

JAYANT AGRO-ORGANICS LIMITED
MANUFACTURERS & EXPORTERS OF CASTOR OIL & ITS PRODUCTS
CIN. L24100MH1992PLC066691



REGD. OFFICE : 701, TOWER 'A' PENINSULA BUSINESS PARK, SENAPATI BAPAT MARG, LOWER PAREL(W) MUMBAI 400 013 INDIA
TEL.: +91 22 4027 1300 FAX: +91 22 4027 1399 EMAIL: info@jayantagro.com Website: www.jayantagro.com

November 26, 2024

Corporate Relations Department
BSE Limited
1st Floor, New Trading Wing
Rotunda Building, P J Towers
Dalal Street, Fort, Mumbai 400 001
Fax Nos : 22723121 / 22722041
Code No. 524330

The Market Operations Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No C/1,
G Block, Bandra-Kurla Complex
Bandra (E), Mumbai 400 051
Fax Nos : 26598237 / 38
Code :- JAYAGROGN

Dear Sir / Madam,

Sub: Postal Ballot Notice - Disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copy of the postal ballot notice seeking approval of the shareholders on the following Ordinary Resolution:

Item No.	Description of Ordinary Resolution
1.	Approval of Material Related Party Transactions pertaining to Subsidiary(s) of the Company

In accordance with the relevant circulars issued by Ministry of Corporate Affairs, the Notice is being sent only through electronic mode to all the members of the Company who have registered their email addresses with the Company/ Depositories and whose names appear in the Register of Members of the Company and/ or in the Register of Beneficial Owners maintained by the Depositories as on as on the Cut-off date i.e. Friday, November 22, 2024.

The Company has engaged the services of Link Intime India Private Limited, its Registrar and Share Transfer Agent ('Link Intime'), for the purpose of providing e-voting facility to the members. The remote e-voting shall commence from 9:00 a.m. (IST) on Wednesday, November 27, 2024 and ends at 5:00 p.m. (IST) on Thursday, December 26, 2024. The remote e-voting module shall be disabled by Link Intime thereafter.

In accordance with the applicable laws, the results of the Postal Ballot along with the scrutinizers report will be announced within 2 ('two') working days from conclusion of the e-voting period.

Notice will also be available on the website of the Company at www.jayantagro.com and on the website of Link Intime i.e. <https://instavote.linkintime.co.in>.

We request you to kindly take the above on record and oblige.

Thanking you,

Yours faithfully,

For Jayant Agro-Organics Limited

Dinesh M. Kapadia
Company Secretary & Compliance Officer

Encl.: As above



JAYANT AGRO-ORGANICS LTD.

Leadership through Innovation

Registered. Office: 701, Tower 'A', Peninsula Business Park, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400 013.

Website: - www.jayantagro.com **Tel:** - +91-22-40271300 **Fax:** - +91-22-40271399 **Email:** investors@jayantagro.com

CIN: L24100MH1992PLC066691

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended]

Dear Members,

Notice is hereby given pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') and other applicable provisions, if any, of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars') and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), as amended from time to time, an Ordinary Resolution as set out hereunder for Material Related Party Transaction to be entered into by subsidiary(s) of the Company is proposed to be passed through Postal Ballot by voting through electronic means ('remote e-voting/e-voting').

The Explanatory Statement pursuant to Section 102 and Section 110 of the Act, pertaining to the aforesaid Resolution setting out the material facts concerning the item and the reasons thereof is annexed hereto for your consideration. The said notice is placed on the website of the Company at www.jayantagro.com.

In compliance with Regulation 44 of the Listing Regulation and pursuant to the provisions of Section 108 and 110 of the Act read with Rules framed thereunder and MCA Circulars, the manner of voting on the proposed resolution is restricted only to remote e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for e-voting are appended to this Notice.

The Board of Directors has appointed Mr. Dhruvil M. Shah, holding Certificate of Practice No. 8978 or failing him, Mr. Dhiraj Ravindra Palav, holding Certificate of Practice No. 26159, of M/s Dhruvil M. Shah & Co. LLP, Practising Company Secretary as the Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

Members are requested to carefully read the instructions mentioned under the head 'Information and Instructions for e-voting' in this Notice and record their assent ('FOR') or dissent ('AGAINST') on the proposed resolution through the remote e-voting process not later than 5:00 p.m. (IST) on Thursday, December 26, 2024, failing which it will be considered that no reply has been received from the Member.

The Company has engaged the services of Link Intime India Private Limited ('Link Intime') for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching postal ballot forms. In accordance with the MCA Circulars, the Company has made necessary arrangements with Link Intime India Private Limited, Registrar and Share Transfer Agent ('RTA/Link Intime') to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in the Notice. The postal ballot/e-voting results will be submitted within 2 ('two') working days from conclusion of the e-voting period to the stock exchanges in accordance with the Listing Regulations.

The Scrutinizer will submit his report to the Chairman or in his absence to the Managing Director or to Joint Managing Director or to the Whole-time Directors or to the Company Secretary of the Company after

completion of the scrutiny of the e-voting. The results of the Postal Ballot along with the Scrutinizer's Report will also be displayed on the website of the Company at www.jayantagro.com, on the website of RTA at <https://instavote.linkintime.co.in> and shall also be displayed at the Registered Office of the Company while simultaneously being communicated to National Stock Exchange of India Limited and BSE Limited where the equity shares of the Company are listed.

The proposed resolution, if approved, will be taken as having duly passed on the last date specified for e-voting by the requisite majority of Members by means of Postal Ballot, i.e. Thursday, December 26, 2024.

Item No. 1: To approve Material Related Party Transactions pertaining to Subsidiary(s) of the Company:

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

“RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended from time to time, Section 2 (76) and other applicable provisions of the Companies Act, 2013 ('the Act') read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any, Jayant Agro-Organics Limited (the Company) Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee and Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the Material Related Party Transaction(s) / Contract(s) /Arrangement(s) /Agreement(s) (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), falling within the definition of 'Related Party Transaction' under Regulation 2(1)(zc) of the Listing Regulations, entered/ continuing/ongoing/proposed to be entered into between Ihsedu Agrochem Private Limited, Material Subsidiary of the Company and Arkema France, Arkema PTE Ltd and other subsidiaries/associates of Arkema from time to time ('collectively Arkema Group'), as mentioned in detail in the Explanatory Statement annexed herewith, on such terms and conditions as may be mutually agreed between the parties, and that such transaction(s) / contract(s) / arrangement(s) / agreement(s) are being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT that the Board of Directors of the Company (including any Committee thereof) be authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this Resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions with regard to the powers herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect.”

Place: Mumbai
Date: October 26, 2024

Registered Office:

701, Tower A,
Peninsula Business Park
Senapati Bapat Marg,
Lower Parel (W),
Mumbai :- 400013
CIN: L24100MH1992PLC066691
Email: investors@jayantagro.com
Tel: +91-22-40271300

By Order of the Board of Directors
For Jayant Agro-Organics Limited

Dinesh M. Kapadia
**Company Secretary &
Compliance Officer**
M. No: F2758

Notes:

1. The relevant Explanatory Statement pursuant to the provisions of Section 102 read with Section 110 and other applicable provisions of the Companies Act, 2013 read with the rules framed thereunder concerning an Ordinary Resolution as set out above is annexed hereto and forms part of this Notice.
2. In accordance with the MCA Circulars and the Listing Regulations, the Company is sending the Notice in electronic form only by e-mail to all Members, whose names appear in the Register of Members/Register of Beneficial Owners maintained by the Depositories viz., National Securities Depository Limited (the 'NSDL') and Central Depository Services (India) Limited (the 'CDSL') as on Friday, November 22, 2024 (the "Cut-Off Date") and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the Registrar and Share Transfer Agent of the Company, M/s. Link Intime India Private Limited (the 'RTA'), in accordance with the provisions of the Act read with the rules framed thereunder and the framework provided under the MCA circulars. Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a member as on the Cut-Off Date or who becomes a member of the Company after the Cut-Off Date should treat this Notice for information only.
3. In accordance with the MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the Notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the Members for the Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the remote e-voting system only.
4. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India on General Meeting, the Company is providing the e-voting facility to enable the Members to cast their votes electronically and have engaged the services of Link Intime India Private Limited ('Link Intime') for e-voting facility. The instructions for e-voting are provided as part of this Notice.
5. Members who have not registered/updated their email addresses are requested to do so. Additionally, members who have not updated their e-mail address, PAN, contact details, bank account details, and specimen signature are requested to update the same: (i) In case of shares held in dematerialized mode, as per the process advised by the concerned Depository Participant; and (ii) In case of shares held in physical mode, by submitting a duly filled and signed Form ISR-1, ISR-2, ISR-3, or SH-13, as applicable, along with the requisite documents to Link Intime India Pvt. Ltd., C 101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400083, or by emailing it to rnt.helpdesk@linkintime.co.in.

6. The voting rights for the equity shares of the Company are one vote per equity share, registered in the name of the member. The voting rights of the members shall be in proportion to the percentage of paid-up share capital of the Company held by them. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
7. A member cannot exercise his/ her vote through proxy on postal ballot. However corporate and institutional members shall be entitled to vote through their authorised representatives. Corporate and institutional members (are required to send scanned certified true copy (PDF Format) of the board resolution/authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer by email at dhrumil@dmshah.in.
8. Once the vote is cast, the member shall not be allowed to change it subsequently or cast the vote again.
9. Postal Ballot/remote e-voting commences from 9:00 a.m. (IST) on Wednesday, November 27, 2024 and ends at 5:00 p.m. (IST) on Thursday, December 26, 2024. At the end of the e-voting period, the facility shall forthwith be blocked, and e-voting shall not be allowed beyond the said date and time.
10. The proposed resolutions, if approved, by requisite majority, shall be deemed to have been passed on the last date of e-voting, which would be Thursday, December 26, 2024. The resolutions passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members.
11. This Notice shall also be available on the website of the Company at www.jayantagro.com, websites of the stock exchanges where the equity share of the Company are listed, i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively, and on the website of Link Intime at <https://instavote.linkintime.co.in>.
12. Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/131 dated 31st July, 2023 as amended from time to time, has introduced a common Online Dispute Resolution ("ODR") mechanism to facilitate the online resolution of all kinds of disputes arising in the Indian securities market. The details with respect to the ODR mechanism is available at the website of the Company at www.jayantagro.com.
13. All the documents referred to in the Notice & Explanatory Statement will be available for inspection in electronic mode. Members can inspect the same by sending an email to investors@jayantagro.com.

Place: Mumbai
Date: October 26, 2024

Registered Office:

701, Tower A,
Peninsula Business Park
Senapati Bapat Marg,
Lower Parel (W),
Mumbai :- 400013
CIN: L24100MH1992PLC066691
Email: investors@jayantagro.com
Tel: +91-22-40271300

By Order of the Board of Directors
For Jayant Agro-Organics Limited

Dinesh M. Kapadia
**Company Secretary &
Compliance Officer**
M. No: F2758

Information and Instructions for e-voting

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

Type of Shareholder	Login Method
Individual Shareholders holding securities in demat mode with NSDL:	<p>METHOD 1 - If registered with NSDL IDEAS facility</p> <p>Users who have registered for NSDL IDEAS facility:</p> <p>a) Visit URL: https://eservices.nsd.com and click on “Beneficial Owner” icon under “Login”.</p> <p>b) Enter user id and password. Post successful authentication, click on “Access to e-voting”.</p> <p>c) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.</p> <p style="text-align: center;">OR</p> <p>User who have not registered for NSDL IDEAS facility:</p> <p>a) To register, visit URL: https://eservices.nsd.com and select “Register Online for IDEAS Portal” or click on https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>b) Proceed with updating the required fields.</p> <p>c) Post registration, user will be provided with Login ID and password.</p> <p>d) After successful login, click on “Access to e-voting”.</p> <p>e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.</p> <p>METHOD 2 - By directly visiting the e-voting website of NSDL:</p> <p>a) Visit URL: https://www.evoting.nsd.com/</p> <p>b) Click on the “Login” tab available under ‘Shareholder/Member’ section.</p> <p>c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>d) Post successful authentication, you will be redirected to NSDL depository website wherein you can see “Access to e-voting”.</p> <p>e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.</p>
	<p>METHOD 2 - By directly visiting the e-voting website of CDSL:</p> <p>a) Visit URL: https://www.cdslindia.com/</p> <p>b) Go to e-voting tab.</p> <p>c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.</p> <p>d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account.</p> <p>e) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.</p>

Type of Shareholder	Login Method
Individual Shareholder holding securities in demat mode with CDSL	<p>METHOD 1 – If registered with CDSL Easi/Easiest facility</p> <p>Users who have registered for CDSL Easi/Easiest facility.</p> <p>a) Visit https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com.</p> <p>b) Click on New System Myeasi</p> <p>c) Login with user id and password</p> <p>d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.</p> <p>e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.</p> <p style="text-align: center;">OR</p> <p>Users who have not registered for CDSL Easi/Easiest facility.</p> <p>a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>b) Proceed with updating the required fields.</p> <p>c) Post registration, user will be provided Login ID and password.</p> <p>d) After successful login, user able to see e-voting menu.</p> <p>e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.</p> <p>METHOD 2 - By directly visiting the e-voting website of CDSL.</p> <p>a) Visit URL: https://www.cdslindia.com/</p> <p>b) Go to e-voting tab.</p> <p>c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.</p> <p>d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account.</p> <p>e) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.</p>
Individual Shareholders holding securities in demat mode with Depository Participant	<p>Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.</p> <p>a) Login to DP website</p> <p>b) After Successful login, members shall navigate through “e-voting” tab under Stocks option.</p> <p>c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.</p> <p>d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.</p>

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Type of Shareholder	Login Method
Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode	<p>Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:</p> <ol style="list-style-type: none"> 1. Visit URL: https://instavote.linkintime.co.in 2. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: - <p>A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.</p> <p>B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</p> <p>C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</p> <p>D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</p> <p><i>*Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above</i></p> <p><i>*Shareholders holding shares in NSDL form, shall provide ‘D’ above</i></p> <p>➤Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).</p> <p>➤Click “confirm” (Your password is now generated).</p> <ol style="list-style-type: none"> 3. Click on ‘Login’ under ‘SHARE HOLDER’ tab. 4. Enter your User ID, Password, and Image Verification (CAPTCHA) Code and click on ‘Submit’. <p>Cast your vote electronically:</p> <ol style="list-style-type: none"> 1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon. 2. E-voting page will appear. 3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). 4. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

Guidelines for Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”):

Type of Shareholder	Login Method
Institutional shareholders (“Corporate Body/ Custodian/ Mutual Fund”):	<p>STEP 1 – Registration</p> <ol style="list-style-type: none"> a) Visit URL: https://instavote.linkintime.co.in b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund” c) Fill up your entity details and submit the form. d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr.No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in. e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID. f) While first login, entity will be directed to change the password and login process is completed. <p>STEP 2 –Investor Mapping</p> <ol style="list-style-type: none"> a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above. b) Click on “Investor Mapping” tab under the Menu Section c) Map the Investor with the following details: <ol style="list-style-type: none"> a. ‘Investor ID’ – <ol style="list-style-type: none"> i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678 ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID. b. ‘Investor’s Name - Enter full name of the entity. c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department. d. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card. d) Click on Submit button and investor will be mapped now. e) The same can be viewed under the “Report Section”. <p>STEP 3 – Voting through remote e-voting. The corporate shareholder can vote by two methods, once remote e-voting is activated:</p> <p>METHOD 1 - VOTES ENTRY</p> <ol style="list-style-type: none"> a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above. b) Click on ‘Votes Entry’ tab under the Menu section. c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of

Type of Shareholder	Login Method
	<p>Instavote before the start of remote voting.</p> <p>d) Enter '16-digit Demat Account No.' for which you want to cast vote.</p> <p>e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).</p> <p>f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.</p> <p>g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).</p> <p style="text-align: center;">OR</p> <p>VOTES UPLOAD:</p> <p>a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.</p> <p>b) You will be able to see the notification for e-voting in inbox.</p> <p>c) Select 'View' icon for 'Company's Name / Event number'. E-voting page will appear.</p> <p>d) Download sample vote file from 'Download Sample Vote File' option.</p> <p>e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.</p> <p>f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).</p>

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Link Intime Helpdesk (Instavote)	In case of any queries or issues regarding remote e-voting facility, members may refer the <ul style="list-style-type: none"> a) Instavote e-voting manual, available under help section at https://instavote.linkintime.co.in; or b) Contact Mr. Rajiv Ranjan, AVP, e-voting, Link Intime, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India; or c) Call at :- Tel : 022 - 49186000 ; or d) Write an email to enotices@linkintime.co.in.

Forgot Password:

Login type	Forgot Password:
Individual Shareholders holding securities in Physical mode has forgotten the password	<p>If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in</p> <ul style="list-style-type: none"> ➤ Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?' ➤ Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT". <p><i>In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter</i></p> <p><u>User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate):</u> Your User ID is Event No + Folio Number registered with the Company</p> <p><u>User ID for Shareholders holding shares in NSDL demat account</u> is 8 Character DP ID followed by 8 Digit Client ID</p> <p><u>User ID for Shareholders holding shares in CDSL demat account</u> is 16 Digit Beneficiary ID.</p>
Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:	<p>If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in</p> <ul style="list-style-type: none"> ➤ Click on 'Login' under 'Corporate Body/ Custodian/Mutual Fund' tab and further Click 'forgot password?' ➤ Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT". <p><i>In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.</i></p>
Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:	<p>Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.</p> <ul style="list-style-type: none"> ➤ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. ➤ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice. ➤ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

EXPLANATORY STATEMENT

{Pursuant to Section 102 of Companies Act, 2013 and Section 110 of the Companies Act, 2013}

The Members are hereby informed that Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with the Company's Policy on Related Party Transactions provides that entering into material transactions with a related party which, either individually or taken together with previous transaction(s) during a financial year, exceed ₹ 1,000 crores or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower, requires approval of the Members of the Company, even if such transaction(s) are in the ordinary course of business and at an arm's length basis.

Under the Listing Regulations, in addition to the approval and reporting for transactions by the Company with its own Related Party(ies), the scope extends to transactions by the Company with Related Party(ies) of any subsidiary(ies) of the Company or transactions by a subsidiary(ies) of the Company with its own Related Party(ies) or Related Party(ies) of the Company or Related Party(ies) of any subsidiary(ies) of the Company.

To ensure uninterrupted supply of raw material, the Company incorporated Ihsedu Agrochem Private Limited ("IAPL") as a backward integration company for extraction of oil out of castor seed. IAPL is a material subsidiary of the Company and is a Joint Venture between the Company and Arkema Participations. Considering the business, the Company/ subsidiaries works closely with its subsidiaries, joint ventures and associates to achieve its business objectives and enters into various operational transactions with its related parties, from time to time, in the ordinary course of business and on an arm's length basis.

Among the transactions the subsidiary enters into with its related parties, the estimated value of the Related Party Transaction(s)/contract(s)/ arrangement(s)/agreement(s) with the related party mentioned below is likely to exceed the materiality threshold as stated above and the maximum value of the proposed transactions with the related parties is estimated based on the current transactions and future business projections.

Considering the quantum of transactions, approval of the Members is sought pursuant to Regulation 23 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/ PoD2/CIR/P/2023/120 dated July 11, 2023 ("SEBI Master Circular"), for the following specific Material Related Party Transactions, details of which are mentioned herein in accordance with the SEBI Master Circular.

Disclosure of information pertaining to proposed Material RPT in terms of SEBI Master Circular are given hereunder:

Sr. No.	Description	Details of proposed RPTs
1.	Summary of information provided by the Management to the Audit Committee and Board of Director for approval of the proposed RPTs.	
a)	Name of the Related Party Relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise).	Ihsedu Agrochem Private Limited (IAPL) is a material subsidiary of the Company and is a Joint Venture between the Company and Arkema Participations. <u>Name of the Related Party:</u> Arkema France, Arkema PTE Ltd and other subsidiaries/associates of Arkema from time to time ('collectively Arkema Group') are the related parties of IAPL.

Sr. No.	Description	Details of proposed RPTs
b)	Type, material terms and particulars of the proposed RPTs.	<u>Nature & Material Term:</u> In terms of the Contract, IAPL would enter into transactions with Arkema Group for buying and selling of goods and services. <u>Particulars of the Contract:</u> Purchase / Sale of Castor Oil and other raw materials, Job Work, other logistics, administrative, corporate services and such other transactions including any advances thereof which may be undertaken in the Ordinary Course of Business.
c)	Tenure of the proposed transaction	This are continuous/ ongoing transactions. However for the purpose of this resolution, the approval is sought for the period September 01, 2024 till August 31, 2025
d)	Value of the proposed transaction	up to ₹1,000 Crores (Rupees One Thousand Crores).
e)	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed RPTs.	Approx. 50%
f)	Percentage of the Arkema Group standalone turnover, for the immediately preceding financial year, that is represented by the value of the proposed RPTs.	Approx. 1%
g)	If the transaction relates to any loans, inter - corporate deposits, advances or investments made or given by the listed entity or its subsidiary: i) Details of the source of funds in connection with the proposed transaction; ii) Details of financial indebtedness incurred, cost of fund and tenure; iii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction.	Not Applicable

h)	In case the relevant Related Party is a company, the extent of shareholding interest in such Related Party of every promoter, director, manager if any, and of every other Key Managerial Personnel of the Company, if the extent of such shareholding is more than 2% of the paid-up share capital of the Related Party	Not Applicable
i)	Justification for the proposed RPTs.	To ensure uninterrupted supply of raw material
3.	Details of valuation or other external party report, if such report has been relied upon	Not Applicable
4.	Name of the director or key managerial personnel who is related	Nil
5.	Nature of relationship	IAPL is a material subsidiary of the Company and is a Joint Venture between the Company and Arkema Participations. Arkema Group is a related party of IAPL.
6.	Any other information that may be relevant.	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.

The Related Party Transactions placed for Members' approval shall also be reviewed/ monitored on quarterly basis by the Audit Committee of the Company as per Regulation 23 of the Listing Regulations and section 177 of the Companies Act, 2013 and shall remain within the proposed amount(s) being placed before the Members.

The Related Party Transactions placed for Members' approval have been approved by the Audit Committee and Board of Directors of the Company.

None of the Directors / key managerial personnel's (KMP's) and/or their relatives are deemed to be concerned or interested financially or otherwise in the above mentioned resolutions, except to the extent of their shareholding in the Company, if any, may be deemed to be concerned or interested, in the said transactions.

Members may note that pursuant to the provisions of the Listing Regulations, all related parties of the Company (whether such related party is a party to the above-mentioned transaction or not) shall not vote to approve this Resolution.

Place: Mumbai
Date: October 26, 2024

Registered Office:
701, Tower A,
Peninsula Business Park
Senapati Bapat Marg,
Lower Parel (W),
Mumbai :- 400013
CIN: L24100MH1992PLC066691
Email: investors@jayantagro.com
Tel: +91-22-40271300

By Order of the Board of Directors
For Jayant Agro-Organics Limited

Dinesh M. Kapadia
**Company Secretary &
Compliance Officer**
M. No: F2758