

JAIN MARMO INDUSTRIES LIMITED
MANUFACTURERS, EXPORTER & IMPORTER OF MARBLE BLOCKS, SLABS

08th January 2025

Bombay Stock Exchange Limited,
Listing Department,
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Ref: Security Code: 523483

Subject: Submission of the Postal Ballot Notice

Ref: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/Madam,

Pursuant to the provisions of Listing Regulations, we are sending herewith Postal Ballot Notice alongwith Postal Ballot Form, reg. seeking consent from the members of the Company for regularization of Appointment of Mrs. Anisha Jain (DIN: 10835720) as an independent director of the company, Mr. Ankit Sharma (DIN: 10835731) as an independent director of the company and Murli Manohar Dadhich (DIN: 10835739) as an independent director of the company.

Kindly take the above information on your records.

Thanking You
Yours faithfully,

For JAIN MARMO INDUSTRIES LIMITED

(Hemlata Dangi)
Company Secretary

CIN: L14101RJ1981PLC002419
Registered Office: 47/10, KIRAN PATH, MANSAROVAR, JAIPUR RJ 302020 IN
Works at: N. H. No. 8 Sukher Udaipur 313001 RJ
website: www.jainmarmo.com, E-mail: jainmarmo_udr@yahoo.com
Tel. Phone: +91-294-2441666/ 2441777, Fax No.: +91-294-2440581

NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 AND RULE 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Managements and Administration) Rules, 2014 ('Rules'), (including any statutory modification, or re-enactment thereof for the time being in force) and Securities Exchange Board of India (Listing Obligations & Disclosures Requirements), Regulations, 2015, ("SEBI LODR Regulations") including any statutory modification or re-enactment thereof for the time being in force, to the members of Jain Marmo Industries Limited (the "Company") to consider and if found fit, to pass the Resolution appended below by way of postal ballot ('Postal Ballot') or, alternatively, through the electronic voting (e-voting) facility offered by the Company in this regard.

The Resolution along with explanatory statement pursuant to Section 102 of the Companies Act, 2013 stating the material facts and reasons thereof and a postal ballot form ('Postal Ballot Form') along with details regarding electronic voting are enclosed with this Notice for your consideration.

The Board of Directors of the Company has appointed Shri Ronak Jhuthawat (Certificate of Practice No.-12094) of M/s Ronak Jhuthawat & Co., Company Secretary, Company Secretaries, Udaipur as Scrutinizer for conducting Postal Ballot process (including remote e-voting) in a fair and transparent manner.

The members holding Equity Shares of the Company may vote either by way of Postal Ballot or by way of remote e-voting. Members are requested to carefully read the instructions forming part of this Notice and return the Postal Ballot Form (no other form is permitted) duly completed in the enclosed self-addressed, prepaid postage business reply envelope so as to reach the Scrutinizer not later than the close of working hours at 05.00 P.M. on **08.02.2025**. Postal Ballot Forms received after this date will be treated as if the reply from the concerned member has not been received.

Members may note that as required under Regulation 44 of Listing Regulations and Section 108 of the Companies Act read with all applicable rules under the Companies Act, the Company has engaged the services of National Securities Depository Limited (NSDL) to provide e-voting facility to the members of the Company. Accordingly, the Company is providing an e-voting facility as an alternate, which would enable the members to cast vote electronically instead of dispatching the Postal Ballot Form. Please read and follow the instructions on e-voting enumerated in the notes to this Notice.

Members as on cut off date (**03.01.2025**) are entitled to fill in the Postal Ballot Form and send it to the Scrutinizer or vote under the e-voting facility offered by the Company, and any other recipient of the Notice who has no voting rights should treat the Notice as an intimation only.

Kindly note that while exercising the vote, members holding equity shares of the Company can opt for only one of the two modes of voting i.e. either through Postal Ballot Form or E-voting. If you are opting for e-voting, then do not vote through Postal Ballot Form and vice versa. In case a Member votes through e-voting facility as well as sends his/her vote through physical form, the vote cast through e-voting shall only be considered and the voting through physical form shall not be considered by the Scrutinizer.

The Scrutinizer will submit his report to the Chairman of the Company or, in his absence, to any other designated Director of the Company after completion of scrutiny of the Postal Ballot Forms and e-voting results received. The result of voting by the Postal Ballot will be announced by 5.00 P.M. on **11.02.2025**, at the Registered Office of the Company. Additionally, the result will be communicated to BSE Limited ('BSE') where the equity shares of the Company are listed. The results of the Postal Ballot will also be displayed on the Company's website at www.jainmarmo.com and on the website of NSDL at www.evoting.nsdl.com. The date of declaration of the results of the Postal Ballot shall be the date on which the Resolution would be deemed to have been passed, if approved by the requisite majority by the shareholders of the Company.

SPECIAL BUSINESS:

ITEM NO. 1: APPOINTMENT OF MRS. ANISHA JAIN (DIN: 10835720) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to provisions of Sections 149, 150, 152 and any other applicable provisions 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 Regulation 16(1)(b) and other applicable provisions of Securities and Exchange Board of India SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Anisha Jain (DIN: 10835720) who was appointed as an Additional Director (Non-Executive Independent Director) of the Company by the Board resolution dated 13th November 2024, on the recommendation of nomination and remuneration committee and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold the office for the first term of 5 (Five) consecutive years commencing from 13th November 2024 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT The Board of Directors (including its Committee thereof) and/or Mrs. Hemlata Dangi, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

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ITEM NO. 2: APPOINTMENT OF MR. ANKIT SHARMA (DIN: 10835731) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to provisions of Sections 149, 150, 152 and any other applicable provisions 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 Regulation 16(1)(b) and other applicable provisions of Securities and Exchange Board of India SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Ankit Sharma (DIN: 10835731) who was appointed as an Additional Director (Non-Executive Independent Director) of the Company by the Board resolution dated 13th November 2024, on the recommendation of nomination and remuneration committee and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold the office for the first term of 5 (Five) consecutive years commencing from 13th November 2024 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT The Board of Directors (including its Committee thereof) and/or Mrs. Hemlata Dangi, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

ITEM NO. 3: APPOINTMENT OF MR. MURLI MANOHAR DADHICH (DIN: 10835739) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to provisions of Sections 149, 150, 152 and any other applicable provisions 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 Regulation 16(1)(b) and other applicable provisions of Securities and Exchange Board of India SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Murli Manohar Dadhich (DIN: 10835739) who was appointed as an Additional Director (Non-Executive Independent Director) of the Company by the Board resolution dated 13th November 2024, on the recommendation of nomination and remuneration committee and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent

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Director of the Company to hold the office for the first term of 5 (Five) consecutive years commencing from 13th November 2024 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT The Board of Directors (including its Committee thereof) and/or Mrs. Hemlata Dangi, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

By the order of the Board
For JAIN MARMO INDUSTRIES LIMITED

Place: Udaipur
Dated: 08.01.2025

Hemlata Dangi
Company Secretary

NOTES:

1. The Explanatory Statements and reasons for the proposed Special Business pursuant to Section 102(1) read with Section 110 of the Act, setting out material facts are appended herein below. Further, brief resume of the Directors seeking appointment, in terms of Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2, is attached in this notice.

In compliance with the MCA Circulars, this Postal Ballot Notice is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories/RTA and to all members whose names appear in the Register of Members / List of Beneficial Owners as on **Friday, January 03, 2024** as received from the Depositories. As per the MCA Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.

2. The Notice is also available on the website of the Company at www.jainmarmo.com, on the website of stock exchanges i.e. BSE Limited at www.bseindia.com and on the website of the NSDL i.e. www.evoting.nsdl.com .

3. In compliance with the provisions of Sections 108 and 110 of the Act, read with the Management Rules and Regulation 44 of SEBI LODR, the Company is offering e-voting facility to all the members of the Company to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide e-voting facility to its members. The instructions for e-voting are given hereunder:-

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.If you are 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

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

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	<p>able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <ol style="list-style-type: none">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 No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.

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b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

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6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csronakjhuthawat@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to jainmarmo_udr@yahoo.com .
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to jainmarmo_udr@yahoo.com . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
4. The voting rights of the members shall be in proportion to their holding of Equity Shares with the paid-up equity share capital of the Company as on **Friday, January 03, 2025** (“Cut-Off date”). Only those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off date will be entitled to cast their votes by e-voting. A person who is not a member as on the Cut-Off date should treat this Notice for information purposes only.
5. Facility to exercise vote by Postal Ballot by voting through electronic means will be available during the following period:
- a) Commencement of e-voting: from 09:00 a.m. (IST) on Thursday 09th January, 2025 and ends on 5:00 p.m. (IST) on Saturday, February 08, 2025, at 05:00 pm (IST) (Both days inclusive).
b) The facility for voting through electronic means will be disabled for voting by NSDL upon expiry of the aforesaid voting period.
6. A member cannot exercise his/her vote through proxy on postal ballot. However, corporate, and institutional members shall be entitled to vote through their authorized representatives. Corporate and institutional members are requested to provide a proof of authorization (board resolution /authority letter /power of attorney, etc.) in favour of their authorized representatives to the scrutinizer through e-mail to csronakjhuthawat@gmail.com with a copy marked to jainmarmo_udr@yahoo.com .
7. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities vide its circular dated March 16, 2023 and November 17, 2023. The concerned members are therefore urged to furnish PAN, KYC and Nomination by submitting the prescribed forms, duly filled up and signed. The members holding equity shares in physical mode can register/update the KYC and other details including email address and mobile number by submitting the requisite ISR Form(s) along with the supporting documents mentioned in the respective Form:
- a) Members holding shares in physical form: to the Company's RTA, in prescribed Form ISR-1 and other forms as per instructions mentioned in the form. The formats can be downloaded from the Company's website at <https://www.jainmarmo.com> .
b) Members holding shares in dematerialized form: to their respective DPs as per the procedure prescribed by them.
8. Members may further note that SEBI vide circular dated January 25, 2022, has mandated the listed companies to issue securities in dematerialized form only while processing service

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requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests by submitting the forms in the specified formats, which are available on the website of the Company at <https://www.jainmarmo.com> . . It may be noted that any service request can be processed only after the folio is KYC Compliant.

9. Further, SEBI vide notification dated January 24, 2022, has amended Regulation 40 of SEBI LODR and has mandated that all requests for transmission of securities as well as transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are therefore advised to dematerialize the shares held by them in physical form.

By the order of the Board
For JAIN MARMO INDUSTRIES LIMITED

Place: Udaipur
Dated: 08.01.2025

Hemlata Dangi
Company Secretary

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES
ACT, 2013**

**ITEM NO. 1: APPOINTMENT OF MRS. ANISHA JAIN (DIN: 10835720) AS AN
INDEPENDENT DIRECTOR OF THE COMPANY**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company dated 13th November 2024, has appointed Mrs. Anisha Jain (DIN: 10835720), as an Additional Director (Non-Executive Independent Director) of the Company under Section 161 of the Companies Act, 2013 ("the Act") read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Articles of Association of the Company, who shall not be liable to retire by rotation to hold office for the first term of Five (5) consecutive years commencing from 13th November 2024 subject to approval of the Shareholders.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, the appointment of Independent Directors requires approval of the Members of the Company. Further, in terms of amendment in the SEBI Listing Regulations effective from January 1, 2022, a listed entity shall ensure that approval of Shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mrs. Anisha Jain (Din: 10835720) would require approval of Members of the Company on or before 08th February 2024.

The Company has received a Notice under Section 160(1) of the Companies Act, 2013 from Mrs. Anisha Jain in writing proposing her candidature for appointment as an Independent Director of the Company. Mrs. Anisha Jain has given a declaration to the Board that She meets the criteria of Independence as provided under Section 149 (6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations. Further, in terms of Regulation 25(8) of SEBI Listing Regulations, She has confirmed that She is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge his duties.

In the opinion of the Board, Mrs. Anisha Jain fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Mrs. Anisha Jain holds a Bachelor's degree in Commerce. She has over 5 years of rich Professional Experience in the areas of Business Management.

The Board, based on the recommendation of Nomination and Remuneration Committee, considers that given his skills, integrity, expertise and experience, the association of Mrs. Anisha

Jain would be beneficial to the Company and it is desirable to avail her services as an Independent Director.

She shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 read with schedule V of the Act.

Copy of draft letter of appointment of Mrs. Anisha Jain setting out the terms and conditions of appointment is available for inspection to the Members by sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at jainmarmo_udr@yahoo.com.

Except Mrs. Anisha Jain and her relatives, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested in the Resolution set out in the Notice. Mrs. Anisha Jain is not related to any other Director or Key Managerial Personnel of the Company.

Further details and current directorships as required under SEBI Listing Regulations and Secretarial Standard-2 for General Meetings are provided hereto as "Annexure-1" in this Notice.

The Board recommends the Special Resolution set out at Item No. 1 of the Notice for approval of the shareholders.

Details of Directors seeking Appointment

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard – 2 on General Meetings]

Annexure-1

Particulars	
Name of the Director	Anisha Jain
Date of Birth	23/04/1992
Nationality	Indian
Date of first Appointment	November 13, 2024
Term of appointment	Appointment of Additional Director (Non-Executive, Independent): Mrs. Anisha Jain (DIN: 10835720) has been appointed as an Additional Director (Non- Executive, Independent) on the Board of the Company with effect

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	from November 13, 2024, pursuant to Section 149, 150, 152 read with Schedule IV and Section 161(1) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions thereof, subject to the approval of shareholders at the ensuing General Meeting of the Company
Qualifications	Graduate
Experience (including expertise in specific functional area) / Brief Resume	Mrs. Anisha Jain holds a Bachelor's degree in Commerce. She has over 5 years of rich Professional Experience in the areas of Business Management.
Name(s) of the listed entities from which the person has resigned from Directorship in the past three years	NIL
Name of other listed entities in which he also holds the Directorship as on date of this Postal Ballot Notice	NIL
Name of Committee(s) of other listed entity(s) in which he is Chairman/ Member	NIL
No. of Shares held in the Company	NIL
Relationships between Directors and Key Managerial Personnel inter-se	Mrs. Anisha Jain is not related to any of the Directors of the Company.
Details of Remuneration sought to be paid	She shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 read with schedule V of the Act.

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ITEM NO. 2: APPOINTMENT OF MR. ANKIT SHARMA (DIN: 10835731) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company dated 13th November 2024, has appointed Mr. Ankit Sharma (DIN: 10835731), as an Additional Director (Non-Executive Independent Director) of the Company under Section 161 of the Companies Act, 2013 ("the Act") read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Articles of Association of the Company, who shall not be liable to retire by rotation to hold office for the first term of Five (5) consecutive years commencing from 13th November 2024 subject to approval of the Shareholders.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, the appointment of Independent Directors requires approval of the Members of the Company. Further, in terms of amendment in the SEBI Listing Regulations effective from January 1, 2022, a listed entity shall ensure that approval of Shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mr. Ankit Sharma (DIN: 10835731) would require approval of Members of the Company on or before 13th November 2024.

The Company has received a Notice under Section 160(1) of the Companies Act, 2013 from Mr. Ankit Sharma in writing proposing her candidature for appointment as an Independent Director of the Company. Mr. Ankit Sharma has given a declaration to the Board that he meets the criteria of Independence as provided under Section 149 (6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations. Further, in terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he 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.

In the opinion of the Board, Mr. Ankit Sharma fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Mr. Ankit Sharma holds a Bachelor's degree in Commerce from Delhi University and a Diploma in Advanced Financial Accounting. He has over 9 years of rich Professional Experience in the areas of Finance, Accounting, Corporate Law, and Business Management.

The Board, based on the recommendation of Nomination and Remuneration Committee, considers that given his skills, integrity, expertise and experience, the association of Mr. Ankit Sharma would be beneficial to the Company and it is desirable to avail her services as an Independent Director.

She shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 read with schedule V of the Act.

Copy of draft letter of appointment of Mr. Ankit Sharma setting out the terms and conditions of appointment is available for inspection to the Members by sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at jainmarmo_udr@yahoo.com

Except Mr. Ankit Sharma and her relatives, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested in the Resolution set out in the Notice. Mr. Ankit Sharma is not related to any other Director or Key Managerial Personnel of the Company.

Further details and current directorships as required under SEBI Listing Regulations and Secretarial Standard-2 for General Meetings are provided hereto as "Annexure-2" in this Notice.

The Board recommends the Special Resolution set out at Item No. 2 of the Notice for approval of the shareholders.

Details of Directors seeking Appointment

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard – 2 on General Meetings]

Annexure-2

Particulars	
Name of the Director	Mr. Ankit Sharma
Date of Birth	08/07/1991
Nationality	Indian
Date of first Appointment	November 13, 2024
Term of appointment	Appointment of Additional Director (Non-Executive, Independent): Mr. Ankit Sharma (DIN: 10835731) has been appointed as an Additional Director (Non- Executive, Independent) on the Board of the Company with effect from November 13, 2024, pursuant to Section 149, 150, 152 read with Schedule IV and Section 161(1) read with

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	the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions thereof, subject to the approval of shareholders at the ensuing General Meeting of the Company
Qualifications	Graduate
Experience (including expertise in specific functional area) / Brief Resume	Mr. Ankit Sharma holds a Bachelor's degree in Commerce from Delhi University and a Diploma in Advanced Financial Accounting. He has over 9 years of rich Professional Experience in the areas of Finance, Accounting, Corporate Law, and Business Management.
Name(s) of the listed entities from which the person has resigned from Directorship in the past three years	NIL
Name of other listed entities in which he also holds the Directorship as on date of this Postal Ballot Notice	NIL
Name of Committee(s) of other listed entity(s) in which he is Chairman/ Member	NIL
No. of Shares held in the Company	NIL
Relationships between Directors and Key Managerial Personnel inter-se	Mr. Ankit Sharma is not related to any of the Directors of the Company.
Details of Remuneration sought to be paid	He shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 read with schedule V of the Act.

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ITEM NO. 3: APPOINTMENT OF MR. MURLI MANOHAR DADHICH (DIN: 10835739) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company dated 13th November 2024, has appointed Mr. Murli Manohar Dadhich (DIN: 10835739), as an Additional Director (Non-Executive Independent Director) of the Company under Section 161 of the Companies Act, 2013 (“the Act”) read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Articles of Association of the Company, who shall not be liable to retire by rotation to hold office for the first term of Five (5) consecutive years commencing from 13th November 2024 subject to approval of the Shareholders.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, the appointment of Independent Directors requires approval of the Members of the Company. Further, in terms of amendment in the SEBI Listing Regulations effective from January 1, 2022, a listed entity shall ensure that approval of Shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mr. Murli Manohar Dadhich (DIN: 10835739) would require approval of Members of the Company on or before 13th November 2024.

The Company has received a Notice under Section 160(1) of the Companies Act, 2013 from Mr. Murli Manohar Dadhich in writing proposing her candidature for appointment as an Independent Director of the Company. Mr. Murli Manohar Dadhich has given a declaration to the Board that he meets the criteria of Independence as provided under Section 149 (6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations. Further, in terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he 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.

In the opinion of the Board, Mr. Murli Manohar Dadhich fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Mr. Murli Manohar Dadhich holds a Master’s degree in Commerce. He has over 8 years of rich Professional Experience in the areas of Finance, Accounting, Corporate Law, and Business Management.

The Board, based on the recommendation of Nomination and Remuneration Committee, considers that given his skills, integrity, expertise and experience, the association of Mr. Murli Manohar Dadhich would be beneficial to the Company and it is desirable to avail her services as an Independent Director.

he shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 read with schedule V of the Act.

Copy of draft letter of appointment of Mr. Murli Manohar Dadhich setting out the terms and conditions of appointment is available for inspection to the Members by sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at jainmarmo_udr@yahoo.com

Except Mr. Murli Manohar Dadhich and his relatives, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested in the Resolution set out in the Notice. Mr. Murli Manohar Dadhich is not related to any other Director or Key Managerial Personnel of the Company.

Further details and current directorships as required under SEBI Listing Regulations and Secretarial Standard-2 for General Meetings are provided hereto as "Annexure-3" in this Notice.

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval of the shareholders.

Details of Directors seeking Appointment

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard – 2 on General Meetings]

Annexure-3

Particulars	
Name of the Director	Mr. Murli Manohar Dadhich
Date of Birth	27/06/1991
Nationality	Indian
Date of first Appointment	November 13, 2024
Term of appointment	Appointment of Additional Director (Non-Executive, Independent): Mr. Murli Manohar Dadhich (DIN: 10835739) has been appointed as an Additional Director (Non- Executive, Independent) on the Board of the Company with effect from November 13, 2024, pursuant to Section 149, 150, 152 read with Schedule IV and Section

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	161(1) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions thereof, subject to the approval of shareholders at the ensuing General Meeting of the Company
Qualifications	Post Graduate
Experience (including expertise in specific functional area) / Brief Resume	Mr. Murli Manohar Dadhich holds a Master's degree in Commerce. He has over 8 years of rich Professional Experience in the areas of Finance, Accounting, Corporate Law, and Business Management.
Name(s) of the listed entities from which the person has resigned from Directorship in the past three years	NIL
Name of other listed entities in which he also holds the Directorship as on date of this Postal Ballot Notice	NIL
Name of Committee(s) of other listed entity(s) in which he is Chairman/ Member	NIL
No. of Shares held in the Company	NIL
Relationships between Directors and Key Managerial Personnel inter-se	Mr. Murli Manohar Dadhich is not related to any of the Directors of the Company.
Details of Remuneration sought to be paid	He shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 read with schedule V of the Act.

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**By the order of the Board
For JAIN MARMO INDUSTRIES LIMITED**

**Place: Udaipur
Dated: 08.01.2025**

**Hemlata Dangi
Company Secretary**

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POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before filling this form)

Sl. No. :

1. Name and Registered address of the Member :

2. Name(s) of Joint holder(s), if any :

3. Registered Folio No. / DP ID No./ Client ID No.* :
(*Applicable to investors holding shares in dematerialised form)

4. Number of Equity Shares held as on **03.01.2025** :

I/We hereby exercise my/our vote in respect of the Resolution to be passed through Postal Ballot as stated in the Postal Ballot Notice of the Company dated **January 8, 2025**, by sending my/our Assent (For) or Dissent (Against) to the said Resolution by placing a tick (✓) mark at the appropriate box below:

Sl. No.	Description of Resolutions	I/We assent to the Resolution (FOR) (Number of Shares)	I/We dissent to the Resolution (AGAINST) (Number of Shares)
1.	Appointment of Mrs. Anisha Jain (DIN: 10835720) as an independent director of the company.		
2.	Appointment of Mr. Ankit Sharma (DIN: 10835731) as an independent director of the company.		
3.	Appointment of Mr. Murli Manohar Dadhich (DIN: 10835739) as an independent director of the company.		

Place :

Date :

Signature of the Member

Important Note: Please complete and return this Postal Ballot Form to the Scrutinizer by using the enclosed postage pre-paid self-addressed Business Reply Envelope. Last Date for Receipt of this Postal Ballot Form by the Scrutinizer is **08.02.2025**.

----- ✂ ----- ✂ ----- ✂ -----
ELECTRONIC VOTING PARTICULARS (Please visit <https://www.evoting.nsdl.com/> to cast your vote online)

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EVENT (E-Voting Event Number)	USER ID	PASSWORD

Note: Detailed instructions for e-voting are furnished in the Postal Ballot Notice.

IMPORTANT INSTRUCTIONS

1. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the Members. Voting period commences at 09:00 Hours IST on Thursday 09th January, 2025 and ends on 5:00 p.m. (IST) on Saturday, February 08, 2025, at 05:00 pm (IST).
2. Voting rights shall be reckoned on the paid-up value of equity shares registered in the names(s) of Members(s) on the cut-off date i.e. **03.01.2025**. A person who is not a member on the relevant date should treat this notice for information purpose only.
3. A Member desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached postage pre-paid self addressed Business Reply Envelope. However, envelopes containing Postal Ballot Form, if sent by courier, registered post or speed post at the expense of the Member, will also be accepted.
4. Alternatively, a Member may vote through electronic mode as per the instructions for e-voting provided in the Postal Ballot Notice sent herewith.
5. The Members can opt only one mode of voting, i.e., either by Physical Ballot or e-voting. In case Members cast their vote by Physical Ballot and e-Voting, the voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.
6. The self-addressed Business Reply Envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company, and the address to which the same needs to be dispatched.
7. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company). Voting rights in a Postal Ballot cannot be exercised by a Proxy. In case of joint holding, this Form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA and enclosing an attested copy of the POA.
8. Consent must be accorded by placing a tick mark in the column, 'I/We assent to the Resolution', or dissent must be accorded by placing a tick mark in the column, 'I/We dissent to the Resolution'. Form bearing tick mark in both the columns will be treated as invalid. A Member need not use all of his/her votes nor does he/she need to cast his/her votes in the same way.
9. The votes of a Member will be considered invalid on any of the following grounds-
 - a) If a form other than the Postal Ballot Form issued by the Company is used.
 - b) If the Postal Ballot Form has not been signed by or on behalf of the Member.
 - c) If the Member's signature does not tally with the specimen signature with the Company.
 - d) If the Member has marked his/her/its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such manner that the aggregate Equity Shares voted for 'Assent' and 'Dissent' exceed total number of Equity Shares held.
 - e) If the Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
 - f) If the Postal Ballot Form is incomplete and incorrectly filled.
 - g) If the Postal Ballot Form is received torn or defaced or mutilated or in a manner such that it is difficult for the Scrutinizer to identify either the Member or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or neither assent or dissent is mentioned or if the signature could not be verified, or one or more of the above grounds.
 - h) Any competent authority has given directions in writing to the Company to freeze the voting rights of the Member.
10. Duly completed Postal Ballot Form should reach the Scrutinizer not later than by 17:00 Hours IST on **Saturday, February 08, 2025**. Postal Ballot Form received after that date will be strictly treated as if reply from such Member has not been received. The Members

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are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.

11. In case of Equity Shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution/other authority and attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
12. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed postage prepaid self-addressed Business Reply Envelopes as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
13. The Scrutinizer's decision on the validity of Postal Ballot Form shall be final.
14. Any query in relation to the Resolution proposed to be passed by Postal Ballot may be sent to jainmarmo_udr@yahoo.com
15. The result of voting on the Resolutions will be declared on **Tuesday, February 11, 2025** at the registered office and will also be displayed on the website of the Company www.jainmarmo.com, besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent.

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