

JAIHIND SYNTHETICS LTD
CIN: L17120MH1986PLC040093

Registered Address: 103, Shreenath Sai Ddarshan, Datapada Road, Borivali (W), Mumbai- 400092
Tel: +022-28676010 | E-mail: jaihindltd@yahoo.com

NOTICE

NOTICE is hereby given that the 36th Annual General Meeting of the Members of **JAIHIND SYNTHETICS LTD** (CIN: L17120MH1986PLC040093) will be held on Saturday, September 30, 2023, at 09:30 a.m. at 103, Shreenath Sai Ddarshan, Datapada Road, Borivali (W), Mumbai- 400092, to transact the following special business:

ORDINARY BUSINESS:

1. *To consider and adopt the financial statements of the Company for the year ended March 31, 2023, together with the Report of the Board of Directors and the Auditors thereon.*
2. *To reappoint Mr. Pareshkumar Vinodray Savani (DIN: 00103794) as a Director of the Company liable to retire by rotation.*
3. *To consider and re-appointment of M/s. PSV Jain & Associates, Chartered Accountants as the Statutory Auditors of the Company and to authorize Board of Directors to fix their remuneration, and in this regard, to consider and if thought fit, to pass the following Ordinary Resolution:*

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. PSV Jain & Associates, Chartered Accountants (Firm’s Registration No. 140897W) be and are hereby re-appointed as the Statutory Auditors of the Company for a further term of 5 (Five) consecutive years to hold office from the conclusion of this 36th Annual General Meeting until the conclusion of the 41th Annual General Meeting of the Company, at such remuneration ,out of pocket expenses, etc. Plus Service tax, as may be mutually agreed upon by the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS:

4. *To consider and re-appointment of Mrs. Deviben Dinesh Doshi (DIN: 07789368) as a Whole-time Director of the Company for a period of five years:*

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

“**RESOLVED THAT** pursuant to the provisions of sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013, (hereinafter referred to as the ‘Act’) read along with Schedule V to the Act (including any amendment thereto or re-enactment thereof for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and based on the recommendation of Nomination and Remuneration Committee and subject to such sanctions as may be necessary, the consent of the members be and is hereby accorded to re-appoint of Mrs. Deviben Dinesh Doshi (DIN: 07789368) as Whole-time Director with the designation as Executive Director (‘WTD’) of the Company for another term of five years commencing from October 10 2022 till October 09 2027, upon the terms and conditions set out in the statement annexed to the Notice convening this Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of Section 197 of the Act and in the agreement entered into between the Company and WTD, which agreement is hereby approved, with liberty to the Board of Directors, to alter or vary the terms

and conditions and remuneration including minimum remuneration as it may deem fit and in such manner as may be agreed to between the Board and WTD.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to revise the remuneration of WTD from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is within the overall limits of the managerial remuneration as prescribed under the Act read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time and the said agreement between the Company and WTD be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in general meeting.

FURTHER RESOLVED THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and delegate all or any of its powers herein conferred to any committee of director(s) to give effect to the above resolution.”

5. To Re-Appointment of Mr. Dinesh Jayntalal Doshi (DIN: 07789377) as a Whole-time Director of the Company for a period of five years:

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

“**RESOLVED THAT** pursuant to the provisions of sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013, (hereinafter referred to as the ‘Act’) read along with Schedule V to the Act (including any amendment thereto or re-enactment thereof for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and based on the recommendation of Nomination and Remuneration Committee and subject to such sanctions as may be necessary, the consent of the members be and is hereby accorded to re-appoint of Mr. Dinesh Jayntalal Doshi (DIN: 07789377) as Whole-time Director with the designation as Executive Director (‘WTD’) of the Company for another term of five years commencing from October 10 2022 till October 09 2027, upon the terms and conditions set out in the statement annexed to the Notice convening this Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of Section 197 of the Act and in the agreement entered into between the Company and WTD, which agreement is hereby approved, with liberty to the Board of Directors, to alter or vary the terms and conditions and remuneration including minimum remuneration as it may deem fit and in such manner as may be agreed to between the Board and WTD.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to revise the remuneration of WTD from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is within the overall limits of the managerial remuneration as prescribed under the Act read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time and the said agreement between the Company and WTD be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in general meeting.

FURTHER RESOLVED THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and delegate all or any of its powers herein conferred to any committee of director(s) to give effect to the above resolution.”

6. To Appointment of Mr. Dipesh Bhupendra Sushania (DIN: 10304538) as an Independent Director of the company for a term of five years.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the “Act”) read with Schedule IV of the Act and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), Mr. Dipesh Bhupendra Sushania (DIN: 10304538), who was appointed by the Board of Directors as an Director (in the category of Independent Director) of the Company with effect from September 08, 2023 pursuant to Section 161 of the Act and the Articles of Association of the Company and who qualifies for being appointed as an Independent Director and in respect of whom a notice in writing under Section 160 of the Act has been received by the Company from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of five years i.e., up to September 07, 2028 and shall not be liable to retire by rotation during such term.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to this Resolution.”

7. To Appointment of Mr. Krishna Pramod Maheta (DIN: 10306752) as an Independent Director of the company for a term of five years.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the “Act”) read with Schedule IV of the Act and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), Mr. Krishna Pramod Maheta (DIN: 10306752), who was appointed by the Board of Directors as an Director (in the category of Independent Director) of the Company with effect from September 08, 2023 pursuant to Section 161 of the Act and the Articles of Association of the Company and who qualifies for being appointed as an Independent Director and in respect of whom a notice in writing under Section 160 of the Act has been received by the Company from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of five years i.e., up to September 07, 2028 and shall not be liable to retire by rotation during such term.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to this Resolution.”

8. To Appointment of Mrs. Rinal Vijay Doshi (DIN: 10312364) as an Independent Director of the company for a term of five years.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the “Act”) read with Schedule IV of the Act and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), Mrs. Rinal Vijay Doshi (DIN: 10312364), who was appointed by the Board of Directors as an Director (in the category of Independent Director) of the Company with effect from September 08, 2023 pursuant to Section 161 of the Act and the Articles of Association of the Company and who qualifies for being appointed as an Independent Director and in respect of whom a notice in writing under Section 160 of the Act has been received by the Company from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of five years i.e., up to September 07, 2028 and shall not be liable to retire by rotation during such term.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to this Resolution."

By order of the Board of Directors
for **Jaihind Synthetics Ltd**

Dinesh Jayntalal Doshi
Director
DIN:07789377

Place: Mumbai
Date: September 8, 2023

NOTES:

1. A member entitled to attend and vote at the annual general meeting ("AGM") is entitled to appoint a proxy or proxies to attend and on a poll, to vote on his/her behalf and a proxy need not be a member. The instrument appointing the proxy, in order to be effective, must be deposited at the company's registered office, duly completed and signed, not less than 48 (forty eight) hours before the AGM. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolutions or authority, as applicable.

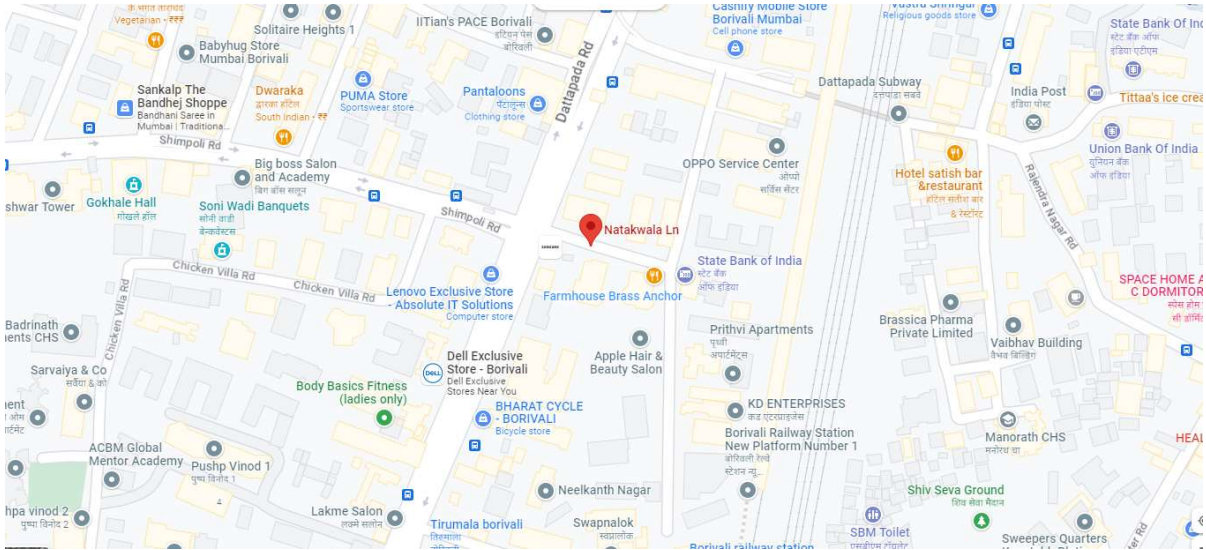
A person can act as a proxy on behalf of Members not exceeding 50 (Fifty) and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% (ten percent) of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

2. Corporate Members intending to send their Authorized Representatives to attend the meeting are requested to send a Certified True Copy of the Board Resolution authorizing their Representative to attend and vote on their behalf at the Meeting.
3. The Explanatory Statements, pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of the business under Items No. 4 & 5 of the accompanying Notice are annexed hereto of Mr. Dinesh Doshi and Mrs. Deviben Dinesh Doshi Executive and Whole Time Director of the Company, who is proposed to be re-appointed and details as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") is annexed to this Notice.
4. The Explanatory Statements, pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of the business under Items No. 6, 7 & 8 of the accompanying Notice are annexed hereto of Mr. Dipesh Bhupendra Sushania, Mr. Krishna Pramod Maheta and Mrs. Rinal Vijay Doshi as Independent Director of the Company is annexed to this Notice.
5. Members, Proxies and Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
6. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2023. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents for assistance in this regard.
7. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to RTA in case the shares are held in physical form.
8. The notice of AGM is being sent to those members/beneficial owners whose name will appear in the register of members/list of beneficiaries received from the depositories as on Friday, September 01, 2023.
9. The copy of Annual Report, notice of 36th Annual General Meeting, notice of e-voting etc. are being sent to the members through e-mail who have registered their e-mail ids with the Company/Depository Participant (DPs)/ Company's Registrar and Transfer Agent (RTA). Members are requested to update their preferred e-mail ids with the Company/ Depository Participant (DPs)/ Company's Registrar and Transfer Agent (RTA), which will be used for the purpose of future communications.

10. Members whose e-mail ids are registered with the Company and who wish to receive printed copy of the Annual Report may send their request to the Company for the same at its registered office before the annual general meeting.
11. For members who have not registered their e-mail address, physical copies of the Notice of the Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of Annual General Meeting and Annual report for 2022-23 will be available on Company's website for their download.
12. All the documents referred in the Notice, Annual Report and Register of Director's Shareholding are open for inspection, during the business hours, at the registered office of the Company up to and including the date of Annual General Meeting.
13. The register of Members and Share Transfer books of the Company shall remain closed during the Book Closure period i.e. September 24, 2023 to September 30, 2023, both days inclusive.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
15. The members holding shares in the same name of same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.
16. Shareholder seeking any information with regard to the accounts is requested to write to the Company at an early date but not later than 10 days before the scheduled date of holding of Annual General Meeting.
17. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
18. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.
19. In compliance with the provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be passed in the meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ("remote e-voting").
20. In terms of provisions of Section 107 of the Companies Act, 2013, since the Company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the AGM. The facility for ballot / polling paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot / polling paper.
21. The shareholders can opt for only one mode of voting i.e. remote e-voting or physical polling at the meeting. In case of voting by both the modes, vote casted through remote e-voting will be considered final and voting through physical ballot will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.
22. A Route map showing directions to reach the venue of Extra Ordinary General Meeting is given at the end of the this Notice as per requirement of the Secretarial Standard – 2 on "General Meeting" as

prescribed by the Institute of Company Secretaries of India, as mandated by the provisions of Section 118(10) of the Act.

**ROAD MAP TO THE ANNUAL GENERAL MEETING VENUE:
103, Shreenath Sai Ddarshan, Datapada Road, Borivali (W), Mumbai- 400092**



VOTING THROUGH ELECTRONIC MEANS AND ATTENDING THE AGM

In compliance with the provisions of Section 108 of the Act read with Rules made there under and Regulation 44 of the Listing Regulations, the Company is offering evoting facility to all Members of the Company. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners (in case of electronic shareholding) maintained by the Depositories as on the cut-off date i.e. Friday, September 22, 2023, only shall be entitled to avail the facility of remote e voting/ evoting at the AGM. CDSL will be facilitating remote evoting to enable the Members to cast their votes electronically. Members can cast their vote online from 9.00 A.M. (IST) on Wednesday, September 27, 2023 to 5.00 P.M. (IST) on Friday, September 29, 2023. At the end of remote e-voting period, the facility shall forthwith be blocked.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- I. The voting period begins on 9.00 A.M. (IST) on Wednesday, September 27, 2023 to 5.00 P.M. (IST) on Friday, September 29, 2023. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, September 22, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- II. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- III. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- IV. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in	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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.

Demat mode with CDSL	<ol style="list-style-type: none"> 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(i) Login method for e-Voting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

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

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).

- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; jaihindltd@yahoo.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 22 55 33.

GENERAL INFORMATION

- (i) 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 to reset the password.
- (ii) The Board of Directors of the Company has appointed Mr. Rinkesh Gala, proprietor of M/s. Rinkesh Gala & Associates, Practicing Company Secretaries (Membership No. A42486 & CP No.-20128), to act as the Scrutiniser, to scrutinise the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given above.
- (iii) The Scrutiniser will submit her report to the Chairman or to any other person authorised by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e- voting) not later than 48 hours from the conclusion of AGM.
- (iv) The results of the electronic voting shall be declared to the Stock Exchanges where shares of the Company are listed after the conclusion of AGM. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company.

All the documents referred to in the accompanying Notice and Explanatory Statement, shall be available for inspection through electronic mode, basis the request being sent on jaihindltd@yahoo.com

Explanatory Statement

{Pursuant to Section 102 of the Companies Act, 2013 ("The Act")}

As required by Section 102 of the Companies Act, 2013 ("the Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 & 5 of the accompanying Notice:

Item No. 4

Mrs. Deviben Dinesh Doshi (DIN: 07789368) was appointed as Executive and Whole Time Director of the Company for the term of five years which was expired on October 9, 2022. On the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mrs. Deviben Dinesh Doshi (DIN: 07789368) to be re-appointed as the Executive and Whole Time Director of the Company for a further period of 5 (five) years from the expiry of her present term, i.e. from October 10 2022 till October 09 2027, and remuneration was approved for the aforementioned period, subject to the approval of the members.

Approval of the Members is required by way of Special Resolution for Appointment and payment of remuneration.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The details of remuneration payable to Mrs. Deviben Dinesh Doshi and the terms and conditions of the appointment are given below:

- i. Salary: Rs. 25,000/- (Rupees Twenty Five Thousand Only)
- ii. Allowances: Nil
- iii. Commission: Nil
- iv. Perquisites and Benefits: Nil

Your Directors recommend the above remuneration to Mrs. Deviben Dinesh Doshi in future if any variation shall be made in above mentioned remuneration, then it shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time and subject to the applicable Company's policy.

The Board of Directors recommends the resolution set forth in item no. 3 in relation to the appointment of Executive and Whole Time Director, for the approval of the members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Dinesh Doshi and Mrs. Deviben Dinesh Doshi, being an appointee is concerned or interested, financial or otherwise, in the resolution.

Item No. 5

Mr. Dinesh Jayntalal Doshi (DIN: 07789377) was appointed as Executive and Whole Time Director of the Company for the term of five years which was expired on October 9, 2022. On the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Dinesh Jayntalal Doshi (DIN: 07789377) to be re-appointed as the Executive and Whole Time Director of the Company for a further period of 5 (five) years from the expiry of his present term, i.e. from October 10 2022 till October 09 2027, and remuneration was approved for the aforementioned period, subject to the approval of the members.

Approval of the Members is required by way of Special Resolution for Appointment and payment of remuneration.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The details of remuneration payable to Mr. Dinesh Jayntalal Doshi and the terms and conditions of the appointment are given below:

- i. Salary: Rs. 25,000/- (Rupees Twenty Five Thousand Only)
- ii. Allowances: Nil
- iii. Commission: Nil
- iv. Perquisites and Benefits: Nil

Your Directors recommend the above remuneration to Mr. Dinesh Jayntalal Doshi in future if any variation shall be made in above mentioned remuneration, then it shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time and subject to the applicable Company's policy.

The Board of Directors recommends the resolution set forth in item no. 4 in relation to the appointment of Executive and Whole Time Director, for the approval of the members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mrs. Deviben Dinesh Doshi and Mr. Dinesh Jayntalal Doshi, being an appointee is concerned or interested, financial or otherwise, in the resolution.

• **Brief Profile of both the Executive and Whole-time Director**

Name of Director	Deviben Dinesh Doshi	Dinesh Jayntalal Doshi
DIN	07789368	07789377
Date of Birth	02-10-1946	26-11-1941
Age	76 years	81 years
Category of the Director	Executive and Whole-time Director	Executive and Whole-time Director
Educational Qualification	B.com	Master in Political Science
Experience	Around 25 Years	Around 55 Years
Expertise in functional areas specific	Trading of Goods	Trading of Goods
Terms and conditions of appointment	NA	NA
Remuneration last drawn	NIL	NIL
Number of shares held in the Company as on date List of Directorships held in other companies (excluding foreign, private and Section 8 companies)	NIL	NIL
Chairmanship/ Membership Committees of Audit and Stakeholders Relationship Committees across Public Companies excluding Jaihind Synthetics Ltd	NIL	NIL
Relationship between Directors inter se	Spouse of Doshi Jayntalal Dinesh	Spouse of Deviben Dinesh Doshi
Number of meetings of the Board attended	5	5

Item No. 6

Mr. Dipesh Bhupendra Sushania (DIN: 10304538) was appointed as Additional Director (in the category of Independent Director) of the Company effective from September 08, 2023 in pursuant to Section 161 of the Companies Act, 2013 (the "Act") based on the recommendation by the Nomination and Remuneration Committee. Mr. Dipesh Bhupendra Sushania to be appointed as an Independent Director for a term of up to 5 years. The Board noted that Mr. Dipesh's skills, knowledge, and experience are aligned to the role and capabilities and that he is eligible for appointment as an Independent Director.

Mr. Dipesh Bhupendra Sushania has confirmed: (a) his eligibility and criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”); (b) he is not disqualified or debarred from holding the office of director by virtue of any SEBI order or any other such authority; (c) he has undertaken registration in the Independent Director’s data bank; and (d) he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. Further, he has given his consent to be appointed as an Independent Director of the Company.

A notice in writing under section 160 of the Act has been received by the Company from a Member signifying his intention to propose the appointment of Mr. Dipesh Bhupendra Sushania, as an Independent Director of the Company.

Mr. Dipesh Bhupendra Sushania has reached the age of 41 years. With almost five years of experience, in the electronic trading industry. The Board believes that Mr. Dipesh Bhupendra Sushania's extensive and varied expertise makes him a great asset to the company and contributes value and a rich perspective to board discussions and decision-making.

In terms of Sections 149 and 152 read with Schedule IV and any other applicable provisions, if any, of the Act and rules made thereunder and the SEBI LODR regulations, it is proposed that Mr. Dipesh Bhupendra Sushania be appointed as an Independent Director to hold office for a term of five years i.e., up to September 07, 2028. None of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the above Resolution.

Name of Director	Dipesh Bhupendra Sushania
DIN	10304538
Date of Birth	02/01/1982
Age	41 years
Category of the Director	Independent Director
Educational Qualification	B.com
Experience	Around 5 Years
Expertise in functional areas specific	Electronic Trading Industry
Terms and conditions of appointment	NA
Remuneration last drawn	NIL
Number of shares held in the Company as on date List of Directorships held in other companies (excluding foreign, private and Section 8 companies)	NIL
Chairmanship/ Membership Committees of Audit and Stakeholders Relationship Committees across Public Companies excluding Jaihind Synthetics Ltd	NIL

Item No. 7

Mr. Krishna Pramod Maheta (DIN: 10306752) was appointed as Additional Director (in the category of Independent Director) of the Company effective from September 08, 2023 in pursuant to Section 161 of the Companies Act, 2013 (the “Act”) based on the recommendation by the Nomination and Remuneration Committee. Mr. Krishna Pramod Maheta to be appointed as an Independent Director for a term of up to 5 years. The Board noted that Mr. Krishna’s skills, knowledge, and experience are aligned to the role and capabilities and that he is eligible for appointment as an Independent Director.

Mr. Krishna Pramod Maheta has confirmed: (a) his eligibility and criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”); (b) he is not disqualified or debarred from holding the office of director by virtue of any SEBI order or any other such authority; (c) he has undertaken registration in the Independent Director’s data bank; and (d) he is

not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. Further, he has given his consent to be appointed as an Independent Director of the Company.

A notice in writing under section 160 of the Act has been received by the Company from a Member signifying his intention to propose the appointment of Mr. Krishna Pramod Maheta, as an Independent Director of the Company.

Mr. Krishna Pramod Maheta has reached the age of 33 years. With almost five years of experience, in the in the field of Consultancy in Accountancy. The Board believes that Mr. Krishna Pramod Maheta's extensive and varied expertise makes him a great asset to the company and contributes value and a rich perspective to board discussions and decision-making.

In terms of Sections 149 and 152 read with Schedule IV and any other applicable provisions, if any, of the Act and rules made thereunder and the SEBI LODR regulations, it is proposed that Mr. Krishna Pramod Maheta be appointed as an Independent Director to hold office for a term of five years i.e., up to September 07, 2028. None of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the above Resolution.

Name of Director	Krishna Pramod Maheta
DIN	10306752
Date of Birth	18/08/1990
Age	33 years
Category of the Director	Independent Director
Educational Qualification	B.com
Experience	Around 5 Years
Expertise in functional areas specific	consultancy in Accountancy & Taxation
Terms and conditions of appointment	NA
Remuneration last drawn	NIL
Number of shares held in the Company as on date List of Directorships held in other companies (excluding foreign, private and Section 8 companies)	NIL
Chairmanship/ Membership Committees of Audit and Stakeholders Relationship Committees across Public Companies excluding Jaihind Synthetics Ltd	NIL

Item No. 8

Mrs. Rinal Vijay Doshi (DIN: 10304538) was appointed as Additional Director (in the category of Independent Director) of the Company effective from September 08, 2023 in pursuant to Section 161 of the Companies Act, 2013 (the "Act") based on the recommendation by the Nomination and Remuneration Committee. Mrs. Rinal Vijay Doshi to be appointed as an Independent Director for a term of up to 5 years. The Board noted that Mrs. Rinal's skills, knowledge, and experience are aligned to the role and capabilities and that she is eligible for appointment as an Independent Director.

Mrs. Rinal Vijay Doshi has confirmed: (a) her eligibility and criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"); (b) She is not disqualified or debarred from holding the office of director by virtue of any SEBI order or any other such authority; (c) She has undertaken registration in the Independent Director's data bank; and (d) She is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. Further, she has given her consent to be appointed as an Independent Director of the Company.

A notice in writing under section 160 of the Act has been received by the Company from a Member signifying his intention to propose the appointment of Mrs. Rinal Vijay Doshi, as an Independent Director of the Company.

Mrs. Rinal Vijay Doshi has reached the age of 41 years. With almost Ten years of experience, in the Field of Import and Export of Consumer Products. The Board believes that Mrs. Rinal Vijay Doshi extensive and varied expertise makes her a great asset to the company and contributes value and a rich perspective to board discussions and decision-making.

In terms of Sections 149 and 152 read with Schedule IV and any other applicable provisions, if any, of the Act and rules made thereunder and the SEBI LODR regulations, it is proposed that Mrs. Rinal Vijay Doshi be appointed as an Independent Director to hold office for a term of five years i.e., September 07, 2028. None of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the above Resolution.

Name of Director	Mrs. Rinal Vijay Doshi
DIN	10312364
Date of Birth	27/07/1982
Age	41 Years
Category of the Director	Independent Director
Educational Qualification	B.A
Experience	Around 10 Years
Expertise in functional areas specific	Import and Export of Consumer Products
Terms and conditions of appointment	NA
Remuneration last drawn	NIL
Number of shares held in the Company as on date List of Directorships held in other companies (excluding foreign, private and Section 8 companies)	NIL
Chairmanship/ Membership Committees of Audit and Stakeholders Relationship Committees across Public Companies excluding Jaihind Synthetics Ltd	NIL

By order of the Board of Directors
for **Jaihind Synthetics Ltd**

Dinesh Jayntalal Doshi
Director
DIN:07789377

Place: Mumbai
Date: September 8, 2023