

## NOTICE

NOTICE is hereby given that the Thirtieth Annual General Meeting of the Members of **Jai Corp Limited** will be held on Wednesday the 23<sup>rd</sup> day of September, 2015 at 11.00 a.m. at the Registered Office of the Company at A-3, M.I.D.C. Industrial Area, Nanded-431 603, Maharashtra to transact the following businesses:

### AS ORDINARY BUSINESS:

1. To consider and adopt:
  - a. the standalone audited financial statements and the Reports of the Board of Directors and Auditor thereon.
  - b. the consolidated audited financial statements and the Report of the Auditor thereon.
2. To declare a dividend on Preference Shares.
3. To declare a dividend on Equity Shares.
4. To appoint a Director in place of Mr. Virendra Jain (DIN 00077662), who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Messrs Chaturvedi & Shah, Chartered Accountants (Registration No. 101720W issued by the Institute of Chartered Accountants of India), as the Auditor of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

### AS SPECIAL BUSINESS:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 read with Schedule V to the Companies Act, 2013 (“the Act”), and Rule 8 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 framed thereunder (“the Rules”) and all others applicable provisions, if any of the Act, and the Rules (including any statutory modification(s) or re-enactment of the Act and/ or the Rules for the time being in force), Mr. Vasudeo Shrinivas Pandit (DIN 00460320) be and is hereby re-appointed as Whole-time Director of the Company, with the designation of Director-Works, for a further period of 3 (three) years with effect from 01.04.2015 at the remuneration set out in the accompanying Statement and on the terms and conditions as are set out in the Agreement proposed to be entered into between the Company and Mr. Vasudeo Shrinivas Pandit placed before this meeting, with authority to the Board (or any duly constituted committee thereof) to amend any terms of the draft Agreement as may be acceptable to the Company and Mr. Vasudeo Shrinivas Pandit, so long as any amended terms are not, in the opinion of the Board (or its committee), prejudicial to the interests of the Company;

**RESOLVED FURTHER THAT** on behalf of the Company, the Managing Director be and is hereby authorized to sign the Agreement proposed to be entered into with Mr. Vasudeo Shrinivas Pandit;

**RESOLVED FURTHER THAT** the Company Secretary do take required steps and perform all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution.”

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

“**RESOLVED THAT** pursuant to the provisions contained in Sections 149, 150, 152, 160, 161 of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 framed thereunder (“the Rules”) and all others applicable provisions, if any of the Act, and the Rules (including any statutory modification(s) or re-enactment of the Act and/ or the Rules for the time being in force), Ms. Aziza Ashraf Chitalwala (DIN:00436939) additional director, holding office as independent director, who will cease to hold office after the ensuing Annual General Meeting of the Company and, in respect of whom the Company has received a notice proposing her name as a director, being eligible for appointment, be and is hereby recommended for appointment as a woman director and also continued appointment as an independent director of the Company, for a term of 5(five) years with effect from 30.03.2015;

**RESOLVED FURTHER THAT** the Company Secretary do take required steps and perform all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution.”

8. To consider and if thought fit to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 55 and all other applicable provisions, if any, of the Companies Act, 2013, the Companies Act, 1956 and Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014 framed thereunder (“the Rules”) (including any statutory modification(s) or re-enactment of the Act and/ or the Rules for the time being in force), and Article 8 and all other enabling provisions of the Articles of Association of the Company and the applicable laws, rules, regulations, guidelines, clarifications and approvals issued by any statutory body or regulatory authority and subject to such approvals / consents / permissions / sanctions as may be required in accordance with applicable laws, rules, regulations and guidelines and subject to such conditions which such body or authority may impose at the time of granting their approvals/

consents/permissions/sanctions and which may be agreed to by the Board of Directors of the Company (the 'Board' which term shall include any Committee which the Board of Directors may have constituted or may hereafter constitute for the time being for exercising the powers conferred on the Board of Directors by this Resolution), consent of the members be and is hereby accorded to the Board to roll-over for a period up to 2 (two) years, the outstanding 66,54,900 ( sixty-six lakh fifty-four thousand and nine hundred) 1% non-cumulative non-participating redeemable fully paid-up preference shares of face value ₹ 1/- (Rupee one only) each of the Company issued at a price of ₹ 1,000/- (Rupees one thousand only) each i.e. at a nominal value of ₹ 1/- (Rupee one only) and a premium of ₹ 999/- (Rupees nine hundred and ninety- nine only) per share allotted on 26.11.2007 to certain members of the promoter group and which are presently held by certain members of the promoter group/ relatives of the promoters, which are due for redemption on 25.11.2015 to the end and intent that the said remaining 66,54,900 preference shares will be redeemed at a later date as hereafter stated;

**RESOLVED FURTHER THAT** as per the terms of issue, the said preference shares shall continue to carry a preferential right to dividend of 1% (one per cent) per annum;

**RESOLVED FURTHER THAT**, as per the terms of issue, the said preference shares shall in respect of capital, on a winding-up or repayment of capital, carry a preferential right for repayment in priority to the equity shares to the Company but shall not carry any further or other right to participate either in the profits or assets of the Company;

**RESOLVED FURTHER THAT** the said remaining 66,54,900 preference shares shall now be redeemable on the expiry of 2 (two) years from the date of roll-over (i.e. two years from 26.11.2015) with an option to the Company/ preference shareholders to redeem the same any time earlier;

**RESOLVED FURTHER THAT** as per the terms of issue, the redemption of the said preference shares shall be at a premium of 6% (six per cent) per annum from the date of allotment over and above the total issue price of ₹ 1,000/- (Rupees one thousand only) per share and the premium will be proportionate to the period of holding of the said preference shares;

**RESOLVED FURTHER THAT** for the purpose of giving effect to the Resolution, the Board be and is hereby authorized to take all actions and steps and do all acts, deeds, matters and things as it may, in its absolute discretion, deem necessary,

proper, desirable or expedient to the roll-over of the said preference shares and to resolve and settle all questions, difficulties or doubts that may arise in regard to such roll-over, as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

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

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 framed thereunder ("the Rules") (including any statutory modification(s) or re-enactment of the Act and/ or the Rules for the time being in force) Messrs ABK & Associates (Registration No. 000036 issued by the Institute of Cost Accountants of India), Cost Auditor appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year ending 31.03.2016 be paid a remuneration of ₹ 3,60,000/- excluding service tax and re-imbursment of all out-of-pocket expenses incurred by Messrs ABK & Associates during the course of the audit."

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

**"RESOLVED THAT** pursuant to the provisions of Section 20 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder ("the Rules") (including any statutory modification(s) or re-enactment(s) of the Act and/ or the Rules for the time being in force) authority be and is hereby given to the Board of Directors of the Company (the 'Board' which term shall include any Committee which the Board of Directors may have constituted or may hereafter constitute for the time being for exercising the powers conferred on the Board of Directors by this Resolution) to determine the fee to be charged from a member who requests delivery of any document through a particular mode."

By Order of the Board of Directors

Mumbai  
11<sup>th</sup> August, 2015

**A. Datta**  
**Company Secretary**

**Registered Office:** A-3, M.I.D.C. Indl. Area,  
Nanded 431 603, Maharashtra.  
CIN:L17120MH1985PLC036500  
e-mail for investors: cs2@jaicorpindia.com

**NOTES:**

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
2. **A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS A PROXY TO ATTEND AND VOTE ON A POLL ON HIS BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.** The instrument appointing a proxy or Power of Attorney, if any, under which it is signed should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. Corporate Members are requested to send a certified copy of Board Resolution authorizing their representatives to attend and vote at the Meeting.
3. The Register of Members and Share Transfer Books will remain closed from Thursday, the 17<sup>th</sup> day of September, 2015 to Wednesday, the 23<sup>rd</sup> day of September, 2015 (both days inclusive).
4. The dividend recommended by the Board of Directors, if declared at the Meeting will be payable to those Members whose names are registered in the Register of Members of the Company at close of business on Wednesday 16<sup>th</sup> September, 2015.
5. Un-paid/ un-claimed dividend for the financial years 2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13 and 2013-14 will be transferred to the Investor Education and Protection Fund on or after 01<sup>st</sup> October, 2015, 29<sup>th</sup> October, 2016, 06<sup>th</sup> October, 2017, 22<sup>nd</sup> October, 2018, 27<sup>th</sup> October, 2019, 4<sup>th</sup> November, 2020 and 25<sup>th</sup> October, 2021 respectively pursuant to the provisions of Section 205A of the Companies Act, 1956 (Corresponding Section 124 of the Companies Act, 2013 not yet enforced). The members who have not cashed their dividend warrant/s are requested to immediately make their claims to the Company's Registrar and Share Transfer Agent, Messrs Karvy Computershare Private Limited. It may be noted that pursuant to Section 124(6) of the Companies Act, 2013, all shares in respect of which unpaid or unclaimed dividend has been transferred shall also be transferred by the Company in the name of Investor Education and Protection Fund.
6. Members who are holding shares in physical form in identical order of names in more than one folio are requested to send to the Company's Registrar and Share Transfer Agent, Messrs Karvy Computershare Private limited details of such folios together with the share certificates for consolidating their holding in one folio. The share certificate will be returned to the Member/s after making requisite changes thereon.
7. The Securities and the Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding securities in the electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agent, Messrs Karvy Computershare Private Limited.
8. Non-resident Indian shareholders are requested to inform the Company immediately:-
  - i. Change in residential status on return to India for permanent settlement.
  - ii. Particulars of bank account maintained in Indian with complete name, branch, branch code, account type, account number and address of bank, if not furnished earlier.
  - iii. Copy of Reserve Bank of India permission.
9. In terms of Section 72 of the Companies Act, 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014 shareholders are entitled to make nomination in respect of shares held by them. Shareholders desirous of making nominations in respect of shares held by them are requested to send the necessary particulars in Form No. SH. 13 (available on request) to the Company's Registrar and Share Transfer Agent, Messrs Karvy Computershare Private Limited.
10. A brief resume of all Directors who are proposed to be appointed/ re-appointed, nature of their expertise in specific functional areas, names of other companies in which they hold directorships and memberships/chairmanships of Committees of the Board, shareholdings and relationships between Directors *inter-se* as required to be provided pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges are given elsewhere in the Annual Report.
11. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Pursuant to Sections 20, 101 and 136 of the Companies Act, 2013 read with Rule 18 of the Companies (Management

and Administration) Rules, 2014 and Rule 11 of the Companies (Accounts) Rules, 2014 service of documents through electronic mode is now permitted.

#### Remote e-voting

12. Pursuant to Sections 107 and 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Clause 35B of the Listing Agreement with the Stock Exchanges, the Company is providing to its members the facility of remote e-voting to exercise their right to vote on resolutions proposed at this meeting by electronic means in respect of all the Items of business set forth in this Notice. **Detailed procedure concerning e-voting is given on the reverse of the Attendance Slip-cum- Proxy Form.** Facility for voting by ballot shall also be made available at the venue of the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be entitled to exercise their right at the meeting. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently. Further, the members who have cast their votes electronically through remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to vote again at the meeting.

By Order of the Board of Directors

Mumbai  
11<sup>th</sup> August, 2015

**A. Datta**  
**Company Secretary**

**Registered Office:** A-3, M.I.D.C. Indl. Area, Nanded 431 603, Maharashtra.  
CIN:L17120MH1985PLC036500  
e-mail for investors: cs2@jaicorpindia.com

#### STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

##### Item No. 6:

##### Re-appointment of Mr. V.S. Pandit as Director- Works:

The Board of Directors (hereafter "the Board") at their meeting held on 4<sup>th</sup> February, 2015 re-appointed Mr. Vasudeo Shrinivas Pandit ( DIN 00460320) as Director – Works of the Company for a period of three years commencing from 1<sup>st</sup> April, 2015 up to 31<sup>st</sup> March, 2018. Mr. Vasudeo Srinivas Pandit had been appointed as the Director – Works for the first time on 1<sup>st</sup> April, 1997 and has, from time to time, been re-appointed at the expiry of his earlier tenures. The re-appointment of Mr. Vasudeo Shrinivas Pandit is subject to the provisions of Sections 196, 197, 203 read with Schedule V to the Companies Act, 2013 ("the Act") and Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The draft Agreement proposed to be entered into with Mr. Vasudeo Shrinivas Pandit,

*inter-alia*, contains the following terms: Salary: not exceeding ₹ 4,00,000/- per month. Commission: In addition to salary and perquisites, based on the net profits of the Company in a particular financial year computed in the manner laid down in Section 198 of the Act, as may be approved by the Board but not exceeding the limits laid down in Section 197 of the Act. **Perquisites and Allowances:** Accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with re-imbursalment of expenses or allowances for utilization of gas, electricity, water, furnishing and repairs, medical expenses/re-imbursalment for self and his family including dependents, leave travel concession for self and his family including dependents, club fees, medical insurance and such other perquisites and allowances as agreed/authorized by the Board up to ₹ 4,00,000/- per month, subject to overall ceiling of remuneration as stipulated under the Act. The minimum remuneration payable to Mr. Vasudeo Shrinivas Pandit in the event of loss or inadequacy of profits in any financial year during the period of his appointment will be subject to a maximum ceiling of ₹ 30,00,000/- per annum including the perquisites as set out in Part II Section II of Schedule V to the Companies Act, 2013. He was paid a remuneration of ₹ 26,51,473/- for the financial year ended 31<sup>st</sup> March, 2015.

Mr. Vasudeo Shrinivas Pandit has nearly 40 years' experience in the woven sacks and bags industry. He is also a director of Sarbags Pty Limited, a wholly-owned subsidiary of the Company. He attended 3 meetings of the Board of Directors during 2014-15 and also the last Annual General Meeting. He fulfils the conditions of appointment under Part I of Schedule V to the Act.

The draft Agreement proposed to be entered into between the Company and Mr. Vasudeo Shrinivas Pandit is available for inspection by the Members of the Company at the Registered Office of the Company between 11.00 am and 2.00 pm on any working day of the Company, up to the date of the meeting.

The Board of Directors is of the opinion that the continued association of Mr. Vasudeo Shrinivas Pandit with the Company will be beneficial to the Company and accordingly commends the Ordinary Resolution set out in Item No. 6 of the accompanying Notice for approval of the members.

Other than Mr. Vasudeo Shrinivas Pandit, no other Director/ Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

##### Item No.7:

##### Appointment of Ms. Aziza Chitalwala as a woman director and continuance as an independent director:

The Board of Directors, on 30<sup>th</sup> March, 2015, had appointed Ms. Aziza Ashraf Chitalwala (DIN 00436939),

as an Additional Director to hold office as an independent director. As per the provisions of Section 161(1) of the Companies Act, 2013, Ms. Aziza Ashraf Chitalwala can hold office only up to the date of this Annual General Meeting. The Company has received a notice under Section 160(1) of the Companies Act, 2013 proposing her name as a Director, along with the required deposit amount. She also fulfills the norms of independent director and has furnished a declaration pursuant to Section 149 (7) of the Companies Act, 2013 to that effect. It is proposed to continue her appointment as independent director for a tenure of 5 years with effect from 30<sup>th</sup> March, 2015. Pursuant to Section 149 (10) of the Act she will not, so long he remains an independent director, be liable to retirement by rotation pursuant to Section 149(13) of the Act.

Ms. Aziza Ashraf Chitalwala is a Chartered Accountant with degree in commerce from the University of Mumbai. She has hands-on experience in accounts and related matters, development of enterprise resource planning (ERP) etc. She is also a director of Zarhak Steels Limited.

The Board is of the opinion that Ms. Aziza Ashraf Chitalwala fulfills the conditions specified in the Act as well as in the Listing Agreement for the appointment of an independent director. Her appointment also fulfills the requirement of appointing at least one woman director in terms of Section 149(1) of the Act. A copy of the draft letter for appointment of Ms. Aziza Ashraf Chitalwala as an independent director setting out the terms and conditions specified in Schedule IV to the Act is open for inspection at the Registered Office of the Company by any member during normal business hours without payment of any fee and shall also be posted on the Company's website. Ms. Aziza Ashraf Chitalwala is independent of the management.

The Board of Directors is of the opinion that the association of Ms. Aziza Ashraf Chitalwala with the Company will be beneficial to the Company and accordingly commends the Ordinary Resolution set out in Item No. 7 of the accompanying Notice for approval of the members.

Other than Ms. Aziza Ashraf Chitalwala, no other Director/ Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

**Item No. 8:**

**Roll-over of preference shares**

The Company had in November 2007 issued 1,50,00,000 ₹ 1% non-cumulative, non-participating redeemable preference shares of face value ₹ 1/- each at a price of ₹ 1,000/- each i.e. at a nominal value of ₹ 1/- and a premium of ₹ 999/- per share to certain members of the promoter group. The said preference shares were allotted as fully paid-up on 26<sup>th</sup> November,

2007 for a tenure of 2 years from the date of allotment with an option to the Company/ the allottee to redeem the same after a period of 1 year. The rate of dividend payable to the preference shareholders is 1% on the face value of the shares. These preference shares were eligible for redemption at a premium of 6% p.a. over and above the issue price of ₹ 1,000/- per share on 25<sup>th</sup> November, 2009. At the 24<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2009, approval of the equity shareholders was obtained to roll-over these preference shares for a term of 2 years from the date they were to be due for redemption and the preference shares were rolled-over for redemption on 25<sup>th</sup> November, 2011. 50,00,100 preference shares were redeemed on 25<sup>th</sup> November, 2011 and the remaining 99,99,900 preference shares were rolled-over for another term of 2 years for which approval of the equity shareholders was obtained at the 26<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2011. The Company redeemed another 16,50,000 preference shares on 23<sup>rd</sup> August, 2012 and the balance 83,49,900 shares were rolled over for another term of 2 years for which approval of the equity shareholders was obtained at the adjourned 28<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2013. The Company redeemed 3,75,000 preference shares on 27<sup>th</sup> November, 2013 and 3,00,000 preference shares each on 27<sup>th</sup> May, 2014, 12<sup>th</sup> August, 2014 and 27<sup>th</sup> February, 2015 respectively, 2,10,000 preference shares on 27<sup>th</sup> May, 2015 and another 2,10,000 preference shares will be redeemed on 27<sup>th</sup> August, 2015 leaving a balance of 66,54,900 preference due for redemption on 25<sup>th</sup> November, 2015 that are presently held by certain members of the promoter group/ relative of the promoters.

Considering the present economic and capital markets scenario, the Company requested the preference shareholders to roll-over these preference shares for a further period up to two years. The preference shareholders have agreed to the roll-over the said 66,54,900 preference shares for a further period up to 2 years with an option to the Company/ the shareholders to redeem these shares any time earlier.

The issue of these preference shares was approved by the equity shareholders at the Extra-ordinary General Meeting held on 17<sup>th</sup> November, 2007 and their roll-overs were from time to time approved at the 24<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2009, 26<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2011 and adjourned 28<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2013. The members' approval to the proposed further roll-over is now being sought as a matter of abundant caution.

The Special Resolution is proposed pursuant to the provisions of Section 55 of the Companies Act, 2013.

The Board of Directors commends the Special Resolution set out at Item No. 8 of the accompanying Notice for approval of the members.

Mr. Anand Jain, Mr. Virendra Jain and Mr. Gaurav Jain, Directors of the Company and constituents of the promoter group are concerned or interested in this resolution to the extent of the preference shares held by their relatives. Save as aforesaid, no other Director/ Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

**Item No. 9:**

**Remuneration of Cost Auditor**

The Board of Directors has appointed Messrs ABK & Associates (Registration No. 000036 issued by the Institute of Cost Accountants of India) as the cost auditor of the Company for the financial year 2015-16. Pursuant to Section 148 of the Companies Act, 2013 read with Rule 3(B) of the Companies (Cost Records and Audit) Amendment Rules, 2014 ('the Rules') as the total turnover from the 'Textile', 'Plastic & Polymers' & 'Steel' products crossed the thresholds limit during the financial year 2014-15, the Company is required to maintain cost records and get them audited in accordance with these Rules for the financial year 2015-16. Pursuant to Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 members are required to ratify the remuneration payable to the cost auditor.

Based on the recommendation of the Audit Committee, the Board of Directors has approved remuneration of ₹ 3,60,000/- to Messrs ABK & Associates excluding service tax and reimbursement of out-of-pocket expenses.

The Board of Directors accordingly commends the Ordinary Resolution set out at Item No. 9 of the accompanying Notice for approval of the members which is an enabling resolution.

No Director / Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

**Item No. 10:**

**Delivery of documents**

Section 20 of the Companies Act, 2013 read with Rule 35 of the Companies (Incorporation) Rules, 2014 provides the mode of service of documents inter alia to the members of the Company. The proviso to sub-section (2) of that Section states that where a member requests for delivery of any document through a particular mode, he shall pay fees as may be determined by the Company in its Annual General Meeting.

As such fee will be determined by the mode and place of delivery of the document sought, it is not possible to quantify the amount, and hence it is appropriate that the Board of Directors be authorized to determine the fee.

The Board of Directors accordingly commends the Ordinary Resolution set out at Item No. 10 of the accompanying Notice for approval of the members which is an enabling resolution.

No Director / Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

By Order of the Board of Directors

Mumbai  
11<sup>th</sup> August, 2015

**A. Datta**  
**Company Secretary**

**Registered Office:** A-3, M.I.D.C. Indl. Area,  
Nanded 431 603, Maharashtra.

CIN:L17120MH1985PLC036500

e-mail for investors: cs2@jaicorpindia.com

**Details of Directors seeking re-appointment/ appointment at the 30<sup>th</sup> Annual General Meeting pursuant to Clause 49 of the Listing Agreement**

<b>Name of the Director</b>	<b>Mr. Virendra Jain</b>	<b>Mr. V. S. Pandit</b>	<b>Ms. Aziza Ashraf Chitalwala</b>
Date of Birth	19/11/1958	01/10/1950	01/10/1963
Date of Appointment	31/12/1986	01/04/2015 re-appointed as Director-Works	30/03/2015
Expertise in specific functional area	Entrepreneur with over 25 years' of experience in the business of plastic processing.	Experience of about 40 years in woven sacks/ bags industry	Chartered Accountant
Qualification	B.Com.	B.Sc.	B. Com, ACA
No. of shares held in the Company	58,71,620 equity shares	Nil	Nil
Directorships in other Indian public limited companies	1. Jai Realty Ventures Ltd. 2. Pet Fibres Ltd. 3. Prime Wovens Ltd. 4. Suniti Commercials Ltd. 5. Techfab (India) Industrial Ltd. 6. Omnibus Industrial Development Corporation of Daman Diu and Dadra Nagar Haveli Ltd. 7. Prime Biotech (India) Ltd.	None	Zarakh Steels Limited
Relationship between Directors <i>inter se</i>	Is related to Mr. Anand Jain and Mr. Gaurav Jain	None	None
DIN	00077662	00460320	00436939