



JUBILANT INDUSTRIES LIMITED

(CIN: L24100UP2007PLC032909)

Registered Office: Bhartiagram, Gajraula,
District Amroha - 244 223,
Uttar Pradesh, India

E-mail: investorsjil@jubl.com

Website: www.jubilantindustries.com

Phone : +91-5924-267200

NOTICE

NOTICE is hereby given that the Thirteenth Annual General Meeting of members of Jubilant Industries Limited will be held as under:

DAY : **WEDNESDAY**
DATE : **SEPTEMBER 25, 2019**
TIME : **1:30 P.M.**
VENUE : **REGISTERED OFFICE:
BHARTIAGRAM, GAJRAULA
DISTRICT AMROHA - 244 223
UTTAR PRADESH, INDIA**

to transact the following business:

ORDINARY BUSINESS

- To consider and adopt:
 - the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, the Reports of the Board of Directors and Auditors thereon; and
 - the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and Report of the Auditors thereon.
- To appoint a Director in place of Mr. Shamit Bharti (DIN: 00020623), who retires by rotation and, being eligible, offers himself for re-appointment.
- To appoint and fix the remuneration of Auditors**

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

“RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), BGJC & Associates LLP (ICAI Firm Registration No. 003304N), a Firm of Chartered Accountants, be and is hereby appointed as Auditors of the Company to hold office, for a term of 5 (Five) consecutive years from Financial year 2019-20 to 2023-24, from the conclusion of this Annual General Meeting (AGM) till the conclusion of Eighteenth AGM to be held in the Year 2024, at a remuneration of Rupees 1,75,000 (Rupees One Lakh and Seventy Five Thousand Only) plus goods and services tax as applicable and reimbursement of out-of-pocket expenses incurred, to examine and conduct the audit of the accounts of the Company for the financial year 2019-20, with the power to the Board of Directors to alter and vary the terms and conditions of appointment, revision including upward revision in the remuneration for remaining tenure of 4 (Four) years, in such manner and to such extent as may be mutually agreed with the Auditors.”

SPECIAL BUSINESS

- Appointment of Mr. Radhey Shyam Sharma (DIN: 00013208) as an Independent Director**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act, Regulation 16(1)(b) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Appointment and Remuneration Policy of the Company, Mr. Radhey Shyam Sharma (DIN: 00013208), who was appointed as an Additional Director (Independent) of the Company with effect from October 25, 2018 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Act and Articles of Association of the Company and who has submitted a declaration that he meets the criteria for independence as provided under the Act and Listing Regulations, be and is hereby appointed as an Independent Director to hold office for a term of 5 (Five) consecutive years with effect from October 25, 2018 to October 24, 2023.”

- Re-appointment of Mr. Ramanathan Bupathy (DIN: 00022911) as an Independent Director**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act, Regulation 16(1)(b) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Appointment and Remuneration Policy of the Company, Mr. Ramanathan Bupathy (DIN: 00022911), who was appointed as an Independent Director of the Company for a term upto March 31, 2019 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and Listing Regulations, be and is hereby re-appointed as an Independent Director to hold office for a second term of 5 (Five) consecutive years with effect from April 1, 2019 to March 31, 2024.”

6. **Re-appointment of Mr. Sushil Kumar Roongta (DIN: 00309302) as an Independent Director**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act, Regulation 16(1)(b) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Appointment and Remuneration Policy of the Company, Mr. Sushil Kumar Roongta (DIN: 00309302), who was appointed as an Independent Director of the Company for a term upto March 31, 2019 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and Listing Regulations, be and is hereby re-appointed as an Independent Director to hold office for a second term of 5 (Five) consecutive years with effect from April 1, 2019 to March 31, 2024.”

7. **Re-appointment of Ms. Shivpriya Nanda (DIN: 01313356) as an Independent Director**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act, Regulation 16(1)(b) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Appointment and Remuneration Policy of the Company, Ms. Shivpriya Nanda (DIN: 01313356), who was appointed as an Independent Director of the Company for a term upto March 31, 2019 and who has submitted a declaration that she meets the criteria for independence as provided under the Act and Listing Regulations, be and is hereby re-appointed as an Independent Director to hold office for a second term of 5 (Five) consecutive years with effect from April 1, 2019 to March 31, 2024.”

By Order of the Board of Directors

NOIDA
July 25, 2019

Abhishek Mishra
Company Secretary

NOTES:

1. Information pursuant to the provisions of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for Item No. 2, is annexed as **Annexure A** to this notice.

The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (the Act), with regard to the special business(s) to be transacted at this Annual General Meeting (AGM), is annexed.

Further, the information and facts as specified in the Regulations 36 of Listing Regulations and Secretarial Standard-2 (SS-2) on “General Meetings” issued by The Institute of Company Secretaries of India for Item No. 3 to 7

are given in the explanatory statement and in **Annexure B**, annexed to this notice.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE ON POLL INSTEAD OF HIMSELF/ HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED IN ORIGINAL AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. MEMBERS / PROXIES SHOULD FILL THE ATTENDANCE SLIP FOR ATTENDING THE MEETING.

A person can act as proxy on behalf of members not exceeding 50 (Fifty) and holding, in aggregate, not more than ten percent of the total share capital of the Company carrying voting rights. However, 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 another person or member.

3. Corporate members intending to send their authorised representative(s) to attend the Meeting in terms of Section 113 of the Companies Act, 2013 are requested to send a certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting.
4. Members/Proxies/Authorised Representatives are requested to bring the attendance slip duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.
5. All the documents referred in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days between 11:00 a.m. to 1:00 p.m. upto the date of the AGM and at the venue of the meeting for the duration of the meeting.

Further, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013, and Certificate from the Auditors of the Company certifying that JIL Employees Stock Option Scheme 2013 & JIL Employees Stock Option Scheme 2018 have been implemented in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014, will be available for inspection by the members at the AGM.

6. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 (three) days written notice is given to the Company.
7. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, September 16, 2019 to Wednesday, September 25, 2019 (both days inclusive) for the purpose of Annual General Meeting.

8. The Company has transferred the unpaid or unclaimed dividend declared for financial year 2010-11, to the Investor Education and Protection Fund (IEPF) established by the Central Government and the same can be accessed through the link: <https://www.jubilantindustries.com/unclaimed-dividend-and-shares.html>. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.
- In addition to above, pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has transferred 62,381 equity shares to the IEPF Authority on October 24, 2018, in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on due date of transfer, i.e., September 24, 2018. Details of shares so far transferred to the IEPF Authority are available on the website of the Company on <https://www.jubilantindustries.com/unclaimed-dividend-and-shares.html> and on the website of the IEPF Authority on www.iepf.gov.in.
- Shareholders may note that shares as well as unpaid/unclaimed dividends transferred to the IEPF Authority can be claimed back from the IEPF Authority.
- The concerned shareholders are advised to visit the weblink of the IEPF Authority <http://www.iepf.gov.in/IEPF/refund.html> or may contact Company's Registrar and Share Transfer Agent, i.e., Alankit Assignments Limited for detailed procedure to lodge the claim with the IEPF Authority. Mr. Abhishek Mishra, Company Secretary of the Company is the Nodal Officer for the purpose of verification of claims and co-ordination with IEPF Authority.
9. Pursuant to Clause 5A of the erstwhile Listing Agreement with the Stock Exchanges, members who had not claimed share certificates had been sent 3 (three) reminder letters to claim their equity shares. Thereafter, in terms of the Listing Agreement, the equity shares, which remained unclaimed, were transferred during the year 2011-12 to JIL-Unclaimed Suspense Account. As on March 31, 2019, 3,858 Equity Shares pertaining to 119 shareholders are lying in this account. The voting rights on the said shares will remain frozen till the rightful owners of such shares claim the shares. Members may approach the Alankit Assignments Limited, the Registrar and Share Transfer Agent (hereinafter referred as "RTA") of the Company to get their shares released from this Account.
10. All share and dividend related correspondence may be sent to RTA at the following address:
- Alankit Assignments Limited**
(Unit: Jubilant Industries Limited)
3E/7, Alankit Heights, Jhandewalan Extension,
New Delhi - 110 055, India
Phone : +91 - 11 - 2354 1234/ 4254 1234
Fax : +91 - 11 - 2355 2001
E-mail : rta@alankit.com
- In all correspondence, please quote your DP ID & Client ID or Folio Number.
11. **Change of Address or Other Particulars**
- Members are requested to intimate change, if any, in their address (with PIN Code), E-mail ID, nominations, bank details, mandate instructions, National Electronic Clearing Service ("NECS") mandates, etc. under the signature of the registered holder(s) to:
- RTA of the Company in respect of shares held in physical form; and
 - The Depository Participants in respect of shares held in electronic form.
12. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or RTA.
13. The Securities and Exchange Board of India vide its circular no. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, with a view to protect the interest of the shareholders, has mandated to all the members who holds securities of the Company in physical form, to furnish to the Company / its RTA, the details of their valid Permanent Account Number (PAN) and bank account. To support the SEBI's initiative, the Members are requested to furnish the details of PAN and bank account to the Company or RTA.
14. Notice of the AGM [along with Attendance Slip, Proxy Form and Route Map (At the End of Notice)] and the Annual Report for the Financial Year 2018-19 are being sent electronically to the members whose E-mail IDs are registered with the Company / Depository Participant(s) unless any member has requested for a physical copy of the same. For members who have requested for physical copy or who have not registered their email address, physical copies of the Notice and Annual Report are being sent through permitted mode. In case you wish to get a physical copy of the Annual Report, you may send your request at investorsjil@jubl.com mentioning your Folio No./DP ID and Client ID. The Notice of the AGM and the Annual Report for the Financial Year 2018-19 are also be available on the Company's website www.jubilantindustries.com. The Notice is also available on www.evoting.nsdl.com.
15. **Green Initiative** – Members who are yet to register/ update their email addresses with the Company or with the Depository Participants are once again requested to register/ update the same for receiving the Notices, Annual Reports and other documents through electronic mode.
- Members holding shares in physical form may get their email addresses registered/ updated by providing their Name, Folio Number, E-mail ID and consent to receive the Notices, Annual Reports and other documents through electronic mode, by sending an email at rta@alankit.com or investorsjil@jubl.com.
- Member holding shares in dematerialized form may get email address registered/updated by providing E-mail ID to their Depository Participant(s).
16. Queries on the Annual Report and operations of the Company, if any, may please be sent to the Company at least seven days prior to the date of the AGM so that answers may be provided at the Meeting.
17. With a view to serving the members better, members who hold shares in identical names and in the same order of

names in more than one folio are requested to write to the Company or RTA to consolidate their holdings in one folio.

18. SEBI has decided that securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019. In view of this and to avail various benefits of dematerialisation which includes easy liquidity, ease of trading and transfer, saving in stamp duty and elimination of any possibility of loss of documents and bad deliveries, Members are advised to dematerialise shares held by them in physical form.
19. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(4) of Companies (Share Capital and Debentures) Rules, 2014, members of the Company may nominate a person to whom the shares held by him/ them shall vest in the event of his/ their unfortunate death. Accordingly, members holding shares in physical form, desirous of availing this facility may submit nomination in Form SH-13 to RTA of the Company. In respect of shares held in dematerialised form, the nomination form may be filed with the concerned Depository Participant.
20. The Company has a dedicated E-mail address investorsjil@jubl.com for members to mail their queries or lodge complaints, if any. We will endeavor to reply to your queries at the earliest.

The Company's website www.jubilantindustries.com has a dedicated section on Investors.

21. Voting Options:

The business set out in the Notice of the AGM may be transacted through electronic voting system or Polling Paper. The Company is providing facility for voting by electronic means. Information relating to remote e-Voting facility and voting at the AGM is given below:

(1) Voting through electronic means

- I. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (the 'ICSI'), the Company is pleased to provide facility to the members to exercise their right to vote using an electronic voting system from a place other than venue of the Meeting ("remote e-Voting") in respect of all resolutions proposed to be considered at the 13th AGM to be held on Wednesday, September 25, 2019 at 1:30 P.M. The company has engaged services of National Securities Depository Limited (hereinafter referred as "NSDL") to provide remote e-Voting facility of casting the votes by the members.
- II. The facility for voting through Polling Paper ("Poll") shall also be made available at the AGM and the members attending the Meeting who have not cast their vote by remote e-Voting shall be able to exercise their right at the Meeting through Poll at the AGM.

III. The shareholders can opt for only one mode of voting i.e. remote e-Voting or Poll at the meeting. In case of voting by both the modes, vote cast through remote e-Voting will be considered final and voting through Poll at the Meeting will not be considered. The members who have cast their vote by remote e-Voting may also attend the Meeting but shall not be entitled to cast their vote again.

IV. The remote e-Voting period commences at 9:00 A.M. (IST) on Sunday, September 22, 2019 and ends at 5:00 P.M. (IST) on Tuesday, September 24, 2019. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date Wednesday, September 18, 2019 ("Cut off date"), may cast their vote by remote e-Voting. No remote e-Voting shall be allowed beyond the aforesaid date and time and remote e-Voting module shall be disabled by NSDL upon expiry of aforesaid period. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The instructions for remote e-Voting are as under:

A) Members whose email address is registered with the Company / Depository Participant will receive an e-mail from NSDL. Open e-mail and open PDF file viz.; "Remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your User ID and Password for remote e-Voting. Please note that the password is an initial password. Members are requested to go through the following steps to cast votes through remote e-Voting.

Step 1: Log-in to NSDL e-Voting system at
<https://www.evoting.nsdl.com/>

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

Details on Step 1 is mentioned below:

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

- i. 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.
- ii. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- iii. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

iv. 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 | e-Voting Event Number (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***. |

v. Your password details 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, your 'initial password' is communicated to you on your postal address.
- vi. 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.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d) Members can also use the OTP (One Time Password) based login for casting their votes on the e-voting system of NSDL.

vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

viii. Now, you will have to click on "Login" button.

ix. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

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

- i. After successful login at Step 1, you will be able to see the Home page of e Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- ii. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- iii. Select "EVEN" of company for which you wish to cast your vote.
- iv. Now you are ready for e-Voting as the Voting page opens.
- v. 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.
- vi. Upon confirmation, the message "Vote cast successfully" will be displayed.
- vii. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- viii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members:

- a. 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 contact@cssanjaygrover.in with a copy marked to evoting@nsdl.co.in.
- b. 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.
- c. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and remote e-Voting user manual for members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.
 - d. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the Cut-off date only, shall be entitled to avail the facility of remote e-Voting or voting at the AGM through Polling Paper. A person who is not a member as on the Cut-off date should treat this Notice for information purpose only.
 - e. Mr. Sanjay Grover (FCS No. 4223, C.P. No.: 3850), Managing Partner of M/s. Sanjay Grover & Associates, Company Secretaries, has been appointed as 'Scrutinizer' to scrutinize the remote e-Voting and Poll process in a fair and transparent manner.
 - f. The Chairman shall, at the end of discussion on the resolutions placed at the AGM on which voting is to be held, allow voting with the assistance of the Scrutinizer, by use of Polling Paper for all those members/ proxies who are present at the AGM but have not cast their votes by availing the remote e-Voting facility.
 - g. Please note that the members who have exercised their right to vote through electronic means as above shall not be eligible to vote by way of Polling Paper at the AGM. Votes cast under Poll taken together with the votes cast through remote e-Voting shall be counted for the purpose of passing of resolution(s). No voting by show of hands will be allowed at the AGM.
 - h. The Scrutinizer, after scrutinizing the votes cast at the AGM and through remote e-Voting, will make a consolidated Scrutinizer's report and submit the same to Chairman within the time prescribed under the Listing Regulations and / or the Act.
 - i. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.jubilantindustries.com and on the website of NSDL immediately after declaration of result by the Chairman or a person so authorised by him and the results shall also be communicated to the Stock Exchanges. The results shall be displayed at the Registered Office at Bhartiagram, Gajraula, District Amroha-244 223, Uttar Pradesh and the Corporate Office at 1A, Sector 16A, Noida- 201 301, Uttar Pradesh.
 - j. There will be one vote for every Client ID No. / Registered Folio No. irrespective of the number of joint holders. Further, in case of joint holders, attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.
 - k. In case of any queries or grievances relating to e-Voting, you may contact Ms. Pallavi Mhatre, Manager, NSDL, Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, India through e-mail at evoting@nsdl.co.in or on Toll Free No.: 1800-222-990 / Telephone No.: 022- 24994545 OR Mr. J.K. Singla, Senior Manager, Alankit Assignments Limited, 3E/7, Alankit Heights, Jhandewalan Extension, New Delhi -110 055, India through email at rta@alankit.com or on Telephone No.: 011-42541234.
- I. Members may also write to the Company Secretary of the Company at the address: investorsjil@jubl.com or contact at telephone no. +91 120 7186 000
- B) For Members whose e-mail address is not registered with the Depository Participants(s) or who had requested a physical copy shall follow the below mentioned steps:
- i. Initial password is provided at the bottom of the Attendance Slip for the Meeting.
 - ii. Please follow Steps 1 and 2 as explained above, to cast your vote.
 - iii. The voting rights of Members shall be proportionate to their share of the paid-up capital of the Company as on the cut-of date i.e. Wednesday, September 18, 2019. Any person becoming Member of the Company after the dispatch of the Notice convening 13th AGM and holding shares as on the cut-off date may obtain the login ID and password by sending a request at evoting@nsdl.co.in or rta@alankit.com.

ANNEXURE A TO THIS NOTICE

Information for Item No. 2

(Director seeking re-appointment at AGM pursuant to Regulation 36(3) of the Listing Regulations forming part of this Notice)

MR. SHAMIT BHARTIA

Mr. Shamit Bhartia, aged 40 years, is Non-Executive Director of Jubilant Industries Limited. He holds Bachelor's degree in Economics from Dartmouth College (USA). He has worked in the Corporate Finance and M&A Group, Lazard Frere, New York, from July 2001 till August 2002. His functional areas of expertise are Business Financial Analysis and Planning.

He is on the Board of the Company since January 14, 2012. He holds 6,561 equity shares of the Company. He also holds directorships in the following companies:

Indian Public Companies:

- HT Learning Centers Limited
- Jubilant Agri and Consumer Products Limited
- Jubilant Foodworks Limited (Listed Entity)
- HT Media Limited (Listed Entity)
- The Hindustan Times Limited
- Hindustan Media Ventures Limited (Listed Entity)
- Goldmerry Investment & Trading Company Limited

Other Companies:

- Indian Country Homes Private Limited
- SSB Trustee Company Private Limited
- Shobhana Trustee Company Private Limited
- SS Trustee Company Private Limited
- SBS Trustee Company Private Limited
- Jubilant Motorworks Private Limited
- Earthstone Holding (Two) Private Limited

Details of his Committee Chairmanship/membership are given below:

| Sr. No. | Name of Company | Name of Committee | Chairman/Member |
|---------|---|--|-----------------|
| 1 | HT Media Limited | Audit Committee | Member |
| | | Banking & Finance Committee | Member |
| 2 | The Hindustan Times Limited | Corporate Social Responsibility Committee | Member |
| 3 | Jubilant Industries Limited | Nomination Remuneration and Compensation Committee | Member |
| | | Sustainability and Corporate Social Responsibility Committee | Member |
| | | Restructuring Committee | Member |
| | | Finance Committee | Member |
| 4 | Jubilant Agri and Consumer Products Limited | Restructuring Committee | Member |
| | | Finance Committee | Member |
| | | Nomination and Remuneration Committee | Member |
| 5 | Jubilant Motorworks Private Limited | Corporate Social Responsibility Committee | Member |
| 6 | Jubilant FoodWorks Limited | Audit Committee | Member |
| | | Sustainability and Corporate Social Responsibility Committee | Member |
| | | Risk Management Committee | Member |
| 7 | Earthstone Holding (Two) Private Limited | Corporate Social Responsibility Committee | Member |

During the year, Mr. Bhartia attended three meetings of Board of Directors of the Company out of four meetings held on May 10, 2018, July 26, 2018 and January 31, 2019.

On re-appointment, Mr. Bhartia shall be liable to retire by rotation. Mr. Bhartia being brother of Mr. Priyavrat Bhartia, Chairman, is related to him. He is not related to any other Director and Key Managerial Personnel of the Company.

EXPLANATORY STATEMENT**Item No. 3**

(Disclosure Pursuant to Regulation 36(5) of Listing Regulations)

In terms of Section 139 of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014, made thereunder, lays down the criteria for appointment and mandatory rotation of Auditors. As per Section 139 of the said Act, the current term of present Auditors of the Company, M/s. K.N. Gutgutia & Co. ('KNG'), Chartered Accountants, (ICAI Registration Number 304153E) will hold office until the conclusion of this Annual General Meeting of the Company on the completion of their maximum permitted tenure. The present remuneration of KNG for conducting the audit for the financial year 2018-19 is ₹ 1.57 Lakhs plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred.

On the recommendation of Audit Committee, the Board of Directors ('the Board') at its meeting held on May 16, 2019 has recommended the appointment of BGJC & Associates, LLP (ICAI Firm Registration No. 003304N) ('BGJC'), a Firm of Chartered Accountants, as Auditors of the Company to hold office for a period of 5 (Five) consecutive years from the conclusion of this 13th Annual General Meeting till the conclusion of the 18th Annual General Meeting of the Company, to be held in year 2024. The Board also recommended the remuneration of BGJC as set out in the Resolution relating to their appointment, for the approval of the Members.

BGJC has 37 years of vast experience in Audit, Taxation and other services for various listed and unlisted companies, being Statutory Auditors. The firm has 8 (eight) partners and has a valid Peer Review certificate.

The Board considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge, relevant experience etc., and found BGJC to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

The proposed Auditors have consented to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as Auditors of the Company and certified that satisfies the criteria provided under section 141 of the Act and rules made thereunder.

None of the Directors or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the Ordinary Resolution as set out at Item No. 3 of the Notice of the AGM for approval of the members.

Item No. 4

(Disclosure Pursuant to Section 102 of Act, information under Regulation 36(3) of the Listing Regulations and facts as required under Secretarial Standard (SS-2) on General Meetings)

In terms of the Appointment and Remuneration Policy of the Company and based on the recommendations of Nomination, Remuneration and Compensation Committee, the Board of Directors has appointed, subject to the approval of the members at the AGM, Mr. Radhey Shyam Sharma (DIN: 00013208) as Non-Executive Independent Director of the Company, with effect from October 25, 2018. Mr. Sharma has given his consent to act as Director. He has also given declaration to the effect that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and that he meets the criteria of Independence as specified under Section 149 of the Act and the Listing Regulations.

In the opinion of the Board, Mr. Sharma possess appropriate skills, experience & knowledge which would enable the Board to discharge its functions and duties effectively, and fulfils the conditions for appointment as an Independent Director as specified in the Act read with rules made thereunder and the Listing Regulations and that he is independent of the management. The disclosures including brief resume and other details prescribed under Regulation 26(4) and 36(3) of the Listing Regulations read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') are provided in **Annexure B** of the Notice.

Copy of Appointment Letter setting out terms and conditions of his appointment is available for inspection by Members at the Registered Office as well as at Corporate Office of the Company on all working days during normal business hours upto the date of AGM and also at the venue of the AGM. The terms and conditions of their appointment, being Independent Directors, posted on the Company's website www.jubilantindustries.com.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Sharma, the proposed appointee, is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice of AGM for approval of the members.

Item Nos. 5, 6 & 7

(Disclosure Pursuant to Section 102 of Act, information under Regulation 36(3) of the Listing Regulations and facts as required under Secretarial Standard (SS-2) on General Meetings)

Pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act and applicable provisions of the Listing Regulations (including any statutory modification or re-enactment thereof for the time being in force), Mr. Ramanathan Buptahy (DIN: 00022911), Mr. Sushil Kumar Roongta (DIN: 00309302) and Ms. Shivpriya Nanda (DIN: 01313356) were appointed as Independent Directors of the Company to hold office upto March 31, 2019.

Based on the reports of performance evaluation, Mr. Bupathy, Mr. Roongta and Ms. Nanda has effectively and efficiently discharged their duties, roles and responsibilities during their tenure as Independent Directors of the Company. Accordingly, Nomination, Remuneration and Compensation Committee (the 'NRC Committee') has recommended the re-appointment of Mr. Bupathy, Mr. Roongta and Ms. Nanda as Independent Directors of the Company for a period of 5 (five) consecutive years starting from April 1, 2019 to March 31, 2024, to the Board of Directors.

In view of the reports of performance evaluation, on recommendations of the NRC Committee and on the basis of the specialization, expertise and experience of Mr. Bupathy, Mr. Roongta and Ms. Nanda, the Board of Directors is of the opinion that their continued association, being Independent Directors will immensely benefit the Company and would enable the board to discharge its functions and duties effectively.

In opinion of the Board of Directors, Mr. Bupathy, Mr. Roongta and Ms. Nanda fulfil the conditions for re-appointment as Independent Directors as specified in the Act, the rules made thereunder and the Listing Regulations and are independent of the Management.

Mr. Bupathy, Ms. Roongta and Ms. Nanda have given their consent to act as Directors. They have also given declarations to the effect that they are not disqualified from being appointed as Directors in terms of Section 164 of the Act and that they meet the criteria of Independence as specified under Section 149 of the Act and the Listing Regulations.

The disclosures including brief resume and other details prescribed under Regulation 26(4) and 36(3) of the Listing Regulations read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') are provided in Annexure-B of the Notice.

Copy of Appointment Letters setting out terms and conditions of their appointment are available for inspection by Members

at the Registered Office as well as at Corporate Office of the Company on all working days during normal business hours upto the date of AGM and also at the venue of the AGM. The terms and conditions of their appointment, being Independent Directors are also posted on the Company's website www.jubilantindustries.com.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Bupathy, Mr. Roongta and Ms. Nanda, the proposed appointees, are concerned or interested, financially or otherwise, in these Special Resolutions.

The Board of Directors recommends the Special Resolutions set out at Item Nos. 5, 6 & 7 of the Notice of AGM for approval of the members.

ANNEXURE B TO THIS NOTICE

ADDITIONAL INFORMATION OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

(Information as per Regulation 36(3) of Listing Regulations and Secretarial Standard (SS-2) on "General Meetings")

Item No. 4

| | |
|--|--|
| Name | Mr. Radhey Shyam Sharma |
| Age | 68 |
| Date of first appointment on the Board | October 25, 2018 |
| Qualifications | He holds Bachelor's Degree in Commerce from Delhi University. He is a fellow member of the Institute of Cost Accountant of India and an Associate Member of the Indian Institute of Bankers (CAIIB). |
| Brief resume including experience, expertise in specific functional areas | Mr. Radhey Shyam Sharma has joined the Company as an Additional Director (Independent) w.e.f October 25, 2018. Mr. Sharma has over four decades of rich experience and expertise in Banking, Financial Appraisal, Project Appraisals, Finance & Treasury in India and abroad. Prior to joining the Company, he had joined Union Bank of India in 1972 with experience in branch banking and specialization in Credit Appraisal. Also, he was the member of middle level finance team of another PSU engaged in construction in roads and bridges in foreign countries, including functioning as Regional Head of Finance for Iraq region for 4 years. He had joined Oil and Natural Gas Corporation Limited (ONGC) in 1988 and then appointed as Director - Finance of ONGC and also headed the additional position of Director - Finance of ONGC Videsh Limited and rose to the position of Chairman & Managing Director of ONGC in May, 2006. Presently, he is associated with Mckinsey & Company Inc as Senior Advisor and mentor of Hydrocarbon Committee, FICCI. |
| Terms and Conditions of Appointment | As an Independent Director of the Company to hold office for a term of 5 (five) consecutive years starting from October 25, 2018 to October 24, 2023 and shall not be liable to retire by rotation. |
| Attendance in the Board meetings during the financial year | Disclosed in the Corporate Governance Report forming part of Annual Report. |
| Relationship with other Directors and KMPs | None |

| Other Directorships | <ul style="list-style-type: none"> Hinduja Leyland Finance Limited. Sembcorp Energy India Limited. Independent Energy Policy Institute. Polycab India Limited. (Listed Entity effective from April 16, 2019) <ul style="list-style-type: none"> Jubilant Agri and Consumer Products Limited. Corevalues Consulting Private Limited. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|--|--|---|-------------------------------------|-------------------|-------------------------------------|---|---|-----------------|--------|---|-------------------------------|---------------------------------------|--------|---|--------|-------------------------------------|--------|-----------------|----------|---|---------------------------------|-----------------|--------|---------------------------------------|----------|---------------------------|--------|---|-----------------------|---------------------------------------|----------|-----------------|--------|
| Chairmanship/ Membership of the committee(s) of the Board of Directors of other Companies in which he/she is director | <table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of Company</th> <th>Name of Committee</th> <th>Position Held (Chairperson /Member)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Jubilant Agri and Consumer Products Limited</td> <td>Audit Committee</td> <td>Member</td> </tr> <tr> <td rowspan="4">2</td> <td rowspan="4">Sembcorp Energy India Limited</td> <td>Nomination and Remuneration Committee</td> <td>Member</td> </tr> <tr> <td>Corporate Social Responsibility Committee</td> <td>Member</td> </tr> <tr> <td>Stakeholders Relationship Committee</td> <td>Member</td> </tr> <tr> <td>Audit Committee</td> <td>Chairman</td> </tr> <tr> <td rowspan="3">3</td> <td rowspan="3">Hinduja Leyland Finance Limited</td> <td>Audit Committee</td> <td>Member</td> </tr> <tr> <td>Nomination and Remuneration Committee</td> <td>Chairman</td> </tr> <tr> <td>Risk Management Committee</td> <td>Member</td> </tr> <tr> <td rowspan="2">4</td> <td rowspan="2">Polycab India Limited</td> <td>Nomination and Remuneration Committee</td> <td>Chairman</td> </tr> <tr> <td>Audit Committee</td> <td>Member</td> </tr> </tbody> </table> | Sl. No. | Name of Company | Name of Committee | Position Held (Chairperson /Member) | 1 | Jubilant Agri and Consumer Products Limited | Audit Committee | Member | 2 | Sembcorp Energy India Limited | Nomination and Remuneration Committee | Member | Corporate Social Responsibility Committee | Member | Stakeholders Relationship Committee | Member | Audit Committee | Chairman | 3 | Hinduja Leyland Finance Limited | Audit Committee | Member | Nomination and Remuneration Committee | Chairman | Risk Management Committee | Member | 4 | Polycab India Limited | Nomination and Remuneration Committee | Chairman | Audit Committee | Member |
| Sl. No. | Name of Company | Name of Committee | Position Held (Chairperson /Member) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | Jubilant Agri and Consumer Products Limited | Audit Committee | Member | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | Sembcorp Energy India Limited | Nomination and Remuneration Committee | Member | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | Corporate Social Responsibility Committee | Member | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | Stakeholders Relationship Committee | Member | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | Audit Committee | Chairman | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3 | Hinduja Leyland Finance Limited | Audit Committee | Member | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | Nomination and Remuneration Committee | Chairman | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | Risk Management Committee | Member | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 4 | Polycab India Limited | Nomination and Remuneration Committee | Chairman | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | Audit Committee | Member | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Shareholding in the Company | Nil | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

Item No. 5

| | |
|--|--|
| Name | Mr. Ramanathan Bupathy |
| Age | 67 |
| Date of first appointment on the Board | November 26, 2010 |
| Qualifications | He is a Fellow member of Institute of Chartered Accountants of India ("ICAI"). |
| Brief resume including experience, expertise in specific functional areas | <p>Mr. Ramanathan Bupathy had joined the Company in November 26, 2010 as an Independent Director.</p> <p>Mr. Bupathy has over four decades of rich experience and expertise in core accountancy. Prior to joining the Company, he was the past president at ICAI. He was also the Director of Accounting Research Foundation, ICAI for a period of eight years and also was Chairman of International Fiscal Association- India, Branch – Southern Region Chapter for the term 2006 - 2008. He is the founder partner, of R. Bupathy & Co, Chartered Accountants, an Indian public accounting firm, which is a member of AGN International Global Network. He is also a Member on the Advisory Board of Vel's Institute of Business Administration. Other important positions held by him include memberships of Education Committee of International Federation of Accountants, an Apex Body for Accountants worldwide for the term 2003-2006; Central Board Advisory Committee, CBDT; Board Member, Insurance Regulatory Authority of India, Study Group constituted by World Bank for the Study of Corporate Governance in India, National Accounting Standard Committee of Department of Company Affairs and Accounting Standard Board of the SEBI.</p> <p>He is a recipient of the Paramacharya Award and also Certification Award given by Confederation of Asia Pacific Accountants for his contributions to the Accounting Profession.</p> |

| Terms and Conditions of Re-appointment | As an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years ending on March 31, 2024 and shall not be liable to retire by rotation | | | | | | | | | | | | |
|--|---|--|-------------------------------------|-------------------|-------------------------------------|---|---|-----------------|----------|---|-----------------------------------|--|--------------------|
| Attendance in the Board meetings during the financial year | Disclosed in the Corporate Governance Report forming part of Annual Report. | | | | | | | | | | | | |
| Relationship with other Directors and KMPs | None | | | | | | | | | | | | |
| Other Directorships | <ul style="list-style-type: none"> Jubilant Agri and Consumer Products Limited. Geojit Financial Services Limited. (Listed Entity) Geojit Technologies Private Limited. Geojit Credits Private Limited. RBCO Consultancy Private Limited. | | | | | | | | | | | | |
| Chairmanship/ Membership of the committee(s) of the Board of Directors of other Companies in which he/she is director | <table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of Company</th> <th>Name of Committee</th> <th>Position Held (Chairperson /Member)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Jubilant Agri and Consumer Products Limited</td> <td>Audit Committee</td> <td>Chairman</td> </tr> <tr> <td>2</td> <td>Geojit Financial Services Limited</td> <td>Audit Committee Stakeholders Relationship Committee</td> <td>Chairman Member</td> </tr> </tbody> </table> | Sl. No. | Name of Company | Name of Committee | Position Held (Chairperson /Member) | 1 | Jubilant Agri and Consumer Products Limited | Audit Committee | Chairman | 2 | Geojit Financial Services Limited | Audit Committee Stakeholders Relationship Committee | Chairman Member |
| Sl. No. | Name of Company | Name of Committee | Position Held (Chairperson /Member) | | | | | | | | | | |
| 1 | Jubilant Agri and Consumer Products Limited | Audit Committee | Chairman | | | | | | | | | | |
| 2 | Geojit Financial Services Limited | Audit Committee Stakeholders Relationship Committee | Chairman Member | | | | | | | | | | |
| Shareholding in the Company | Nil | | | | | | | | | | | | |

Item No. 6

| | |
|--|--|
| Name | Mr. Sushil Kumar Roongta |
| Age | 69 |
| Date of first appointment on the Board | November 26, 2010 |
| Qualifications | He holds a Bachelors' Degree in Electrical Engineering from Birla Institute of Technology and Science, Pilani, Post Graduate Diploma in Business Management-International Trade from Indian Institute of Foreign Trade, New Delhi and is a Fellow of All India Management Association. |
| Brief resume including experience, expertise in specific functional areas | <p>Mr. Sushil Kumar Roongta has joined the Company in November 26, 2010 as an Independent Director.</p> <p>Mr. Roongta was Executive Chairman of Steel Authority of India Limited (SAIL) from August 2006 to May 2010. During his tenure, ranking of SAIL among 'World Class Steel Makers' moved upto second position from the seventeenth, as per World Steel Dynamics, USA. Mr. Roongta headed a 'Panel of Experts on the Reforms in the Central PSEs' constituted by the Planning Commission. He has also been a member of the Committee formed by the Ministry of Corporate Affairs to formulate Policy Document on Corporate Governance. Mr. Roongta is associated with several academic institutions and has been Chairman, Board of Governors, IIT Bhubaneswar (2012-2015) and is a member of Board of Management, JKL University. He is also associated with Apex Chambers, being Member of Steering Committee and Chair of Metal Committee of FICCI and Chair of National Expert Committee on Minerals and Metals of the Indian Chambers of Commerce.</p> |

| | | | | |
|--|--|---|--|--|
| Terms and Conditions of Re-appointment | As an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years ending on March 31, 2024 and shall not be liable to retire by rotation | | | |
| Attendance in the Board meetings during the financial year | Disclosed in the Corporate Governance section. | | | |
| Relationship with other Directors and KMPs | None | | | |
| Other Directorships | <ul style="list-style-type: none"> Jubilant Agri and Consumer Products Limited. ACC Limited. (Listed Entity) Talwandi Sabo Power Limited. Bharat Aluminium Company Limited. Hero Steels Limited. Great Eastern Energy Corporation Limited. Jubilant Life Sciences Limited. (Listed Entity) CL Educate Limited. (Listed Entity) PHD Chamber of Commerce and Industry. J.K. Paper Limited. (Listed Entity) | | | |
| Chairmanship/ Membership of the committee(s) of the Board of Directors of other Companies in which he/she is director | Sl. No. | Name of Company | Name of Committee | Position Held (Chairperson /Member) |
| | 1 | Jubilant Agri and Consumer Products Limited | Audit Committee | Member |
| | 2 | Jubilant Life Sciences Limited | Nomination, Remuneration and Compensation Committee | Member |
| | | | Sustainability and Corporate Social Responsibility Committee | Member |
| | | | Risk Management Committee | Chairman |
| | 3 | ACC Limited | Audit Committee | Member |
| | | | Compliance Committee | Chairman |
| | | | Risk Management Committee | Member |
| | 4 | Hero Steels Limited | Nomination and Remuneration Committee | Chairman |
| | | | Audit Committee | Member |
| | 5 | Great Eastern Energy Corporation Limited | Nomination and Remuneration Committee | Member |
| | | | Audit Committee | Member |
| | 6 | Talwandi Sabo Power Limited | Nomination and Remuneration Committee | Member |
| 7 | J.K. Paper Limited | Risk Management Committee | Member | |
| 8 | Bharat Aluminium Company Limited | Nomination and Remuneration Committee | Member | |
| | | Corporate Social Responsibility Committee | Member | |
| Shareholding in the Company | Nil | | | |

Item No. 7

| | | | | |
|--|--|---|---------------------------------------|--|
| Name | Ms. Shivpriya Nanda | | | |
| Age | 56 | | | |
| Date of first appointment on the Board | February 5, 2014 | | | |
| Qualifications | She holds Bachelor's Degree with Honours in Arts from Lady Shri Ram College, New Delhi and Bachelor's Degree in Law from University of Delhi. | | | |
| Brief resume including experience, expertise in specific functional areas | <p>Ms. Shivpriya Nanda had joined the Company in February 5, 2014 as an Independent Director.</p> <p>Ms. Nanda has over four decades of extensive experience and expertise in all aspects of Corporate Commercial practices including mergers & acquisitions, representing of multinational corporations and enterprises in large scale, cross-border transactions, advisory in setting up of new business operations, corporate structuring, joint venture agreements, divestment, litigations & arbitrations, including International Arbitration etc.</p> <p>She advises International majors on large Infrastructure projects in the Transport, Aviation and Mining sector. She has inter alia advised the airport operator in the privatisation of the Delhi airport, and has also advised one of the largest multinational cargo companies in setting up their operations in India. She has also been involved in assisting with the entry strategy structuring in the largest Foreign Direct Investment in the Mining sector.</p> | | | |
| Terms and Conditions of Re-appointment | As an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years ending on March 31, 2024 and shall not be liable to retire by rotation. | | | |
| Attendance in the Board meetings during the financial year | Disclosed in the Corporate Governance Report forming part of Annual Report. | | | |
| Relationship with other Directors and KMPs | None | | | |
| Other Directorships | <ul style="list-style-type: none"> Jubilant Agri and Consumer Products Limited. EICL Limited. | | | |
| Chairmanship/ Membership of the committee(s) of the Board of Directors of other Companies in which he/she is director | Sl. No. | Name of Company | Name of Committee | Position Held (Chairperson /Member) |
| | 1 | Jubilant Agri and Consumer Products Limited | Audit Committee | Member |
| | 2 | EICL Limited | Nomination and Remuneration Committee | Member |
| | | | Audit Committee | Member |
| Shareholding in the Company | Nil | | | |

By Order of the Board of Directors

NOIDA
July 25, 2019

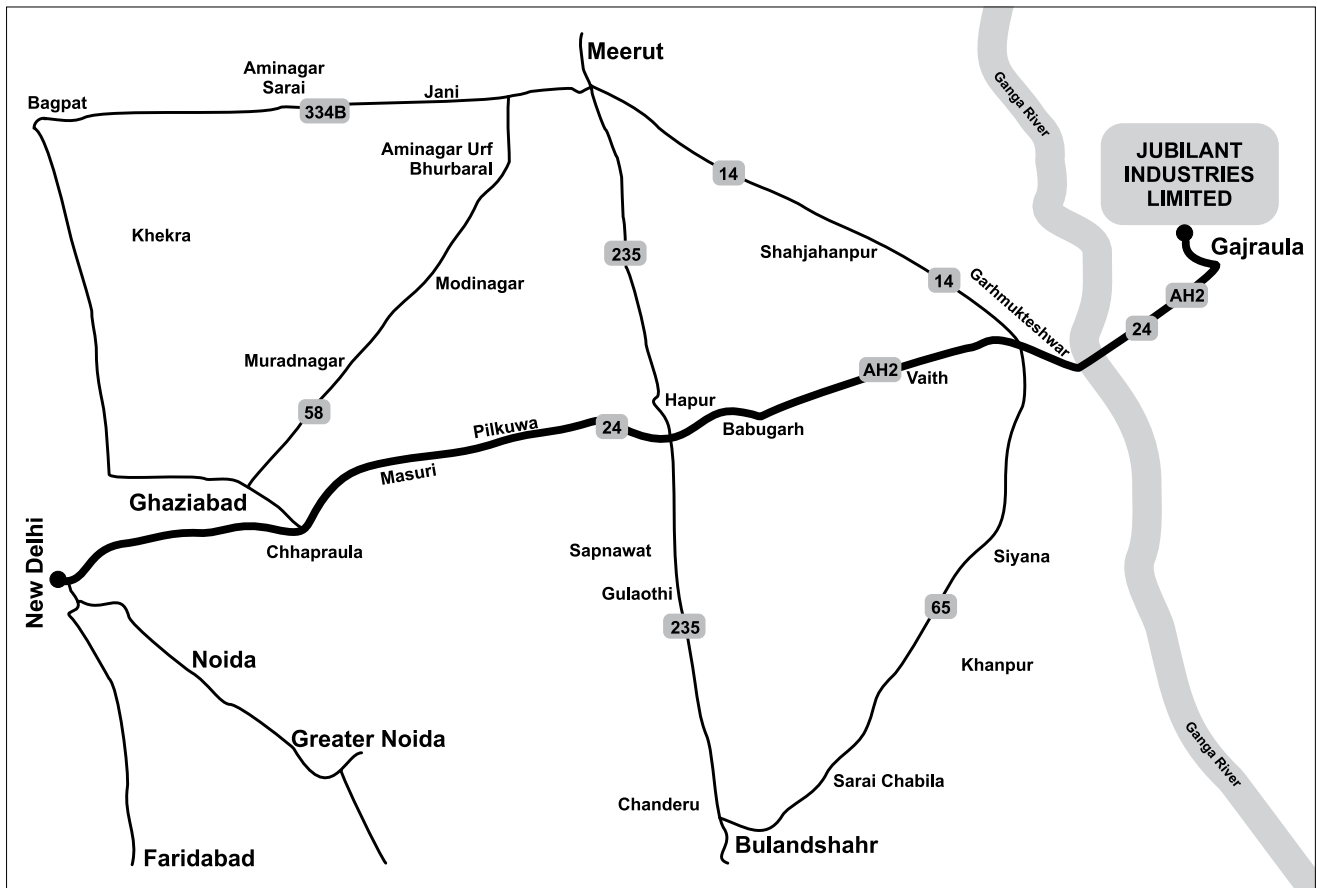
Abhishek Mishra
Company Secretary

JUBILANT INDUSTRIES LIMITED

Route Map of the venue of the 13th Annual General Meeting

Day : Wednesday
Date : September 25, 2019
Time : 1:30 P.M.
Venue : **Registered Office**
Bhartiagram, Gajraula,
District Amroha - 244 223
Uttar Pradesh

Route Map of the venue of the 13th Annual General Meeting



Web-link for Route Map : distancebetween.info/delhi/gajraula/road_map

