



JYOTI CNC AUTOMATION LIMITED

CIN: L29221GJ1991PLC014914

Regd. Off.: G – 506, Lodhika GIDC, Vill.: Metoda,

Dist.: Rajkot – 360 021. Gujarat India.

Date: December 17, 2024

To,
The Department of Corporate Services,
BSE Limited, Mumbai
Mumbai.

To,
The Listing Compliance Dept.
National Stock Exchange of India Ltd,
Mumbai.

BSE Script Code: 544081

NSE Script Symbol: JYOTICNC

Respected Sir/ Madam,

Sub.: Postal Ballot Notice – Intimation cum Submission of Notice

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with provisions of Part A of Schedule III thereto, a Postal Ballot Notice along with an Explanatory Statement, circulated amongst the members of company to seek their approval for appointment of Mr. P. N. Prasad (DIN: 07430506) as an Independent Director of the Company, is submitted herewith. Member has to convey their decision through E-voting and company has engaged National Depository Services Limited (“NSDL”) to provide e-voting service. Schedule of e-voting is given below.

EVEN	132424
Commencement of e-voting period	9.00 A.M. IST on December 18, 2024.
Conclusion of e-voting period	5.00 P.M. IST on January 17, 2025.

Necessary instructions for E-voting, details of Mr. P. N. Prasad (DIN: 07430506) and other details are given in Notes and Explanatory Statement annexed to the Postal Ballot Notice enclosed herewith.

Kindly take above on your record.

Thanking You,
For Jyoti CNC Automation Limited

Maulik B Gandhi
Compliance Officer and Company Secretary
Membership No.: F8819

Encl.: As Stated Above.



JYOTI CNC AUTOMATION LIMITED

CIN: L29221GJ1991PLC014914

Regd. Off.: G – 506, Lodhika GIDC, Vill.: Metoda,

Dist.: Rajkot – 360 021. Gujarat India.

POTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To
Members of the Company

Notice is hereby given that the resolution set out below is proposed for approval by the members of Jyoti CNC Automation Limited (“the Company”) by means of Postal Ballot, only by remote e-voting process (“e-voting”) being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 (“the Act”), Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and other applicable provisions of the Act and the Rules, General Circular No. 19/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (“MCA Circular”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard – 2 on General Meeting (“SS – 2) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (Including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is also attached.

The Board of Directors had appointed M/s. N. S. Dave & Associates, a Practicing Company Secretaries (Membership No.: 37176 and C.P. No.: 13946), as Scrutinizer for conducting the postal ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer’s decision on the validity of the votes cast in the Postal Ballot shall be final.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the Management Rules, Regulation 44 of the LODR Regulations, and SS-2, the Company has provided e-voting facility to its members to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the National Securities Depository Limited (“NSDL”) for facilitating e-voting.

The members are requested to read the instructions given in the Notes to this Notice before casting their vote via e-voting. The votes can be cast during the following voting period:

EVEN	132424
Cut-off date for eligibility to vote	December 13, 2024.
Commencement of e-voting period	9.00 A.M. IST on December 18, 2024.
Conclusion of e-voting period	5.00 P.M. IST on January 17, 2025.

The e-voting facility will be disabled by NSDL after 5.00 p.m. IST on January 17, 2025 and Members will not be allowed to cast their vote or their vote will be disallowed.

The Scrutinizer will submit his report to the Chairman of the Company (“the Chairman”) or any other person authorized by the Chairman, and the result will be declared within the time limit prescribed in aforesaid provisions of the Act, the Rules and Listing Regulations. The result so declared shall be simultaneously displayed / made available on website of company at www.jyoti.co.in as well as communicated to BSE Limited and National Stock Exchange of India Limited as well as also displayed at the registered office of the company.



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Regd. Off.: G – 506, Lodhika GIDC, Vill.: Metoda,

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CIN: L29221GJ1991PLC014914

SPECIAL BUSINESS:

1. APPOINTMENT OF MR. P. N. PRASAD (DIN: 07430506) AS AN INDEPENDENT DIRECTOR OF COMPANY

“RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (“Rules”) and of Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s), reenactment(s) thereof for the time being in force), the appointment of Mr. Parameswaran Pillai Naga Prasad (P. N. Prasad) (DIN: 07430506), who was appointed as an Additional Director, in the category of Independent Director, pursuant to the provisions of section 161(1) of the Act and the Articles of Association of the Company, being eligible as an Independent Director of the Company, be and is hereby approved for a term of 5 (five) consecutive years, i.e. Up to November 13, 2029 and he is not liable to retire by rotation.

“RESOLVED FURTHER THAT the board of directors be and is hereby authorised to execute all such agreements, documents, instruments and writings as deemed necessary and to file requisite forms or applications with statutory / regulatory authorities, with power to alter and vary the terms and conditions of the said appointment and settle all questions, difficulties or doubts that may arise in this regard, as they may in their sole and absolute discretion deem fit and to do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any director(s) / officer of the Company, to give effect to this resolution.”

By order of the Board of Directors

Sd/-

Maulik B. Gandhi

Company Secretary and Compliance Officer
(Mem. No.: A23849 / F8819)

Dated: December 12, 2024 at Metoda, Rajkot.

Encl.: As stated above.



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Notes :

1. The explanatory statement pursuant to the provisions of Section 102 and other applicable provisions of the Act read with the Rules, stating all material facts relating to the business set out in Postal Ballot Notice and additional information as required under the Listing Regulations, is enclosed herewith.
2. In compliance with the MCA Circular, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the register of members / register of beneficial owners as on December 13, 2024 (“**Cut Off Date**”) received from Depository and whose email address is registered with Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms are not being sent to members.
3. Members who have not registered their email address are requested to register the same through the Depository Participant(s) where they maintain their demat accounts.
4. Only those members whose name appear in the register of members/register of beneficial owners as on Cut-Off Date shall be entitled to participate in the e-voting. A person who is not a member as on the cut-off date, should treat this Postal Ballot Notice for information purpose only.
5. In pursuant to MCA Circulars and provisions of Act read with Rules made thereunder and provisions of SEBI Listing Regulations, Circular issued by SEBI, company is providing facility to the members to exercise their right to vote on the proposed resolution electronically (“e-voting”). The instructions for e-voting are provided as part of this Postal Ballot Notice.
6. Once the vote on the resolution is cast by the member, he / she / it shall not be allowed to change it subsequently. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on cut – off date.

7. The resolution, if approved, will be deemed to have been passed on the last date of e-voting, i.e. January 17, 2025.
8. All documents referred to in the explanatory statement will be available for inspection only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by e-voting i.e. January 17, 2025. Members seeking to inspect such document can send an email to investors@jyoti.co.in mentioning his / her / its DP ID and Client Id.

INFORMATION AND INSTRUCTIONS FOR E-VOTING:

[1] E-Voting Facility:

- a) The Company has engaged service of NSDL to provide E-voting facility to its members to exercise their right to vote on proposed resolution by electronic means.
- b) The e-voting facility will be available during the following voting period.

Commencement of e-voting period	9.00 A.M. IST on December 18, 2024.
Conclusion of e-voting period	5.00 P.M. IST on January 17, 2025.

The e-voting will not be allowed beyond the aforesaid date and time and e-voting facility shall be forthwith disabled by NSDL after expiry of aforesaid period.

C) The manner of e-voting by (i) individual members holding shares of the Company in demat mode, (ii) members other than individual holding shares of the Company in demat mode, and (iii) members who have not registered their email address, is explained in the instructions given herein below.

INSTRUCTION FOR E-VOTING:**Step 1: Access to NSDL e-Voting system:****A.1] For Individual holding security in demat mode with NSDL:**

1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <https://eservices.nsd.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.
2. If you are 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/IdedasDirectReg.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 i.e. NSDL and you

will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

**A.2] For Individual holding security in demat mode with CDSL:**

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.
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 nspeis also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.



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.cdsindia.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.

A.3] For Individual holding security in demat mode and log in through their depository participants:

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.

A.4] Helpdesk of NSDL and CDSL and Instruction for retrieval of log in credentials:

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

For Members holding securities in demat mode with NSDL: For any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000.

For Members holding securities in demat mode with CDSL: For any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911.

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

- [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:
 - 4.1] For Members who hold shares in demat account with NSDL:

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*****.
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*****.



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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***
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[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.**

[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?

[A] 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.

[B] Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

[C] Now you are ready for e-Voting as the Voting page opens.

[D] 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.

[E] Upon confirmation, the message "Vote cast successfully" will be displayed.



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[F] You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

[G] Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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 nandish.dave1@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 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 investors@jyoti.co.in.
- [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 (Company email id). 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.1 / A.2 / A.3)** 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.



EXPLANATORY STATEMENT TO SPECIAL BUSINESSES IN PURSUANT TO SECTION 102(1) OF THE

The following Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the “Act”), sets out all material facts relating to the Special Business mentioned in the Postal Ballot Notice and should be taken as forming a part of the Notice.

Item No. 1:

Pursuant to the provisions of Regulation 17 of SEBI Listing Regulations, the board of directors of the company must consist of 6 directors including 3 independent directors. Further, pursuant to the provisions of Regulation 17 read with provisions of Regulation 25 of SEBI Listing Regulations, the Independent Director can be appointed only with the consent / approval of the members of the company.

At 33rd Annual General Meeting held on September 30, 2024, Mr. Yogesh D. Kathrecha and the term of office of Mr. Vijay V. Paranjape, Independent Directors, were ended and could not be reappointed as such. The members of the company had appointed at their 33rd annual general meeting Mr. Y. S. Jain (DIN: 06507365) as an Independent Director and thereby, the board of directors of the company consisted of 6 Directors including 3 Independent Directors. However, the sudden demise of Mr. Y. S. Jain on October 24, 2024 brought down the number of directors on board to five and hence, in accordance with the aforesaid provisions of SEBI Listing Regulations, one more Independent Director needs to be appointed on the Board of Directors of the Company. Hence, the Board of Directors of the company had at their meeting held on November 14, 2024, appointed him as an Additional Director in the category of an Independent Director.

Mr. P. N. Prasad spent 37 years across different verticals and in different positions from bottom to top in banking industry till he reached to his superannuation age and then served to many Corporate and other Entities like National e-Governance Services Limited, Institute of Cost Accountants of India, Reserve Bank of India.

In his professional journey till date, he acted as Director for 8+ years in different entities. Apart from being an expert in the finance field, he also possesses skill in human resources development and management, business planning and strategies, risk management.

The company is in the machine tool industry falling within the capital goods sector. The entire industry and sector have huge opportunities and are currently witnessing growth and development as well as support from government policies and actions. Apart from being techno savvy, the need was felt for an individual having finance background and business acumen. Considering the same, the Nomination & Remuneration Committee recommended him and the Board of Directors had appointed Mr. P. N. Prasad as an Additional Director in the category of Independent Director.

Mr. P. N. Prasad has given his declaration to the Board, inter alia, declaring that (i) he meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, (ii) is not restrained from acting as a Director by virtue of any order passed by SEBI or any such authority and (iii) is eligible to be appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has also given his consent to act as a director of the company.

In accordance with the provisions of Section 149, 150, 152 read with schedule IV of the Act and other applicable provisions of the Companies Act, 2013, the appointment of Mr. P. N. Prasad as an Independent Director requires an approval of shareholders of the company.

In accordance with Regulation 25 of SEBI Listing Regulations, the appointment of Mr. P. N. Prasad as an Independent Director requires approval of members of company by passing a special resolution and, pursuant to Regulation 17(1C) of SEBI Listing Regulations, such approval must be obtained within a time period of three months from the date of his appointment.



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In the opinion of the Board of Directors of the Company, Mr. P. N. Prasad is a person of integrity, possesses relevant expertise / experience and fulfils the conditions specified in the Companies Act, 2013 and SEBI Listing Regulations as well as he is Independent of the Management. The profile and other details of Mr. P. N. Prasad is given in Annexure to this Notice. Given on his experience, the Board of Directors considers it desirable and in the interest of the company and accordingly, consent of members of the company is sought by passing a Special Resolution as set out in Item No. 1 of the Notice for appointment of Mr. P. N. Prasad as an Independent Director of the company for an initial term of five years which will end on November 13, 2029.

As an Independent Director of the Company, Mr. P. N. Prasad will be entitled to sitting fees and reimbursement of expenses incurred by him, for attending the meetings of the Board and the committees thereunder.

Profile of Mr. P. N. Prasad

Mr. P. N. Prasad is a professional banker with more than 37 years of experience. He joined State Bank of India (SBI) in 1983 as Probationary Officer and retired as Deputy Managing Director of SBI in 2020. At SBI, He headed the Commercial Clients Group, the Corporate Banking Vertical as well as Overseas Operations of Belgium, Netherlands, and Luxemburg.

He played leadership roles for more than 25 years in multiple fields of banking with specialization inter alias in core commercial banking, risk management, strategy and business planning, client relationship, trade finance operations, alternative investments, audit & compliance, human resource development, treasury management, and small-scale industries.

Post his retirement, Mr. P. N. Prasad had served to various entities, government bodies like RBI, Ministry of Commerce, Government of India. Mr. P. N. Prasad has eight years of experience as Director in different companies. The directorship and membership of committees of board of listed

entities held by Mr. P. N. Prasad as well as name of listed entities from which he has resigned in the past three years are given in separate annexure enclosed herewith.

Mr. P. N. Prasad holds master's degree in science and is a Certified associate of Indian Institute of Bankers.

Except Mr. P. N. Prasad, none of other directors, Key Managerial Personnel or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out in the Notice.

The Board recommends the Special Resolution set out at Item No. 1 of this Postal Ballot Notice for approval by the members.

**JYOTI CNC AUTOMATION LIMITED**

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PROFILE OF DIRECTORS BEING APPOINTED**[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)]**

Name of Director	Parameswaran Pillai Naga Prasad (P. N. Prasad)
DIN	07430506
Date of Birth	May 30, 1960
Date of Appointment	November 14, 2024
Brief resume of the director	Given above
Nature of expertise in specific functional areas	Banking & Finance, Business Planning & Strategies, Human Resource and Risk Management.
Academic Qualification	Master's Degree in Science and is a Certified associate of Indian Institute of Bankers
Name of other Companies in which he/she holds Directorship*	Details given below.
Name of other companies in which he/she holds Chairmanship/ Membership of Committees of Board	Details given below.
No. of Shares held in Jyoti CNC Automation Limited including shareholding as a beneficial owner	NIL
Relationship with other directors	NIL
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Banking & Finance, Business Planning & Strategies, Human Resource and Risk Management.

Details of Position Held by Mr. P. N. Prasad in Board of Directors of other entities and its committees.**[A] Details of Directorship Held in Other Entities:**

Sr. No.	Company Name	Designation	Remarks
1	Axis Bank Limited	Independent Director	-
2	Styrenix Performance Materials Limited	Independent Director	-
3	National E- Governance Services Limited	Director	-
4	Insolvency Professional Agency of Institute of Cost Accountants of India	Director	-
5	Bank of India	Director	Ceased as Director w.e.f. 12.10.2022

Details of Position held in Committees in Other Companies:

Sr. No	Company Name	Name of Committee	Designation
1	Axis Bank Limited	Stake Holders Relationship Committee	Member
2	Styrenix Performance Materials Limited	Audit Committee	Member
		Stake Holders Relationship Committee	Member
		Risk Management Committee	Member