jet Freight Logistics Limited**

Sd/-

Anmol Ashvin Patni
CS & Compliance Officer

Place: Mumbai

Date: October 09, 2024

Registered office:

C/706, Pramukh Plaza, Opp. Holy Family Church,
Chakala, Andheri East, Mumbai-400099.

CIN: L63090MH2006PLC161114

Tel: +91-22-61043700

E-mail: ir@jfl.com; website: www.jfl.com

“Annexure I”

DETAILS OF DIRECTOR SEEKING APPOINTMENT

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

Name of the Director	Ms. Jaya Ankur Singhania
Date of Birth	27.06.1983 (41 years)
Date of first appointment	07.05.2024
Qualification	Fellow Member of the Institute of Company Secretaries of India (ICSI)
Shareholding of director	--
Directors Inter-se relationship & the KMP	No Inter-se relationship
Years of experience	10
No. of Board Meeting attended in FY 2024-2025	4
Area of expertise in specific functional areas/ Brief resume, the skills and capabilities required and the manner in which the proposed person meets such requirements.	<p>Ms. Singhania is a Fellow Member of the Institute of Company Secretaries of India (ICSI)., also has a Diploma in Cyber Laws from Asian School of Cyber Laws and certified CSR Professional. Beyond her professional achievements, she is passionate advocate for women's issues and diversity and inclusion in the workplace. As a certified PoSH (Prevention of Sexual Harassment Act 2013) trainer, external member. She serves as an External Member on several Internal Committees under the POSH law.</p> <p>Ms. Singhania has rich and varied experience in Corporate Law, Legal & Secretarial Due Diligence, CSR Advisory, Corporate Governance & Compliance Audit, IPR, and Directors Advisory as she is associated with J Singhania & Co., Corporate Legal Advisory Firm and Avabodha Bharat Legal Advisory.</p>
Terms and conditions of appointment/re-appointment & Remuneration sought for	Refer Item No. 1 of the Notice
Details of remuneration last drawn (2023-2024)	--
sDirectorship in other public companies/Private Companies	<ul style="list-style-type: none"> • Sudarshan Pharma Industries Limited • Krishna Solvechem Limited • Nandana Metals and Mining Limited • VI Furnishings Private Limited • Eguardian Global Services India Private Limited
Memberships /Chairmanships of committees of other public companies and Private Companies	Ms. Singhania is member of Nomination & Remuneration committee of Sudarshan Pharma Industries Limited and member of Nomination & Remuneration Committee and Audit Committee.

Justification for choosing the appointee for appointment as Independent Director.	The Board considers that her association would be of immense benefit to the Company based on her rich and varied experience in legal.
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