



JET KNITWEARS LTD.

CIN - L19101UP1996PLC019722

Manufacturers & Exporters of Quality Knitted Undergarments

Ref: 1012/JKL/2020-2021

December 10, 2020

To
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Mumbai-400051

Sub: Submission of Postal Ballot Notice-Disclosure under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015
Symbol: JETKNIT

Dear Sir/ Ma'am

In compliance with applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended, please find enclosed Postal Ballot/e-voting Notice dated December 08, 2020 along with Explanatory Statement which is being sent to all the members of Jet Knitwears Limited whose names appears in the Register of Members as on December 04, 2020 being the cut-off date seeking their approval for the businesses as set out in the said Notice.


The Special Businesses proposed to be transacted through Postal Ballot/E-voting is as under:

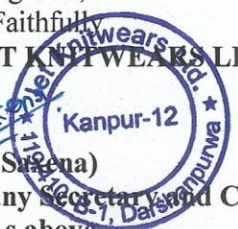
1. Amendment(s) to the main Objects of Memorandum of Association of the Company
2. Amendment(s) to the existing "Objects Incidental or Ancillary to the attainment of the Main Objects" clause of Memorandum of Association to align with the provisions of the Companies Act, 2013

The remote e-voting shall commence on **Sunday, December 13, 2020 at 09.00 A.M. (IST)** and conclude on **Monday, January 11, 2021 at 5.00 P.M. (IST)**. The Result of the remote e-voting shall be declared on or before 05:00 PM on Wednesday, January 13, 2021 and the same will be placed on the website of the Company i.e. www.jetlycot.com and on website of remote e-voting agency i.e. www.evoting.nsdl.com.

Kindly take the same in your records.

Thanking You,
Yours Faithfully,
For JET KNITWEARS LIMITED


(Divya Sargana)
Company Secretary and Compliance Officer
Encl: As above



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🛒 Shop online at: www.jetlycot.com



JET KNITWEARS LIMITED

(CIN: L19101UP1996PLC019722)

Regd. Office: 119/410-B-1 Darshan Purwa, Kanpur UP 208012

Tele: 0512 2217553, 2296128, Email: info@jetknit.com, Website: www.jetlycot.com

Postal Ballot Notice

[Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given that pursuant to the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and in terms of the MCA Circulars and in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, companies are advised to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot / e-voting in accordance with the provisions of the Companies Act and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. The MCA has clarified that for companies that are required to provide e-voting facility under the Companies Act, while they are transacting any business(es) only by Postal Ballot up to December 31, 2020, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars dated April 8, 2020 and April 13, 2020, June 15, 2020 and September 28, 2020 will be applicable mutatis mutandis.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice and login ID and password for remote e-voting. In compliance with the requirements of the MCA Circulars hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent through the remote e-voting system only. The Notice is being sent to all the Members, whose names appear in the Register of Members as on December 04, 2020. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

Pursuant to Section 102 of the Act, an explanatory statement pertaining to the aforesaid item setting out the material facts and reasons thereto is annexed with the Postal Ballot Notice for your consideration. The Board of Directors has appointed CS Gopesh Sahu, Practicing Company Secretary, Kanpur (Membership No. F-7100) as the Scrutinizer for conducting the postal ballot / remote e-voting process in a fair and transparent manner.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Sections 108 and 110 of the Act read with Rules 20 and 22 of the Rules, the Company is pleased to provide e-voting facility to all its Members to enable them to cast their votes electronically. The Company has engaged the services of National Securities Depository Limited ("NSDL") for the purpose of providing e-voting facility to all its Members.

The remote e-voting period commences from 9.00 a.m. (IST) on **Sunday, December 13, 2020 and ends at 5.00 p.m. (IST) on Monday, January 11, 2021**. Members requested to read the instructions in the Notes under the section 'Voting through electronic means' in this Notice. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced at or before 5.00 p.m. (IST) on January 13, 2021 and the same will be placed on the website of the Company i.e. www.jetlycot.com and on website of remote e-voting agency i.e. www.evoting.nsdl.com and will also be communicated to the Stock Exchange.

The last date of the E- Voting shall be the date on which the Resolutions shall be deemed to have been passed, if approved by the requisite majority.

RESOLUTIONS:

ITEM NO. 1 AMENDMENT(S) TO THE MAIN OBJECTS OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

“RESOLVED THAT pursuant to provisions of Sections 4, 13,15 read with the Companies (Management & Administration) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”),including any statutory modification or re-enactment thereof for the time being in force, and subject to necessary approvals as may be required in this regard from appropriate authorities and subject to such terms and conditions as may be imposed by them, the consent of the members be and is hereby accorded for alteration of Main object clause by way of addition of new clauses 4, 5, 6 and 7 after the existing clause III A 3 as below:

4. To carry on the business of manufacturing (including job work) & marketing of all type of textiles items including yarn and all type of textile chemicals and act as merchants, importers and growers of and dealers in textiles and all products thereof.

5. To carry on the business of manufacturing (including job work) and sale of patent medicines and preparations and generally to carry on the business of manufacturers, buyers and sellers of and dealers in all kind of medicines and medical preparations and drugs whatsoever and obtain patents for them, if required.

6. To carry on the business as manufacturers (including job work) of or dealers of soap, detergent powder, washing powders, cosmetics, perfumes, and toilet requisites.

7. To carry on the business of farming, production, harvesting, procurement, grading, packing, pooling, handling, marketing, agriculture and horticulture and to grow, produce, manufacture (including job work), process, prepare, refine, extract, manipulate, hydrolyze, deodorize, grind, bleach, hydrogenate buy, sell or otherwise deal in all kinds of agricultural, horticultural and farm produce and products including seeds, plants, flowers, vegetables, fruits and preparation of any nature or description.

RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any

further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT any of the Director or the Company Secretary be and are hereby authorised to do all such acts, deeds and things as may be required to give effect to the above resolution.”

ITEM NO. 2 AMENDMENT(S) TO THE EXISTING “OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS” CLAUSE OF MEMORANDUM OF ASSOCIATION TO ALIGN WITH THE PROVISIONS OF THE COMPANIES ACT, 2013:

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

“**RESOLVED THAT** pursuant to the provisions of section 4 and 13 of the Companies Act, 2013 (the Act) read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to necessary approvals as may be required in this regard from appropriate authorities, consent of members be and is hereby accorded for effecting the alterations in the existing Clause III B “OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS” by way of substitution and/or replacement of the entire sub-clauses 1 to 35 with the following sub clauses 1 to 48 as under :

Clause III B:- MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A)”

1. To buy all kinds of plant, equipment, machinery, apparatus, tools, utensils, commodities, substances, articles and things necessary or useful for carrying on the objects of the Company.
2. To enter into agreement with any company or persons for obtaining by grant of licence or on such other terms of all types, formulae and such other rights and benefits, technical information, know-how and expert guidance and equipment and machinery and things mentioned herein above and to arrange facilities for training of technical personnel by them.
3. Subject to the provisions of the Companies Act, 2013 to amalgamate with any other Company having objects altogether or in part similar to those of this Company.
4. To enter into any arrangement with any Government or Authorities Municipal, local or otherwise or any person or company in India or abroad, that may seem conducive to the objects of the company or any of them and to obtain from any such Government, Authority persons or company any rights, privileges, charters, contracts, licenses and concessions including in particular rights in respect of waterways, roads, railways, highways or any other means of transport, which the Company may carry out, exercise and comply therewith.
5. To apply for and obtain any order of Central/State or such other Authority for enabling the Company to carry on any of its objects into effect or for effecting any modifications of the Company’s constitution or any other such purpose, which may seem expedient and to make representations against any proceedings or applications which may seem calculated directly or indirectly to prejudice the company’s interests.
6. To enter into partnership or into any arrangement for sharing profits, union of interests,

co-operation, joint-venture, reciprocal concessions or otherwise with any person, or company carrying on or engaged in any business or transaction which this Company is authorized to carry on or engage in any business or transactions which the Company is authorized to carry on or engage in any business or transactions capable or being conducted so as directly or indirectly to benefit the company.

7. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any company, firms or person carrying on business which this Company is authorized to carry on or is possessed of rights suitable for the objects of this Company or to promote any company or companies for the above purpose.
8. To do all or any of the above things as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others and to do all such other things as are incidental or as may be conducive to the attainment of the objects or any of them.
9. To promote, form and register, aid in the promotion, formation and registration of any company or companies, subsidiary or otherwise for the purpose of acquiring all or any of the properties, rights and liabilities of this Company and to transfer to any such company any property of this company and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares, stock, debentures and such other securities of all types in or of any such company, subsidiary or otherwise for all or any of the objects mentioned in this Memorandum of Association and to assist any such company and to undertake the management and secretarial or such other work, duties and business on such terms as may be arranged.
10. To open accounts with any bank or financial institution and to draw make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and such other negotiable or transferable instruments of all types and to buy the same.
11. Subject to the provisions of the Companies Act, 2013 including the rules and regulations made therein and the directions issued by Reserve Bank of India to borrow, raise or secure the payment of money or to receive money as loan, at interest for any of the objects of the company and at such time or times as may be expedient, by promissory notes, bills of exchange, hundies, bills of lading, warrants or such other negotiable instruments of all types or by taking credit in or opening current accounts or over-draft accounts with any person, firm, bank or company and whether with or without any security or by such other means, as may deem expedient and in particular by the issue of debentures or debenture stock, perpetual or otherwise and in security for any such money so borrowed, raised or received and of any such debentures or debenture stock so issued, to mortgage, pledge or charge the whole or any part of the property and assets of the Company both present and future, including its uncalled capital, by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off such securities provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.

12. To advance money not immediately required by the Company or give credit to such persons, firms or companies and on such terms with or without security as may seem expedient and in particular to customers of and such others having dealings with the Company and to give guarantees or securities of any such persons, firms, companies as may appear proper or reasonable provided that the Company shall not carry on the business of banking, within the meaning of Banking Regulation Act, 1949.
13. To improve alter, manage, develop, exchange, mortgage, enfranchise and dispose of, any part of the land, properties, assets and rights and the resources and undertakings of the Company, in such manner and on such terms as the Company may determine.
14. To remunerate any person or company, for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its business, subject to the provisions of the Companies Act, 2013.
15. To create any depreciation fund, reserve fund, sinking fund, provident fund, superannuation fund or any other such special fund, whether for depreciations, repairing, improving, extending or maintaining any of the properties and assets of the Company or for redemption of debentures or redeemable preference shares, worker's welfare or for any other such purpose conducive to the interest of the Company.
16. To provide for the welfare of employees or ex-employees (including Directors and other officers) of the Company and the wives and families or the dependents or connections of such persons, by building or contributing to the building of houses, or dwellings or chawls or by grants of money, pensions, allowances, bonus or other such payments or be creating and from time to time, subscribing or contributing to provident fund and other associations, institutions, funds or trusts, and/or by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and such other attendances and assistance as the Company shall determine.
17. To undertake and execute any trusts, the undertaking of which may seem desirable, either gratuitously or otherwise, for the attainment of the main objects of the Company.
18. To procure the incorporation, registration or such other recognition of the Company in the Country, State or place outside India and to establish and maintain local registers and branch places of the main business in any part of the world.
19. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising over the internet or any other electronic media and also in print media in the press by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards or organizing exhibitions.
20. The company would obtain approval of the concerned authorities to carry on the objects of the company and the matters which are necessary for furtherance of the objects of the Company as given in this memorandum of association wherever required.

21. Subject to the provisions of Companies Act, 2013 to enter into any arrangement, agreement or collaboration with any Government or authority, Indian or foreign, with any other company, firm or persons, whether Indian or foreign, that may seem conducive to the company's objects or any of them and to obtain from such Government or authority, company, firm or person all rights and concessions and privileges in such terms and conditions as the Company may think it desirable and to obtain and carry out, exercise and comply with any such arrangement, rights, privileges and concessions.
22. To acquire and hold shares, stocks, debenture stocks, bonds, obligations or securities by original subscription, tender, purchase, exchange or otherwise and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.
23. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relations to the objects or business herein mentioned or any of them and to undertake, execute, carry out dispose of or otherwise turn to account the same.
24. To pay for all or any costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Company.
25. To borrow or raise or secure the payment of money for the purposes of or in connection with the Company's business in such manner and on such terms as the Company shall think fit and in particular by the issue of debentures charged upon all or any of the Company's property(both present and future including its uncalled capital and to purchase, redeem and pay off any such securities.
26. To mortgage and charge the undertakings and all or any of the properties and assets, present and future, and all or any of the uncalled capital for the time being of the Company and to issue at par or at a premium or discount and for such consideration and with such rights, power and privileges as may be thought fit, debentures mortgage or debentures payable to bearer or otherwise and either redeemable or repayable and collaterally or further to secure any securities of the Company by a trust deed or other assurance.
27. To issue and deposit any securities which the Company has power to issue by way of mortgage or secure any sum less than the normal amount of such securities and also by way of security for the performance of any contracts or obligations of the Company or of its customers or other persons or corporations having dealings with the Company.
28. Subject to the provisions of Companies Act, 2013 to borrow money upon such terms as the Company may approve and to guarantee the debts and contracts of others in connection with the Company's business, subject to the applicable provisions of the Banking Regulation Act, 1949.

29. To make, accept, endorse and execute promissory notes, bills of exchange and other negotiable instruments, in connection with the business of the Company.
30. To accept payment for the property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by installments or otherwise or in fully or partly paid up shares of any company or corporation with or without preferential rights in respect of dividend or otherwise or in debentures or mortgages or other securities of any company or corporation or partly in one mode and partly in another and generally on such terms as the Company shall determine and to hold, dispose of any shares, stock or securities so acquired subject to the applicable provisions of the Companies Act, 2013.
31. To place to reserve, or to distribute as dividend or bonus among the members or otherwise to apply as the Company may from time to time think fit, any moneys received by way of premium on shares or premium on debentures by the Company.
32. To create any reserve fund, sinking fund, insurance fund, dividend equalization fund or any other special fund whether for the depreciation or for repairing, improving extending or maintaining any of the properties of the Company or for any other purpose conducive to the interests of the Company.
33. To carry on business as merchants, traders, commission agents, brokers or in any other capacity in India or elsewhere and to import, export, buy, barter, exchange, pledge, mortgage, advance upon or otherwise deal in goods, procure articles and merchandise of any kind in connection with the attainment of the main objects of the Company.
34. To invest the funds of the Company from time to time in such manner and in such assets, properties, securities, shares, bullion or investments or otherwise as may from time to time be determined by the Board of Directors and from time to time to sell or vary all such investments and to execute all assignments, transfers, receipts and documents that may be necessary in that behalf.
35. To purchase or otherwise acquire any interest in any patents, invention, licenses, concessions and the like conferring an exclusive or non-exclusive or limited right to one or any other information as to any invention in relation to the production, treatment, storage, application, distribution, use of electricity and of any apparatus therefore or generally any invention which may seem to the Company capable of being profitably dealt with.
36. To sub-let all or any contracts from time to time and upon such terms and conditions as may be thought expedient.
37. To acquire and undertake the whole or any part of the business, property and liabilities of any person or company carrying on any business which the Company is authorized to carry on, or possessed of property suitable for the purposes of this Company.

38. To subscribe to or otherwise aid charitable, benevolent, religious, scientific, national public and other institutions with objects or purposes or public character in India or elsewhere as the Directors may deem fit and proper, subject to the provisions of the Companies Act, 2013.
39. To purchase and takeover by any method competent in law or any part of the goodwill, business, undertaking, property, assets, and liabilities of any person or persons, or company carrying on similar business to that of this Company and to conduct and develop or wind up and liquidate such business and to purchase and take steps for the acquisition of existing and new licenses in connection with any such business.
40. To borrow money for the purpose of business of the Company from any Central or State Financial Corporation, Semi-financial corporation, Scheduled or Nationalized Bank's, any company, members, shareholders, Directors of the Company or from any other person and to mortgage or charge its undertaking, properties in favour of such persons for securing the repayment of loan.
41. To dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of this Company.
42. To carry on business as transporters of goods in connection with the Company's main business.
43. To advance and lend surplus money upon such security as may be thought proper with or without taking any security therefore in connection with the business of the Company.
44. To invest the money of the Company not immediately required in such manner as may from time to time be determined.
45. To dispose of or transfer the business, property and undertaking of the Company or any part thereof for any consideration which the Company may deem fit to accept.
46. To employ, remove or suspend or enter into agreement with such technical experts, officers, managers, secretaries, clerks and others as may be deemed expedient and to remunerate them in any manner desirable for services rendered or to be rendered to the Company.
47. To carry on or engage in any lawful act or activity or business, or any act or activity or business to pursue any specific object or objects, as per the law for the time being in force.
48. To be appointed ancillary to any unit compatible with the objects of the Company.

RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT any of the Director or the Company Secretary be and are hereby authorised to do all such acts, deeds and things as may be required to give effect to the above resolution.”

By Order of the Board of Directors
JET KNITWEARS LIMITED

(Divya Saxena)
Company Secretary & Compliance Officer

Place: Kanpur
Date: 08.12.2020

Registered Office:
119/410, B-1, Darshan Purwa,
Kanpur-208012

NOTES FOR MEMBERS' ATTENTION

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Rules framed thereunder, stating all material facts and the reasons for the proposals set out above is annexed herewith.
2. The Board has appointed CS Gopesh Sahu, Practicing Company Secretary (Membership No. FCS 7100), as the Scrutinizer for conducting the postal ballot / remote e-voting process in a fair and transparent manner.
3. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the close of business hours on December 04, 2020 in accordance with the provisions of the Companies Act, 2013, read with rules made thereunder and General Circular No. 14/2020 dated April 8, 2020 read with General Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020 and Circular No. 33/2020 dated September 28, 2020 issued by the Ministry of Corporate Affairs, Government of India (the “The MCA Circulars). Accordingly, these Members /Beneficial Owners will be considered for the purpose of voting and those who are not the members on the said date shall treat this Notice for Information purpose only.
4. The Company has made an arrangement with NSDL for registration of email addresses. The process of registration of email IDs is provided in the Notes below and the shareholders are requested to follow the same. Post successful registration of the email, the shareholder may reach NSDL website to generate the password online by providing his/her credentials. After receiving the password the shareholder may login in e-voting portal and cast their respective votes.

5. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.

6. In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) and Sections 108, 110 and other applicable provisions of the Companies Act, 2013, if any, read with the Rules made thereunder and the provisions of the MCA Circulars, the Company is providing facility for voting by electronic means (“remote e-voting”) to all the Members of the Company to enable them to cast their votes electronically on the items mentioned in the Notice. For this purpose, the Company has entered into an arrangement with National Securities Depository Limited (“NSDL”) for facilitating remote e-voting to enable the Members to cast their votes electronically instead of physical mode. In terms of the MCA Circulars, voting can be done only by remote evoting. As the remote e-voting does not require a person to attend to a meeting physically, the members are strongly advised to use the remote e-voting procedure by themselves and not through any other person / proxies.

7. In view of extraordinary circumstances due to pandemic caused by Covid-19, and line with the MCA Circulars, physical copies of the Postal Ballot Notice are not being dispatched. Shareholders may note that this notice is also available on the website of the Company www.jetlycot.com and National Securities Depository Limited (NSDL) www.evoting.nsdl.com

8. A Member cannot exercise his/her vote by proxy on postal ballot.

9. The Scrutinizer will submit his report to the Chairman or any Director of the Company as authorized by the Board after the completion of scrutiny of the e-voting for postal ballot. The result of the voting by postal ballot will be announced by the Chairman or any Director of the Company duly authorized, on or before 5.00 P.M. on January 13, 2021 at the Registered Office of the Company and the same will be placed on the website of the Company i.e. www.jetlycot.com, website of remote e-voting agency i.e. www.nsdl.co.in and will be communicated to the Stock Exchanges on the said date.

10. The last date of the E- Voting shall be the date on which the Resolutions shall be deemed to have been passed, if approved by the requisite majority.

11. All the material documents referred to in the resolution will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till January 11, 2021.

12. VOTING THROUGH ELECTRONIC MEANS

The instructions for remote e-voting are as under:

- a) The Company has engaged the services of National Securities Depository Limited (“NSDL”) as the Agency to provide e-voting facility.
- b) E-voting facility will be available during the following voting period:

| Commencement of E-Voting | End of E-Voting |
|--|--|
| From 09:00 AM (IST) on Sunday, December 13, 2020 | Upto 5:00 PM (IST) on Monday, January 11, 2021 |

- c) **During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. December 04, 2020 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.**
- d) The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on December 04, 2020 (Cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by remote e-voting.
- e) On account of threat posed by COVID-19 and in terms of the MCA Circulars, the Company will send Postal Ballot Notice in electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. In light of the MCA Circulars, Members who are holding shares in demat form or physical form and have not registered their email address and as a consequence could not receive the e-voting notice are requested to get their email addresses registered by sending a request as given below:
- (1) Members holding shares in physical mode or dematerialized mode, who have not registered / updated their email addresses with the Company, are requested to inform the Company with details of folio number/DPID or Client ID, scanned copy of Share Certificate (in case of physical shares) and attaching a self-attested copy of PAN card and Aadhar Card at compliance@jetknit.com or info@jetknit.com or at YogeshT@nsdl.co.in
- f) It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- g) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and remote e-voting user manual for shareholders available at the download section of <https://www.evoting.nsdl.com> or call on toll free no.: 1800-222-990.
- h) The process and manner for remote e-voting are as under:

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 : 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-into 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 ‘Shareholders’ section.
3. 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 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 :

| 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. 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) In case you have not registered your e-mail address with the Company/Depository, please follow instructions mentioned in this Notice.

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.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 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.

Details on Step 2 is given below:

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

1. 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.
2. 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.
3. On successful login, the system will prompt you to select the "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.

5. 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.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. 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 csGOPesh@gmail.com with a copy marked to evoting@nsdl.co.in.
 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 toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- i) The Scrutinizer shall, immediately after the conclusion of voting through remote e-voting unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the remote e-voting, a scrutinizer’s report of the total votes cast in favour and against, if any, to the Chairman of the Company or any person authorized by him.
- j) The Results declared along with the Scrutinizer’s Report(s) will be available on the Company’s website i.e. www.jetlycot.com and on the website of NSDL <https://evoting.nsdl.com>. The results shall simultaneously be communicated to the Stock Exchange, where the shares of the company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT 2013

ITEM NO. 1

The Company is mainly engaged into manufacturing and trading of hosiery garments. In order to expand the scope of Company's operations and future business prospects in the field of pharmaceuticals, detergent and agricultural products which have tremendous potential and business prospects in coming times, the management has formed a view to venture in these segments in near future. Since, these activities are not presently covered in the main objects of the MOA of the Company, it is proposed to amend the main object clause of the Memorandum of Association(MOA) by adding 4(Four) new points after existing point no 3 as mentioned in the Item No. 1 of the Notice.

In order to enable the Company to capitalize on the business opportunities in the above sectors in coming times, the Board of Directors of the Company on December 08, 2020 approved the above mentioned alteration in the Main Objects Clause of the Memorandum of Association of the Company subject to the approval of the Shareholders by passing the special resolution through Postal Ballot. Therefore Item No. 1 of this notice is circulated to the shareholders for their approval.

The proposed new draft MOA is being uploaded on the Company's website i.e. www.jetlycot.com for perusal by the shareholders and is also available for inspection for the Members at the Registered Office of the Company during normal business hours on all working days from the date of dispatch of the Notice, up to the last date of voting through Postal Ballot / E-Voting, i.e. January 11, 2021.

None of the Directors, key Managerial Personnel of Company and their relatives are concerned or interested in the said resolution.

The Directors recommend the aforesaid resolution for the approval by the members as Special Resolution.

ITEM NO. 2

In order to bring existing MOA of the Company in line with the provisions of the Companies Act 2013, the Company is of the view to alter the existing Clause IIIB of the Memorandum of Association (the "MOA") of the Company by substituting the existing heading by the new heading titled as "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A)" and substituting sub-clauses 1 to 35 with the new sub-clauses 1 to 48 respectively to the Memorandum of Association of the Company to align the with the provisions of the Companies Act, 2013.

The Board at its meeting held on December 08, 2020 after evaluating necessity of the proposal has approved aforesaid alteration of the MoA of the Company and recommends the Special Resolution set forth in Item No. 2 of the Notice for approval of the Members. Pursuant to provisions of Section 13 and other applicable provisions, if any of the Act, alteration in the MOA of the Company requires the approval of the members by means of a special resolution. Further, General Circular No. 14/2020 dated April 8, 2020 read with General Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020 and Circular No. 33/2020 dated September 28, 2020 issued by the Ministry of Corporate Affairs have allowed the companies to pass resolutions

through Postal Ballot / E-Voting without holding a general meeting up to December 31, 2020 or till further orders. In view of the above, the proposed special resolution has been circulated to be passed by the Members of the Company through Postal Ballot / E-Voting. The proposed new draft MOA is being uploaded on the Company's website i.e. www.jetlycot.com for perusal by the shareholders and is also available for inspection for the Members at the Registered Office of the Company during normal business hours on all working days from the date of dispatch of the Notice, up to the last date of voting through Postal Ballot / E-Voting, i.e. January 11, 2021.

None of the Directors, key Managerial Personnel of Company and their relatives are concerned or interested in the said resolution.

The Directors recommend the aforesaid resolution for the approval by the members as Special Resolution.

By Order of the Board of Directors
JET KNITWEARS LIMITED

(Divya Saxena)
Company Secretary & Compliance Officer

Place: Kanpur
Date: 08.12.2020

Registered Office:
119/410, B-1, Darshan Purwa,
Kanpur-208012