



JKTIL:SECTL:SE:AGM 2024

Date: - 8 JUL 2024

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.	National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block-G Bandra -Kurla Complex, Bandra(E), Mumbai -400 051.
Scrip Code: 530007	Symbol: JKTYRE

Re. **Notice of Annual General Meeting (AGM)**

Dear Sir,

We enclose herewith Notice of the 71st Annual General Meeting scheduled to be held on Friday, 2nd August 2024 at 3.30 P.M. IST at Kankroli, Rajasthan.

Thanking you,

Yours faithfully,
for JK Tyre & Industries Ltd.

(PK Rustagi)
Vice President (Legal) & Company Secretary

Encl: As above





3, Bahadur Shah Zafar Marg, New Delhi-110 002

NOTICE

NOTICE is hereby given that the seventy-first Annual General Meeting of the Members of JK Tyre & Industries Ltd. will be held at the Registered Office of the Company at Jaykaygram, PO - Tyre Factory, Kankroli - 313 342 (Rajasthan) on Friday, 2nd August 2024 at 3.30 P.M. IST to transact the following business:

1. To receive, consider and adopt - a) the audited standalone financial statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Auditors thereon.
2. To confirm payment of Interim Dividend of ₹ 1/- per equity share and to declare Final Dividend of ₹ 3.50 per equity share for the financial year ended 31st March 2024.
3. To consider and if thought fit to pass, with or without modification(s), the following as a Special Resolution:

“RESOLVED that pursuant to the provisions of Section 152 of the Companies Act, 2013 (the Act) and Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, including any statutory modification(s) or re-enactment thereof, for the time being in force, Shri Bharat Hari Singhania (DIN: 00041156), retiring by rotation at this Annual General Meeting, be and is hereby re-appointed as a Director liable to retire by rotation and shall continue as a Non-executive Director of the Company.”

4. To consider and if thought fit to pass, with or without modification(s), the following as a Special Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (Act) and the rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with Schedule IV to the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time, Smt. Meera Shankar (DIN: 06374957), who was appointed as an Independent Director of the Company at the Annual General Meeting held on 22nd September 2020 for a term of five consecutive years and who is eligible for re-appointment as an Independent Director, and who meets the criteria for Independence as provided in the Act and the Listing Regulations, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term of five consecutive years with effect from 30th January 2025.”

5. To consider and if thought fit to pass, with or without modification(s), the following as a Special Resolution:

“RESOLVED that Shri Krishna Kumar Bangur (DIN: 00029427), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 1st June 2024 in terms of Section 161 of the Companies Act, 2013 read with the Articles of Association of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.

RESOLVED FURTHER that pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Krishna Kumar Bangur be and is hereby appointed as an Independent Director of the Company to hold the office for a term of five consecutive years with effect from 1st June 2024.”

6. To consider and if thought fit to pass, with or without modification(s), the following as a Special Resolution:

“RESOLVED that pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 197 of the Companies Act, 2013 read with Schedule V thereto and the other relevant provisions, rules, regulations and guidelines as may be applicable from time to time, approval of the Company be and is hereby accorded - for payment of the existing remuneration of ₹ 33.50 Lakh per month to Shri Bharat Hari Singhania, DIN: 00041156, a non-executive Director (along with other remuneration as may be applicable to the directors of the Company who are neither managing directors nor whole-time directors) for a period of two years commencing 1st October 2024, and approval of the Company be and is hereby also accorded to the payment of remuneration as aforesaid, in case his remuneration exceeds fifty per cent of the total annual remuneration payable to all the non-executive directors of the Company taken together, during the financial year ending 31st March 2025, and approval of the Company be and is hereby also further accorded to the payment of remuneration, which is over and above the limit of one percent of the net profits on the remuneration for all the directors who are neither managing directors nor whole-time directors and also over and above the limit, on total managerial remuneration, of eleven percent of the net profits specified in Section 197 of the said Act, in respect of any financial year.

RESOLVED FURTHER that the Board of Directors of the Company or a Committee thereof, be and is hereby authorised to do all such acts, deeds and things, as may be deemed necessary to give effect to this resolution and for the matters connected herewith or incidental hereto.”

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

“RESOLVED that pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, if any, and the Companies (Audit and Auditors) Rules, 2014 or any statutory modification(s) or re-enactment thereof, the Cost Accountants appointed by the Board as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year commencing 1st April 2024, be paid the remuneration of ₹ 3.0 Lakh (Rupees Three Lakh Only) per annum, in addition to applicable taxes and reimbursement of actual expenses of travel outside Delhi for the said audit, as recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on 21st May 2024.

RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Regd. Office:
Jaykaygram, PO-Tyre Factory,
Kankroli - 313 342(Rajasthan)
Phone: 02952-233400/233000
Fax: 02952-232018
Email id: investorjktyre@jktmail.com
CIN: L67120RJ1951PLC045966
Website: www.jktyre.com
Date: 21st May, 2024

By Order of the Board

Pawan Kumar Rustagi
Vice President (Legal)
& Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Statement pursuant to Section 102 of the Companies Act, 2013 (Act), setting out the material facts concerning Item Nos. 3 to 7 of the Notice, is annexed hereto.
3. Relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Act, shall be available for inspection at the Registered Office and the copies thereof at the Administrative Office of the Company during normal business hours (between 11.00 A.M. to 1.00 P.M.) on all working days up to and including the date of the Annual General Meeting (AGM).
4. The Register of Members and the Share Transfer Books of the Company will remain closed from 27th July to 2nd August, 2024 (both days inclusive).
5. The final dividend of ₹ 3.50 per Equity Share of ₹ 2/- each (175%) as recommended by the Board of Directors, if declared at the AGM, is planned to be paid within two weeks, but not later than 30 days, of the date of the AGM to the Members whose names are borne on the Company's Register of Members on 26th July 2024 or to their mandatees. The final dividend, as aforesaid, is in addition to Interim Dividend of ₹ 1.0 per Equity Share of ₹ 2/- each (50%) for the financial year ended 31st March 2024, which has already been paid. The total dividend for the financial year ended 31st March 2024 aggregates to ₹ 4.50 per equity share (225%).
6. In respect of shares held in dematerialised form, the dividend will be paid to all the beneficial owners as at the end of the day on 26th July 2024, as per the list of beneficial owners to be received from the Depositories for this purpose.
7. Pursuant to the requirement of the Income-tax Act, 1961, the Company will be required to withhold taxes as may be required, at the prescribed rates on the dividend paid to its shareholders. The withholding tax rate would vary depending on the residential status of the shareholder and documents registered with the Company.
8. Electronic copy of the Annual Report for the financial year (FY) 2023-24, the Notice of the 71st AGM of the Company along with Admission Slip and Proxy Form are being emailed to all the members whose email addresses are registered with the Company/Depository Participants. Physical copy of the aforesaid documents may be sent on request by any such Member.

Physical copy of the Annual Report for the FY 2023-24, the Notice of the 71st AGM of the Company along with Admission Slip and Proxy Form are being sent to those members who have not registered their email addresses with the Company/Depository Participants. The Annual Report for FY 2023-24 and the Notice of the 71st AGM will also be available on the Company's website - www.jktyre.com and websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The Notice of AGM is also available on the website of CDSL at www.evotingindia.com.

9. **Members who have not registered their email addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.**
10. Remote e-voting procedure: In compliance with the provisions of Section 108 of the Companies Act, 2013 read with relevant rules thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and SEBI Master Circular dated 11th July 2023 read with SEBI Circular dated 9th December 2020, the Company is pleased to provide to its members, facility to exercise their right to vote at the 71st AGM by electronic means and the business may be transacted through remote e-voting services provided by Central Depository Services (India) Ltd. (CDSL). Remote e-voting is optional. The facility for voting by ballot/polling paper shall also be made available at the AGM and members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right to cast vote at the AGM. The members who have cast their vote by remote e-voting prior to the meeting date may also attend the meeting but shall not be entitled to cast their vote again.

A. THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING 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 30th July, 2024 from 10.00 A.M. and ends on 1st August, 2024 at 5.00 P.M. During this period, members of the Company holding equity shares either in physical form or in dematerialized form, as on the cut-off date i.e., 26th July, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Members who have already voted prior to the meeting date would not be entitled to vote at the AGM venue.
- (iii) Pursuant to the said SEBI Master Circular dated 11th July 2023 read with SEBI Circular dated 9th December 2020, under Regulation 44 of the Listing Regulations, all individual shareholders holding equity shares of the Company in demat mode can cast their vote, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants.

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

- (iv) Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to the above said SEBI Circulars, login method for e-Voting for **Individual shareholders holding securities in Demat Mode with CDSL/NSDL**, is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL's 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. 2) After successful login, the 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. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile Number and Email Id 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.
Individual Shareholders holding securities in demat mode with NSDL	<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 held 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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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's website for casting your vote during the remote e-Voting period.

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 22 55 33.
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.

- (v) 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/Members" 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 Physical shareholders and other than individual shareholders holding shares in Demat form
PAN	Enter your 10 digit 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. • In case the sequence number is less than 8 digits, enter the applicable number of 0's before the sequence number and after the first two characters of the name in CAPITAL letters e.g., if your name is Ramesh Kumar and sequence number is 1, then enter RA00000001 in the PAN field.
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.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN relevant for 'JK Tyre & Industries Ltd.'
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA, if any uploaded, which will be made available to the Scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians – For Remote e-Voting only.

- 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 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 and can be delinked 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 to mandatorily 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 i.e., investorjkyre@jkm.com, if they have voted from individual tab and not uploaded same in the CDSL e-Voting system for the Scrutinizer to verify the same.

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

- (i) 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 investorjkyre@jkm.com or rta@alankit.com.
- (ii) For Demat shareholders - Please update your email id and mobile number with your respective Depository Participant (DP).
- (iii) For Individual Demat shareholders – Please update your email id & mobile number with your respective Depository Participant (DP) which is mandatory while e-Voting and joining virtual meetings through Depository.

C. OTHER INSTRUCTIONS:

- (i) 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 22 55 33.
 - (ii) All grievances connected with the facility for voting by electronic means may be addressed to Shri Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futorex, Mafatlal Mills Compound, N.M. Joshi Marg, Lower Parel (East), Mumbai - 400 013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.
11. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e., 26th July 2024 may follow the same instructions as mentioned above for remote e-Voting.
 12. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e., 26th July 2024 and a person who is not a member as on the cut-off date should treat the Notice for information purposes only.
 13. The Company has appointed Shri Ronak Jhuthawat (Certificate of Practice No.-12094) of M/s Ronak Jhuthawat & Co., Company Secretaries as Scrutinizer and Ms. Monika Jain of M/s Monika Jain & Associates (Certificate of Practice No.-22831), Company Secretaries as Alternate Scrutinizer, to scrutinize the voting (at AGM venue) and remote e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and be available for the purpose of ascertaining the requisite majority.
 14. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same. The Chairman or a person authorized by him in writing shall declare the result of the voting forthwith not later than two working days of the conclusion of the Meeting.
 15. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., 26th July 2024 and who has not cast vote by remote e-voting, and being present at the AGM either personally or through proxy, only shall be entitled to vote at the AGM. Ballot papers will be available at the venue of the AGM.
 16. The results declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website www.jktyre.com and on the website of CDSL (www.evotingindia.com) and shall simultaneously be forwarded to the Stock Exchanges. The result of the voting will also be displayed at the Notice Board at the Registered Office and the Administrative Office of the Company.
 17. This Notice also contains a route map of the venue of AGM.

STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 3

Shri Bharat Hari Singhania joined the Company on 4th November 1987 and was Managing Director of the Company from 1994 till 30th September 2021. The Members of the Company at their Annual General Meeting (AGM) held on 27th August 2021 approved continuation of Shri Bharat Hari Singhania as a Non-executive Director of the Company w.e.f. 1st October 2021, since he expressed desire not to seek re-appointment as Managing Director.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 (Act), Shri Bharat Hari Singhania shall retire by rotation at this AGM and being eligible, offered himself for re-appointment as a Director

of the Company, liable to retire by rotation. As per the provisions of Regulation 17(1A) of the Listing Regulations, the Company is required to take approval of the members by means of a Special Resolution to appoint a person or continue the directorship of any person as a Non-executive Director who has attained the age of seventy five years.

Shri Bharat Hari Singhania, is an industrialist with over 63 years of experience in managing various industries including Cement, Automotive Tyres, Paper, Jute, Synthetics, high yielding Hybrid Seeds, Audio Magnetic Tapes, etc. Shri Bharat Hari Singhania was and has been Chairman/Director of several industrial and other companies. He is past President of the Indian Chamber of Commerce and Chairman of Indian Jute Mills Association. He also headed the Indian Jute Industries Research Association and has served on various government committees and participated in various overseas delegations. Shri Bharat Hari Singhania is heading various philanthropic organizations of JK Group such as Lakshmiapat Singhania Education Foundation, Lakshmiapat Singhania Medical Foundation and Pushpawati Singhania Hospital & Research Institute. He is also actively associated with many other Academic Institutions which are run by JK Group. He has passion for promoting educational institutions, health care, cultural & other philanthropic activities. Presently, he is also President of J.K. Organisation.

Considering his vast experience and deep knowledge in the areas of sustainable & long-term financial structuring, policy planning, corporate governance practices, strategy and other long-term developmental activities, it was considered that his continued association with the Company will be beneficial and invaluable, and will be in the overall interest of the Company and its stakeholders, since the Company and management will continue to derive the benefits seamlessly by leveraging on his vast experience and deep understanding and knowledge.

Shri Bharat Hari Singhania, age eighty-six years, is a commerce graduate and belongs to promoter group. He attended three board meetings of the Company held during the financial year ended 31st March 2024. Shri Singhania holds 10,94,723 Equity Shares of ₹ 2/- each of the Company, Shri Singhania is brother of Dr. Raghupati Singhania, Chairman & Managing Director. Except this, Shri Bharat Hari Singhania is not related to any other Director or Key Managerial Personnel of the Company. It may be mentioned that Shri B. H. Singhania is being paid remuneration as per details given in the Resolution at Item No. 6 of the Notice of this AGM read with Statement under Section 102 of the Companies Act, 2013.

His other Directorships: (A) Listed Companies - He is Chairman of Bengal & Assam Company Ltd. (B) Unlisted Companies - Rockwood Properties Private Ltd., Tanvi Commercial Private Ltd., Hari Shankar Singhania Holdings Private Ltd., HSS Stock Holding Private Ltd., Pushpawati Singhania Hospital & Research Institute, Henry F. Cockill & Sons Ltd., Dhanlakshmi Building Development Pvt. Ltd. and BH Singhania Trading Pvt. Ltd. Chairmanship/ Membership of Shri Singhania in the Committees of Directors in other Companies in terms of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - NIL. Listed entities from which Shri Singhania has resigned in the past three years - Shri Bharat Hari Singhania has stepped down from both, JK Paper Ltd. and JK Lakshmi Cement Ltd., as Chairman and Director, effective 1st April 2024, and appointed as Chairman Emeritus and Strategic Advisor w.e.f. the said date. He has also stepped down as Chairman and Director of JK Agri Genetics Ltd. effective 21st May 2024.

Shri Bharat Hari Singhania is not disqualified from being appointed as a Director in terms of Section 164 of the said Act or debarred from holding the office of a Director pursuant to any SEBI Order or any other such authority.

The Board recommends the Special Resolution for approval by the members.

Except Shri Bharat Hari Singhania, Dr. Raghupati Singhania, Chairman & Managing Director and their relatives to the extent of their shareholding, if any, in the Company, none of the other Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid Resolution.

Item no. 4

The shareholders of the Company at their Annual General Meeting (AGM) held on 22nd September 2020 appointed Smt. Meera Shankar as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from 30th January 2020. Accordingly, the first term of Smt. Meera Shankar as an Independent Director will determine on 29th January 2025.

As per the provisions of the Companies Act, 2013, an Independent Director shall be eligible for re-appointment for another term of 5 consecutive years subject to compliance of certain conditions and also passing of a Special Resolution by the members of the Company. Further, no Independent Director shall hold office for more than two consecutive terms. The re-appointment of Independent Director shall be on the basis of the report of performance evaluation.

Such Independent Directors will also not be subject to retirement of Directors by rotation and accordingly, while ascertaining total number of Directors for the purposes of determining Directors liable to retire by rotation, Independent Directors shall not be included.

The Board, based on the performance evaluation and as per the recommendations of the Nomination and Remuneration Committee of Directors, considers that given the knowledge, background, experience and contribution made by Smt. Meera Shankar during her tenure, it would be in the interest of the Company to have continued association of Smt. Meera Shankar as an Independent Director of the Company. Furthermore, pursuant to the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Company is required to have atleast one independent woman director.

Accordingly, the Board recommended re-appointment of Smt. Meera Shankar as an Independent Director of the Company, for a second term of five consecutive years with effect from 30th January 2025.

The Company has received declaration from Smt. Meera Shankar that she meets the criteria of independence and is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact her ability to discharge her duties with an objective independent judgment and without any external influence, as prescribed under the said Act and the Listing Regulations. Smt. Meera Shankar is not disqualified from being appointed as a Director in terms of Section 164 of the said Act or debarred from holding the office of a Director pursuant to any SEBI Order or any other such authority.

In the opinion of the Board, Smt. Meera Shankar fulfills the conditions specified in the said Act and Rules made thereunder and also the Listing Regulations for her re-appointment as an Independent Director of the Company and that she is independent of the Management.

Copy of the draft letter of re-appointment of Smt. Meera Shankar as an Independent Director setting out the terms and conditions would be available for inspection.

Brief resume of Smt. Meera Shankar:

Smt. Meera Shankar, age 73 years, had an illustrious career spanning over 40 years in the Indian Foreign Services. She served as India's Ambassador to Germany and the United States of America among other key roles. She also served in the Prime Minister's Office for six years, working on foreign policy and security matters. Thereafter, she led the Commercial Wing in the Indian Embassy in Washington as Minister (Commerce) till 1995. She returned as Director General of the Indian Council of Cultural Relations, overseeing India's cultural diplomacy. She has had extensive experience in South Asia having worked in Bangladesh, Sri Lanka and the Maldives as Under Secretary and Deputy Secretary in the Ministry of External Affairs. As Joint Secretary, she headed divisions dealing with many of India's SAARC neighbours and as Additional Secretary, she handled the UN and international security issues. She joined the Board of Directors of the Company on 30th January 2020. She has wide knowledge and experience in international policy, global business strategy and community service. She brings diverse perspective in the Board deliberations and strengthens broad basing of board composition. Smt. Meera Shankar possesses requisite skills, knowledge and

experience to make effective contribution to the Board and its committees and meets the requirements.

Smt. Meera Shankar attended all the four board meetings of the Company held during the financial year ended 31st March 2024.

Smt. Shankar does not hold any Equity Share of the Company and she is not related to any Director or Key Managerial Personnel of the Company. The terms and conditions of her re-appointment are as per the Resolution at Item No. 4 of the Notice of this AGM read with Statement under Section 102 of the Companies Act, 2013. For details of remuneration drawn during the financial year 2023-24, please refer to the Corporate Governance Report printed in the Annual Report of the Company for the said financial year. As an Independent Director of the Company, she is entitled to fee for participating in the meetings of the Board or Committees thereof, reimbursement of expenses for participating in the said meetings and profit related commission, within the limits stipulated under the Companies Act, 2013 and the approval of the Members, wherever applicable.

Her other Directorships: (A) Listed Companies - She is a Director of ITC Limited, Pidilite Industries Limited and Adani Energy Solutions Limited. (B) Unlisted Company – She is a Director of INDO – MIM Ltd. Chairmanship/ Membership of Smt. Meera Shankar in the Committees of Directors in other companies in terms of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Chairperson of Stakeholders Relationship Committee of INDO – MIM Limited, Member of Audit Committee of Adani Energy Solutions Ltd. and INDO – MIM Limited. Listed entities from which Smt. Meera Shankar has resigned in the past three years – NIL.

The Board recommends the aforesaid Special Resolution for approval by the members.

Except Smt. Meera Shankar and her relatives to the extent of their shareholding, if any, in the Company, none of the Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the aforesaid resolution.

Item no. 5

Based on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 21st May, 2024 appointed Shri Krishna Kumar Bangur as an Additional Director in the category of Independent Director for a term of five consecutive years w.e.f. 1st June 2024, subject to approval of the members of the Company within stipulated time from the date of appointment.

Pursuant to the provisions of Section 161 of the Companies Act, 2013 (Act), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the Articles of Association of the Company, Shri Krishna Kumar Bangur holds office only up to the date of the next annual general meeting or for a period of three months from the date of appointment, whichever is earlier. The proposed Special Resolution as at Item No. 5 of the Notice of this Annual General Meeting (AGM) is for approval of the members for appointment of Shri Krishna Kumar Bangur as a Director of the Company and also as an Independent Director for a period of five consecutive years.

The Company has received declaration from Shri Krishna Kumar Bangur that he meets the criteria of independence and is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence, as prescribed under the said Act and the Listing Regulations. Shri Krishna Kumar Bangur is not disqualified from being appointed as a Director in terms of Section 164 of the said Act or debarred from holding the office of a Director pursuant to any SEBI Order or any other such authority. The Company has also received a notice under Section 160 of the Companies Act, 2013 from a shareholder proposing name of Shri Krishna Kumar Bangur for appointment as an Independent Director of the Company.

In the opinion of the Board, Shri Krishna Kumar Bangur fulfills the conditions specified in the said Act, Rules made thereunder and the Listing Regulations for his appointment as an Independent Director

of the Company and he is independent of the Management. His appointment on the Board also satisfies the requirement of the Listing Regulations for appointment of an Independent Director on the Board of the Company. As an Independent Director, he will not be liable to retire by rotation and accordingly while ascertaining total number of directors for the purposes of determining directors liable to retire by rotation, the Independent Director shall not be included.

Copy of the draft letter of appointment of Shri Krishna Kumar Bangur as an Independent Director setting out the terms and conditions would be available for inspection.

Brief resume of Shri Krishna Kumar Bangur:

Shri Krishna Kumar Bangur, age 63 years, is Chairman of Graphite India Limited, one of leading manufacturers of Graphite Electrodes in India. He has been a director of Graphite India Limited since July 1988 and Chairman since July 1993. He has more than 39 years of experience in managing the affairs of companies and business activities.

He is past President of All India Organization of Employers (AIOE) and Indian Chamber of Commerce, Kolkata. He is currently member of Board of Governors of Indian Institute of Social Welfare and Business Management (IISWBM) and Executive Committee member of FICCI. Shri Bangur is a commerce graduate from Calcutta University.

Shri Bangur has skills in the areas of business philosophy, entrepreneurship and commercial. Shri Bangur possesses requisite skills, knowledge and experience to make effective contribution to the Board and its committees and meets the requirements.

Shri Bangur has been appointed as a director on the Board of the Company w.e.f. 1st June 2024 and accordingly, he is entitled to attend the Board Meeting after the said date. Shri Bangur does not hold any Equity Share of the Company and he is not related to any Director or Key Managerial Personnel of the Company. The terms and conditions of his appointment are as per the Resolution at Item No. 5 of the Notice of this AGM read with Statement under Section 102 of the Companies Act, 2013. As an Independent Director of the Company, he is entitled to fee for participating in the meetings of the Board or Committees thereof, reimbursement of expenses for participating in the said meetings and profit related commission, within the limits stipulated under the Companies Act, 2013 and the approval of the Members, wherever applicable.

His other Directorships: (A) Listed Companies – He is the Chairman of Graphite India Limited and GKW Limited. (B) Unlisted Companies – He is Chairman of Shree Laxmi Agents Private Limited, Emerald Company Private Limited and Carbon Finance Limited. He is a Director of The Marwar Textiles (Agency) Private Limited and Matrix Commercial Private Limited. He is also Chairman of General Graphene Corporation, USA. Chairmanship/ Membership of Shri Bangur in the Committees of Directors in other companies in terms of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Chairman of Stakeholders Relationship Committee of Graphite India Limited. Listed entities from which Shri Bangur has resigned in the past three years - NIL.

The Board recommends the aforesaid Resolution for approval by the members by means of a Special Resolution.

Except Shri Krishna Kumar Bangur and his relatives to the extent of their shareholding, if any, in the Company, none of the Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the aforesaid resolution.

Item no. 6

Shri Bharat Hari Singhania was Managing Director of the Company from 1994 till 30th September 2021. After completion of his term as Managing Director (MD) on 30th September 2021, Shri Singhania has been continuing as a Non-executive Director with effect from 1st October 2021, since he expressed his desire not to seek re-appointment as MD.

Keeping in view the business dynamics and considering the need for smooth transition of responsibilities, Shri B.H. Singhania agreed to be available to the Company and management and provide his guidance

and mentorship, for which he is being paid remuneration of ₹ 33.50 Lakh per month (along with other remuneration as may be applicable to the directors of the Company who are neither managing directors nor whole-time directors) as per terms approved by the shareholders of the Company at their Annual General Meeting (AGM) held on 27th August 2021 in accordance with the provisions of Section 197 of the Companies Act, 2013 read with Schedule V thereto and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), for a period of three years commencing 1st October 2021.

The Company has grown manifold since commencement of automobile tyre/tubes business in 1975. Further, the Company has taken up Research & Development activities and exports in a big way besides expansion/debottlenecking at new greenfield and existing multi-location plants in the States of Rajasthan, Madhya Pradesh, Karnataka and Chennai. The Company has also acquired a large tyre manufacturing plant in Mexico in the year 2008 and a large tyre manufacturing facility in Uttarakhand from Kesoram Industries Ltd., through its subsidiary – Cavendish Industries Ltd. Consequently, responsibilities of the managerial personnel have increased substantially with the growth of the Company. Shri Bharat Hari Singhania's continued guidance and strategic inputs will help in maintaining alignment with the Company's future and current progress.

Keeping in view the continuing concern for staying competitive and in leadership position in various segments of automotive tyres in which the Company operates, it was considered necessary that the Company keep pursuing its quest for growth, both organically and inorganically. Continuous growth also adds long term shareholders value and also helps in retaining talent, sustainability of business, etc. This will require support of the promoter group, long-term financial resources as well as strategic inputs and advice. In this backdrop, it was felt that guidance and mentorship of Shri B.H. Singhania, a promoter director, is required for some more time.

Therefore, it was considered prudent that the Company and its Board have the benefit of continued involvement and association of Shri B.H. Singhania for two more years commencing 1st October 2024 on the existing terms and remuneration, as aforesaid and as detailed in the Special Resolution at Item No. 6.

Shri Bharat Hari Singhania, is an industrialist with over 63 years of experience in managing various industries including Cement, Automotive Tyres, Paper, Jute, Synthetics, high yielding Hybrid Seeds, Audio Magnetic Tapes, etc. Shri Bharat Hari Singhania was and has been Chairman/Director of several industrial and other companies. He is past President of the Indian Chamber of Commerce and Chairman of Indian Jute Mills Association. He also headed the Indian Jute Industries Research Association and has served on various government committees and participated on various overseas delegations. Shri Bharat Hari Singhania is heading various philanthropic organizations of JK Group such as Lakshmi Singhania Education Foundation, Lakshmi Singhania Medical Foundation and Pushpawati Singhania Hospital & Research Institute. He is also actively associated with many other Academic Institutions which are run by JK Group. He has passion for promoting educational institutions, health care, cultural & other philanthropic activities. Presently, he is also President of J.K. Organisation.

Shri Bharat Hari Singhania, age eighty-six years, is a commerce graduate and belongs to promoter group. He attended three board meetings of the Company held during the financial year ended 31st March 2024. Shri Singhania holds 10,94,723 Equity Shares of ₹ 2/- each of the Company. Shri Singhania is brother of Dr. Raghupati Singhania, Chairman & Managing Director. Except this, Shri Bharat Hari Singhania is not related to any other Director or Key Managerial Personnel of the Company.

His other Directorships: (A) Listed Companies - He is Chairman of Bengal & Assam Company Ltd. (B) Unlisted Companies - Rockwood Properties Private Ltd., Tanvi Commercial Private Ltd., Hari Shankar Singhania Holdings Private Ltd., HSS Stock Holdings Private Ltd., Pushpawati Singhania Hospital & Research Institute, Henry F. Cockill & Sons Ltd., Dhanlakshmi Building Development Pvt. Ltd.

and BH Singhania Trading Pvt. Ltd. Chairmanship/ Membership of Shri Singhania in the Committees of Directors in other Companies in terms of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - NIL. Listed entities from which Shri Singhania has resigned in the past three years - Shri Bharat Hari Singhania has stepped down from both, JK Paper Ltd. and JK Lakshmi Cement Ltd., as Chairman and Director, effective 1st April 2024, and appointed as Chairman Emeritus and Strategic Advisor w.e.f. the said date. He has also stepped down as Chairman and Director of JK Agri Genetics Ltd. effective 21st May 2024.

The particulars of remuneration proposed to be paid to Shri Bharat Hari Singhania during the period of two years commencing 1st October 2024 are given in the Special Resolution at Item No. 6 of this Notice. For the details of the remuneration drawn during the financial year 2023-24, please refer to the Corporate Governance Report printed in the Annual Report of the Company for the said financial year.

The Nomination and Remuneration Committee and the Board have approved renewal of the said arrangement with Shri B.H. Singhania, on the terms as aforesaid.

In terms of Regulation 17(6) of the Listing Regulations, a listed company is required to obtain approval of shareholders by special resolution every year, in which the annual remuneration payable to a non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors. It is expected that aggregate amount of remuneration and commission, as may be paid to Shri Bharat Hari Singhania during the financial year ending 31st March 2025, as aforesaid, may exceed fifty percent of the total annual remuneration that may be payable to all non-executive directors of the Company for the financial year 2024-25.

Accordingly, the Resolution at Item No. 6 is recommended to the members by the Board for passing as Special Resolution as required under the provisions of the Companies Act, 2013 and the Listing Regulations.

Except Shri Bharat Hari Singhania, Dr. Raghupati Singhania, Chairman & Managing Director and their relatives to the extent of their shareholding, if any, in the Company, none of the other Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid Resolution.

Item no. 7

The Board at its meeting held on 21st May 2024, on the recommendation of the Audit Committee, has appointed M/s R.J. Goel & Co., Cost Accountants as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year commencing 1st April 2024 at a remuneration of ₹ 3.0 Lakh (Rupees Three Lakh Only), in addition to applicable taxes, etc.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration as mentioned above, payable to the Cost Auditors has to be ratified by the shareholders of the Company.

The Board recommends aforesaid resolution for the approval of the members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid resolution.

Regd. Office:
Jaykaygram, PO-Tyre Factory,
Kankroli - 313 342(Rajasthan)
Phone: 02952-233400/233000
Fax: 02952-232018
Email id: investorjktyre@jkmail.com
CIN: L67120RJ1951PLC045966
Website: www.jktyre.com
Date: 21st May 2024

By Order of the Board

Pawan Kumar Rustagi
Vice President (Legal)
& Company Secretary

FOR ATTENTION OF THE SHAREHOLDERS

1. Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the Meeting.
2. Please check the Pincode in the address slip pasted on the envelope and advise correction, if any, therein. Also please do indicate the Pincode Number of your delivery post office while notifying change in your address to the Company where shares are held in physical form.
3. (a) As per SEBI directions, the securities of the listed entities can be transferred only in dematerialized form from 1st April 2019. In view of the above and to avail other benefits of dematerialisation, members who are still holding shares in physical form are requested to dematerialize their shares. For guidance on how to dematerialize the shares, please visit our website at www.jktyre.com.
(b) Members may please note that SEBI has mandated the listed companies to issue securities in dematerialized form only, while processing various service requests viz. issue of duplicate share certificate; claim from unclaimed suspense account; renewal/ exchange of share certificate; endorsement; sub-division/splitting of share certificate; consolidation of shares certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, which is available on the Company's website at www.jktyre.com.
(c) SEBI has made it mandatory for all holders of physical securities in the listed companies to furnish PAN, Choice of Nomination, Contact details (Postal address with PIN and Mobile Number), Bank Account details and Specimen Signature for their corresponding folio numbers.

The Company has already sent letters to all members holding shares in physical form for furnishing their PAN, KYC details and nomination etc. in prescribed forms (Form ISR-1, ISR-2, ISR-3, SH-13 and SH-14). These forms are available on Company's website at www.jktyre.com.

Members who have not submitted such details so far are requested to submit the same to the Registrar and Share Transfer Agent (RTA), Alankit Assignments Limited (Unit: JK Tyre & Industries Ltd.) at 205-208, Anarkali Complex, Jhandewalan Extension, New Delhi- 110 055 or email at kycupdate@alankit.com.

- (d) SEBI vide its Master circular dated 31st July 2023 (updated as on 4th August 2023 and 20th December 2023) has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circular, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>). The said circular is available on the website of the Company at www.jktyre.com.

4. **Dividend Warrants:** As per SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, it is mandatory for the Company to print the bank account details of the investor on dividend payment instrument, where payment of dividend cannot be made through any prescribed electronic mode. Accordingly, the Members are requested to register/update their correct bank account details with the Company/RTA/Depository Participant, as the case may be along with nine digit MICR/NECS details.

In case, where bank account details of the investor are not available, the Company will print address of the investor on the dividend warrants.

5. **Investor Education and Protection Fund:**

- a) **Unclaimed Dividends** - Transfer to Investor Education and Protection Fund: The unclaimed dividend will be transferred to the Investor Education and Protection Fund on expiry of 7 years from the date the dividend became due for payment as under:

Dividend	Due date for transfer to the said Fund
➤ Financial Year ended 31.3.2017 • 125% Dividend	8 th August 2024
➤ Financial Year ended 31.3.2018 • 75% Dividend	27 th August 2025
➤ Financial Year ended 31.3.2019 • 75% Dividend	19 th August 2026

Members who have not encashed their Dividend Warrants for the said financial years and subsequent years are requested to write immediately to the Secretarial Department of the Company at New Delhi or to the Registrar and Share Transfer Agent of the Company, for credit of such unclaimed dividend to the respective bank account of the Member.

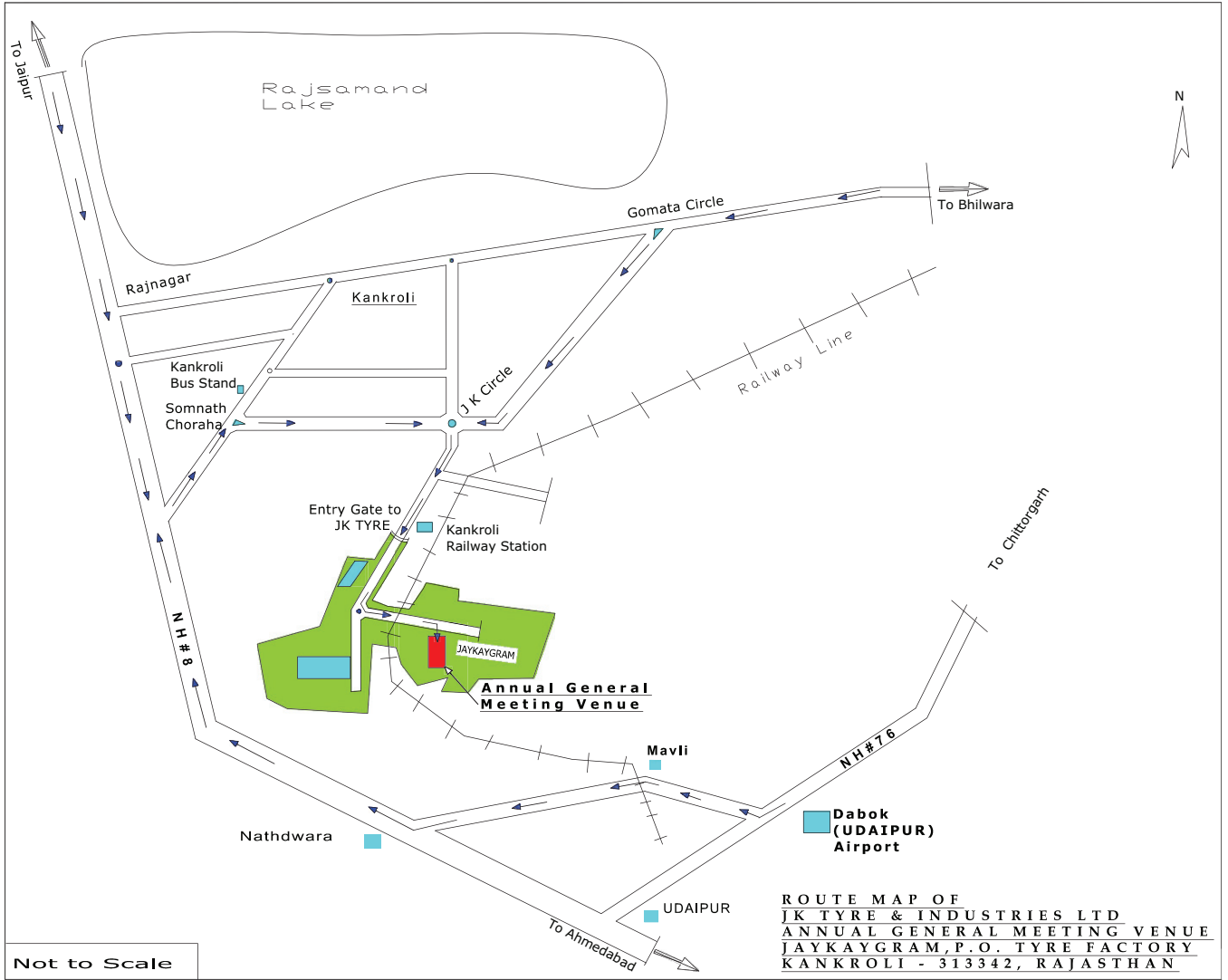
The unclaimed dividend in respect of the prior period have already been transferred to the General Revenue Account of the Central Government or the Investor Education and Protection Fund, as the case may be, as per the provisions of the said Act read with the relevant Rules framed thereunder.

- b) **Transfer of Shares to IEPF Authority:** Pursuant to the provisions of Section 124 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (Rules), as amended, the Company has transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more, from time to time. Details of shares transferred to the IEPF Authority are available on the website of the Company and have been also furnished to the IEPF Authority.

Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from the Authority in accordance with procedure and on submission of documents as prescribed in the Rules, for which details are available at www.iepf.gov.in.

5. **NOMINATION:** Pursuant to Section 72 of the Companies Act, 2013, shareholders may nominate an individual to whom all the rights in the shares shall vest in the event of death of the sole/all joint shareholders. The prescribed FORM SH - 13 is available on the website of the Company. The duly completed Form is to be sent to the Company (for shares held in physical mode). For shares held in demat mode, the members may contact their respective Depository Participant.

FOR ATTENTION OF THE SHAREHOLDERS





Regd. Office: Jaykaygram, PO - Tyre Factory, Kankroli - 313 342(Rajasthan)
 Phone: 02952-233400/233000; Fax: 02952-232018; Email id: investorjkyre@jkmail.com
 CIN: L67120RJ1951PLC045966; Website: www.jktyre.com

ADMISSION SLIP

Folio No. or DP Id/Client-Id :
 Name and Address of the Member :
 No. of Shares held :
 Sequence Number for E-voting \$:

I hereby record my presence at the 71st Annual General Meeting of the Company being held at Jaykaygram, PO - Tyre Factory, Kankroli - 313 342 (Rajasthan) on Friday, the 2nd August 2024 at 3.30 P.M. IST.

Name of the Proxy-holder/ Authorised Representative attending the Meeting * (in block letters)	
--	--

* Strike out whichever is not applicable.
 \$ Applicable for shareholders who have not updated their PAN with the Company/Depository Participant.

.....
 Signature of the Member/Proxy/Authorised Representative*

- Notes: 1. A member/proxy/authorised representative wishing to attend the Meeting must complete this Admission Slip before coming to Meeting and hand it over at the entrance.
 2. If you intend to appoint a proxy, please complete, stamp, sign and deposit the Proxy Form at the Company's Registered Office at least 48 hours before the Meeting.



Regd. Office: Jaykaygram, PO - Tyre Factory, Kankroli - 313 342(Rajasthan)
 Phone: 02952-233400/233000; Fax: 02952-232018; Email id: investorjkyre@jkmail.com
 CIN: L67120RJ1951PLC045966; Website: www.jktyre.com

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules,2014]

Name of the Company : JK Tyre & Industries Ltd.
 Registered Office : Jaykaygram, PO - Tyre Factory, Kankroli-313 342(Rajasthan)
 Name of the member(s) :
 Registered Address :
 E-mail Id :
 Folio No/ Client Id/ DP ID :

I/We, being the member(s) ofequity shares of JK Tyre & Industries Ltd., hereby appoint

- Name :
 Address :
 E-mail Id :
 Signature :....., or failing him
- Name :
 Address :
 E-mail Id :
 Signature :....., or failing him
- Name :
 Address :
 E-mail Id :
 Signature :.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 71st Annual General Meeting of the Company, to be held on Friday, 2nd August 2024 at 3.30 P.M. IST at Jaykaygram, PO – Tyre Factory, Kankroli – 313 342 (Rajasthan) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolu- tion No.	Resolution Description	FOR	AGAINST
1	Receiving, considering and adoption of a) audited standalone financial statements of the Company for the financial year ended 31 st March, 2024 and the Reports of the Board of Directors and Auditors thereon; and b) audited consolidated financial statements of the Company for the financial year ended 31 st March, 2024 and the Reports of the Auditors thereon.		
2	Confirmation of interim dividend and declaration of final dividend for the financial year ended 31 st March 2024.		
3	Reappointment of Shri Bharat Hari Singhania as a Director, who retires by rotation.		
4	Reappointment of Smt. Meera Shankar as an Independent Director of the Company for a second term of five consecutive years w.e.f. 30 th January 2025.		
5	Appointment of Shri Krishna Kumar Bangur as a Director and also as an Independent Director of the Company for a term of five consecutive years w.e.f. 1 st June, 2024.		
6	Payment of remuneration to Shri Bharat Hari Singhania, non-executive director for two years commencing 1 st October 2024.		
7	Ratification of remuneration payable to the Cost Auditors for financial year 2024-25.		

Signed this.....day of.....2024

Signature of shareholder

Signature of Proxy Holder(s)

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.