



JAYSHREE CHEMICALS LIMITED

Regd. Office : 14, N.S. Road, Kolkata-700001

CIN: L24119WB1962PLC218608

Phone : 033-71500500 E-mail : co.sec@jayshreechemicals.com

Website : www.jayshreechemicals.com

NOTICE is hereby given that the 64th Annual General Meeting of the Company will be held on 1st September, 2026 at 03:00 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following business: -

ORDINARY BUSINESS:

1. To receive and adopt the statement of Profit and Loss along with Statement of Cash Flows of the Company for the year ended 31st March, 2026 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Shri Virendraa Bangur (DIN: 00237043) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

To consider and if thought fit pass with or without modification the following resolution as a **Special Resolution**

3. **Appointment of Shri Satish Kapur (DIN- 00051163) as an Independent Director for 1st term of five consecutive years, w.e.f. 16th July, 2026.**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to Regulation 17(1A), Regulation 25(2A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Shri Satish Kapur (DIN: 00051163), who was appointed as an Additional Director (Independent Category) of the Company with effect from 16.07.2026 and who holds office up to the date of this Annual General Meeting pursuant to Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, and who has submitted the requisite declarations confirming that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 16th July, 2026 and ending on 15th July, 2031."

"RESOLVED FURTHER THAT considering that Shri Satish Kapur has attained the age of 75 years, and taking into account his extensive experience, expertise, knowledge of the industry, leadership capabilities the approval of the Members be and is hereby accorded pursuant to Regulation 17(1A) of the SEBI Listing Regulations for appointment of Shri Satish Kapur as a Non-Executive Independent Director of the Company."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to foregoing resolution."

4. **Re-appointment of Shri Rajesh Kumar Singhi (DIN : 01210804) as Wholetime Director for a further period of two years (w.e.f 11th February, 2027)**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Act and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, including any statutory modifications or re-enactments thereof for the time being in force and based on the recommendation of Nomination and Remuneration Committee of the Company, the consent of members be and is hereby accorded for re-appointment of Shri Rajesh Kumar Singhi (DIN: 01210804), as Whole-time Director ('WTD') of the Company for a further period of two years with effect from



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11th February, 2027, not liable to retire by rotation, upon the terms and conditions set out in the statement annexed to the Notice convening this meeting, including the remuneration to be paid on such terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company and as set out in the explanatory statement annexed to the Notice convening this Meeting.”

“RESOLVED FURTHER THAT notwithstanding anything contained in Section 197, 198 and Schedule V of the Companies Act, 2013 or any amendment/ re-enactment thereof, in the event of any loss or inadequacy of the profits during the financial year, the remuneration be paid to Shri Singhi as per applicable provisions of the said Act.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to foregoing resolution.”

Registered Office:
14, N.S. Road,
Kolkata-700001
Date: 16.07.2026

By Order of the Board
For **Jayshree Chemicals Limited**
Puja Guin
Company Secretary
ICSI Mem. No. ACS29481

NOTES :

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to special businesses to be transacted at Annual General is annexed herewith as **Annexure-A**.
2. The relevant details with respect to Item nos. 2 Notice, pursuant to Regulation 36 of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are given in an annexure, annexed hereto and marked as **Annexure-B**.

Conduct of AGM through VC/OAVM

- i) The Ministry of Corporate Affairs has vide its General Circular No. 03/2025 dated September 22, 2025 permitted convening the Annual General Meeting (“AGM”/“Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the AGM of the Company is being held through VC / OAVM.
- (i) The Notice of the AGM along with the Annual Report for Financial Year 2025-2026 is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories/Registrar and Share Transfer Agents.
- (ii) The Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.
- (iii) Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- (iv) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

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- (v) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- (vi) In line with the MCA Circular No. 17/2020 dated 13th April, 2020, the Notice and the Annual Report for Financial Year 2025-2026 has been uploaded on the Company's website at www.jayshreechemicals.com, website of Bombay Stock Exchange at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.
- (vii) AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
- (viii) All the documents referred in the accompanying notice will be available for inspection through electronic mode on all working days till the date of this Annual General Meeting.

3. Voting through electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

4. The instructions for shareholders voting electronically are as under:

The remote e-voting period commences at 09.00A.M. (IST) on 29th August, 2026, and ends at 5.00 P.M. (IST) on 31st August, 2026. During this period, Members holding shares either in physical or de-materialized form as on the Cut-Off Date i.e. 25th August, 2026, may cast their votes electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on 25th August, 2026 ("Cut-Off Date").

SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 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 shareholder's/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.

SEBI vide its notification dated 24th January, 2022 has mandated that all request for transfer of securities including transmission and transposition request shall be processed only in dematerialized form. Accordingly, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA i.e. Niche Technologies Pvt. Ltd. for assistance in this regard.

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

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

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

Step 1: Access to NSDL e-Voting system

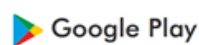
- A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - 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



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Type of shareholders	Login Method
Individual Shareholders holding securities 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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 or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form..	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
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.

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Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

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 jaiswalarun82@gmail.com with a copy marked to evoting@nsdl.com and co.sec@jayshreechemicals.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (co.sec@jayshreechemicals.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (co.sec@jayshreechemicals.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting 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.



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THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting

5. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (co.sec@jayshreechemicals.com). The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at the Company's E-mail id- co.sec@jayshreechemicals.com between 12th August, 2026 09.00 A.M. (IST) and 16th August, 2026 05.00 P.M. (IST). Only those Shareholders who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
7. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. Other Information

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "e-voting" for all those members who are present at the AGM but have not cast their votes by availing the e-voting facility.

Shri Arun Kumar Jaiswal, Practicing Company Secretary, having Membership No- 29827, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall after the conclusion of voting at the general meeting, unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a scrutinizer's report of the total votes cast in favour or against, if any, addressed

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to the Chairman or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company (www.jayshreechemicals.com) and on service provider's website (www.evoting.nsdl.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.

Registered Office:
14, N.S. Road,
Kolkata-700001
Date: 16th July, 2026

By Order of the Board
For **Jayshree Chemicals Limited**
Puja Guin
Company Secretary
ICSI Mem. No. ACS29481

Annexure - A

EXPLANATORY STATEMENT:

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

Item No. 3

The Board, at its meeting held on 16.07.2026 had appointed Shri Satish Kapur as an Additional Director (Independent Category) of the Company with effect from 16.07.2026 consequent to his appointment as Independent Director in terms of the provisions pursuant to Section 161 of the Companies Act, 2013. As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Shri Satish Kapur, as an Additional Director, holds office upto the date of this Annual General Meeting. In terms of provisions contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, a person who is not a retiring director in terms of Section 152 shall, subject to the provisions of this Act, be eligible for appointment to the Office of Director at any General Meeting, if he or some member intending to propose him as a Director, has, not less than fourteen days before the meeting, left at the Registered Office of the Company, a notice in writing under his hand signifying his candidature as a Director, or the intention of such member to propose him as a candidate for that office, as the case may be, along with deposit of one lakh rupees. However, as per the proviso to Section 160, the requirements of deposit of amount shall not apply in case of appointment of Independent Director. Since Shri Satish Kapur, is an Independent Director of the Company there is no requirement of submission of requisite deposit.

Further, the Board wishes to inform the Members that Shri Satish Kapur had earlier served as an Independent Director of the Company and completed his second consecutive term on 22nd September, 2022 following which he ceased to hold office as Independent Director. Pursuant to the provisions of Section 149 of the Companies Act, 2013 and Regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the requisite cooling-off period of three years has been completed. Considering his rich experience, deep understanding of the Company's business, valuable guidance during his earlier association with the Company and continued ability to provide independent judgement on matters relating to strategy, governance and regulatory compliance, the Board is of the opinion that his appointment would be in the best interests of the Company.

Shri Satish Kapur has attained the age of 81 years. In terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, appointment or continuation of a Non-Executive Director who has attained the age of seventy-five years requires approval of the Members by way of a Special Resolution. Taking into consideration his extensive professional experience, knowledge, integrity, leadership qualities, the Nomination and Remuneration Committee and the Board have recommended his appointment as an Independent Director of the Company. Accordingly, the approval of the Members by way of Special Resolution is being sought.

Notice

The Company has received a notice from a member proposing candidature of Shri Satish Kapur, for the office of Director in terms of Section 160 of the Companies Act, 2013. Shri Satish Kapur has also given a declaration to the company that he meets criteria of Independence as prescribed under Section 149 (6) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment & Qualification of Directors) Rules, 2014 and relevant regulation of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Accordingly, it is proposed to appoint Shri Satish Kapur as Non-Executive Independent Director of the Company in accordance with Section 149 of the Companies Act, 2013, not liable to retire by rotation.

The Company has received from Shri Satish Kapur–

- Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 and;
- Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Shri Satish Kapur fulfills the conditions specified under the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI Listing Regulations, for appointment as an Independent Director (Non-Executive) of the Company and is Independent of the management of the Company.

A copy of the draft letter of appointment setting out the terms and conditions of appointments of Shri Satish Kapur is available for inspection, without any fee, by the members at 31, Chowringhee Road, Kolkata 700016 during business hours, between 11:00 a.m. to 01:00 p.m., on any working days up to the date of the AGM and also at the AGM.

Brief resume of Shri Satish Kapur, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors interse, etc., as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard -2, are given in an annexure, annexed hereto and marked as “Annexure-A”

The relatives of Shri Satish Kapur may be deemed to be interested in the resolutions set out at Item No. 3 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the resolutions set forth in the item No. 3 of the Notice for approval of the members.

Item No. 4

Based on recommendation of the Nomination and Remuneration Committee, the Board re-appointed Shri Rajesh Kumar Singhi (DIN: 01210804) as Whole-time Director designated as Director (Commercial) for the third consecutive term of two years, i.e., effective from 11th February, 2027 to 10th February, 2029 (both days inclusive), subject to approval of the Members on the terms and conditions including remuneration as mentioned below, with powers to the Board to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in the Companies Act, 2013 or any statutory amendment or relaxation thereof:

- a. Salary: Salary of Rs.1,16,320 per month.
- b. Perquisites and Allowances:
 - i) House Rent Allowance: At the rate of 15% of the salary per month.
 - ii) Medical Allowance: At the rate of 12.5% of the salary per month.
 - iii) Leave Travel Assistance: At the rate of 12.5% of the salary per month.
 - iv) Conveyance reimbursement: Upto Rs. 40,000 per month for the Company's Business.
 - v) Tiffin expenses reimbursement: Rs. 1,200 per month.
 - vi) Contribution to Provident Fund: As per the Rules of the Company.
 - vii) Gratuity as per the rules of the Company.
 - viii) Leave with full pay as per the rules of the Company, with encashment of unavailed leave being allowed.

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- iv. Any other terms and conditions as per the employment agreement between the Company and Shri Rajesh Kumar Singhi.
- c. Minimum remuneration: In the event of any loss or inadequacy of the profits during the financial year, the remuneration mentioned above shall be paid as minimum remuneration.
- d. The terms and conditions of the said re-appointment and/or agreement may be altered and varied from time to time by the Board as it may, in its discretion, deem fit within the maximum amount payable to the Whole-time Director in accordance with the provisions of the Act, or any amendments made therein.

Given his experience and hands on experience, the Board considers it desirable and in the interest of the Company to have Shri Singhi on the Board of the Company and accordingly the Board recommends the appointment of Shri Singhi as Whole-time Director designated as Director (Commercial) for the third consecutive term of two years as proposed in the Resolution set out at Item No. 4 for approval by the Members.

Except for Shri Singhi, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

Brief resume of Shri Rajesh Kumar Singhi, nature of his expertise in specific functional areas and names of Companies in which he hold, directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se, etc., as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard -2, are given in an annexure, annexed hereto and marked as “Annexure-A”.

Annexure-A

Details		
Name of Directors	Shri Satish Kapur (Din: 00051163)	Shri Rajesh Kumar Singhi (Din:01210804)
DOB	27.01.1945	25.03.1963
Qualification	Graduate in Commerce	Chartered Accountant
Date of First Appointment	16.07.2026	11 th February, 2021
Brief resume, Experience & Expertise in specific functional areas and directorship in other Companies.	Shri Satish Kapur is an Industrialist having vast experience in the field of Management and Finance. He is currently serving as Director/ Designated partner on the Board of the following Companies namely Ospak Cyfox Paper Co. Private Ltd; Vaikunt Paperboard LLP; Vantage Paperboard LLP; Vertex Paperboard Marketing LLP; Helles Management Consultants LLP; Visa Minmetal Ltd; Visa Infra Ltd; Crossley & Towers LLP and B N Kapur LLP	Shri Rajesh Kumar Singhi is a qualified Chartered Accountant having wide experience in the field of Accounts, Taxation and Finance. He is currently Director on the Board of the following Companies namely Arpan Vanijya Pvt. Ltd., Union Company Ltd., Siddhi Trade and Holdings Pvt. Ltd., Shree Satyanarayan Investments Co. Ltd., Veer Enterprises Ltd., West Bengal Properties Ltd. and Shree Satyanarayan Properties Pvt. Ltd. and Uniply Decor Limited
Term and condition of appointment or re-appointment along with details of remuneration sought to be paid.	The office of the Director shall not be liable to retire by rotation and shall be for a period of 5 years from the effective date subject to approval of shareholders. The Director is entitled to receive sitting fees from the Company for attending meeting of the Board/Committees	As stated in the explanatory statement forming part of the Notice
Relation with other Directors or Key Managerial Personnel of the Company.	No relationship with any other Directors or Key Managerial Personnel of the Company.	No relationship with any other Directors or Key Managerial Personnel of the Company.
Member/Chairman of Committees in other Companies	Visa Minmetal Ltd. Audit Committee - Member Nomination & Remuneration Committee - Chairman Corporate Social Responsibility Committee - Member	NIL
	Visa Infra Ltd. Audit Committee - Member Nomination & Remuneration Committee - Chairman	NIL
Shareholding in Company	NIL	NIL

Notice

Annexure-B

Sl. No.	Details
Name of the Director	Shri Virendraa Bangur
DIN	00237043
Date of Birth	19th March, 1975
Qualification	Graduate
Date of first appointment in the Board	5th June, 2003
Brief resume, Experience & Expertise in specific functional areas	Shri Bangur (51 years) is a Commerce Graduate, is a Director of the Company since 5th June, 2003. Shri Bangur belongs to the new breed of modern tech-savvy entrepreneurs. As with most other scions of the Industrial Empire, Shri Bangur plunged into the world of business at a very young age. He has had varied experience in the industrial and corporate world, with areas special interest including paper, chemicals, IT, electronics, optic fibre, telephone and power cables and plantations. He was a Committee Member of Indian Chamber of Commerce and is currently serving as a Committee Member of the Bharat Chamber of Commerce. Additionally, he is a member of the Young Presidents' Organization (YPO) and the Entrepreneur Organization (EO). He has more than 32 years of rich experience in various aspects of business viz. marketing, administration, risk management and finance.
Term and condition of appointment or re-appointment along with details of remuneration sought to be paid.	Re-appointment as Non-Executive Director, liable to retire by rotation. Entitled to receive Sitting Fees from the Company for attending meetings of Board/ Committee(s).
Relation with other Directors or Key Managerial Personnel of the Company.	NA
Directorship in other companies including listed entities	1) West Coast Paper Mills Limited; 2) Andhra Paper Limited; 3) Taparia Tools Limited; 4) Akhivi Tea Plantations and Agro Industries Limited; 5) Gold Mohore Investment Co. Limited; 6) Gloster Cables Limited; 7) Kilkotagiri and Thirumbadi Plantations Limited; 8) West Coast Opticable Limited; 9) Shree Satyanarayan Properties Private Limited.
Listed entities from which the Director has resigned in the past three years	Nil
Membership or Chairmanship of Committees of Board	Andhra Paper Limited 1) Stakeholder's Relationship Committee-Chairman; 2) CSR Committee-Chairman West Coast Paper Mills Limited 1) CSR Committee-Chairman; 2) Risk Management Committee -Chairman; Kilkotagiri and Thirumbadi Plantations Limited 1) Stakeholder's Relationship Committee-Chairman; 2) Nomination & Remuneration Committee-Member Akhivi Tea Plantations and Agro Industries Limited 1) Stakeholder's Relationship Committee-Chairman.
Shareholding in the Company.	492500
Number of meetings of the Board attended during the Financial Year 2025-26	As stated in the Corporate Governance Report annexed hereto