



# JET KNITWEARS LTD.

CIN - L19101UP1996PLC019722

Manufacturers & Exporters of Quality Knitted Undergarments

Ref: 0709/JKL/2020-2021

September 07, 2020

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

**Sub: Intimation of 24<sup>th</sup> Annual General Meeting and Closure of Register of Members and Share Transfer Books**

**Symbol: JETKNIT**

Dear Sir/ Ma'am

Pursuant to Regulation 30(2) read with Schedule III Part A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that 24<sup>th</sup> Annual General Meeting (AGM) of the Company is scheduled to be held on **Wednesday, September 30, 2020 at 10:00 AM at Registered Office of the Company at 119/410, B-1, Darshan Purwa, Kanpur-208012**. A copy of the Notice of AGM is attached herewith.

Further, Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, the Register of Member and Share Transfer Books of the Company will remain closed from **Thursday, September 24, 2020 to Wednesday, September 30, 2020** (both days inclusive) for taking record of the Members of the Company for the purpose of 24<sup>th</sup> Annual General Meeting of the Company.

Further, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Listing Regulations, the Company is providing facility to the Members to cast their votes by electronic means from a place other than the venue of AGM ("remote e-voting") on all the resolutions set out in the Notice of AGM through e-voting service provided by National Securities Depository Limited (NSDL).

The Cut-off date for determining the eligibility of Members to vote by remote e-voting or voting at the AGM is **Wednesday, September 23, 2020**. The remote e-voting will commence on **Sunday, September 27, 2020 at 9.00 A.M. (IST)** and will end on **Tuesday, September 29, 2020 at 5.00 P.M. (IST)**.

Kindly take the same in your records.

Thanking You,

Yours Faithfully,

For JET KNITWEARS LIMITED

  
  
(Divya Saxena)

Company Secretary and Compliance Officer

Encl: As above

🏠 119/410, B-1, Darshanpurwa, Kanpur -208012, U.P., INDIA

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🏠 57 A, Dada Nagar, Kanpur, U.P., INDIA

🏠 26 A, Appachi Nagar, Kongu Main Road, Tirupur-641607, Tamilnadu

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UNDERGARMENTS



# JET KNITWEARS LIMITED

Reg Office: 119/410-B-1Darshan Purwa Kanpur UP 208012  
CIN: L19101UP1996PLC019722, Contact No: 0512-2217553, 2296128

Website: [www.jetlycot.com](http://www.jetlycot.com) E-mail: [info@jetknit.com](mailto:info@jetknit.com)

## NOTICE

Notice is hereby given that the Twenty-Fourth Annual General Meeting of the Members of the Company will be held on **Wednesday, September 30, 2020 at 10:00 AM at Registered office of the Company at 119/410, B-1, Darshan Purwa, Kanpur-208012** to transact the following businesses:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the financial year ended on March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Rakesh Kumar Narula (DIN: 00274483) who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

### SPECIAL BUSINESS:

#### **3. Re-appointment of Mr. Ramesh Chandra (DIN: 00111716) as an Independent Director**

To consider and if thought fit, to pass, with or without modification (s), the following resolution as a **Special Resolution**:

**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Ramesh Chandra (DIN: 00111716), who was appointed as an Independent Director and who holds office of Independent Director till July 31, 2020, and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of the Director of the Company, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from August 01, 2020 to July 31, 2025."



**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

#### **4. Re-appointment of Mr. Ashok Chandra Bajpai (DIN: 05358863) as an Independent Director**

To consider and if thought fit, to pass, with or without modification (s), the following resolution as a **Special Resolution**:

**RESOLVED THAT** pursuant to Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification (s) or re-enactment thereof, for the time being in force), Mr. Ashok Chandra Bajpai (DIN: 05358863), who was appointed as an Independent Director and who holds office of Independent Director till July 31, 2020, and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of the Director of the Company, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from August 01, 2020 to July 31, 2025."

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

#### **5. Re-appointment of Mrs. Dinesh Parashar (DIN: 07270662) as Non-Executive Director**

To consider and it thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**RESOLVED THAT** pursuant to Sections 149, 152, and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification (s) or re-enactment thereof, for the time being in force), Mrs. Dinesh Parashar (DIN: 07270662) be and is hereby re-appointed as Non-Executive Non-Independent Director of the Company, with effect from August 31, 2020, liable to retire by rotation on such terms as may be decided by the Board of Directors from time to time.



**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By the Order of the Board  
For **JET KNITWEARS LIMITED**

**Place: Kanpur**  
**Date: 26.08.2020**

(Divya Saxena)  
Company Secretary & Compliance Officer

**NOTES FOR MEMBERS' ATTENTION:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Rules framed thereunder, in respect of the Special Business under Item Nos. 3, 4 and 5 of the accompanying Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE TWENTY FOURTH ANNUAL GENERAL MEETING ('AGM' OF THE COMPANY IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF OR HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS (48) BEFORE THE COMMENCEMENT OF THE MEETING. i.e. BY 10:00 A.M. ON SEPTEMBER 30, 2020. PROXIES SUBMITTED ON BEHALF OF COMPANIES, SOCIETIES, ETC. MUST BE SUPPORTED BY APPROPRIATE RESOLUTION / AUTHORITY, AS APPLICABLE, ISSUED ON BEHALF OF THE NOMINATING ORGANIZATION.**

As per Section 105 of the Companies Act, 2013 and relevant rules made there under, A person can act as proxy on behalf of not more than fifty (50) members and holding in aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. A proxy form is annexed herewith. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. The relevant details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of the person seeking re-appointment as a Director under Item No. 2 to 5 is also mentioned under point number 22.
4. The Register of Members and Share Transfer books of the Company shall remain closed from September 24, 2020 to September 30, 2020 (both days inclusive).
5. Members may please note that no gifts, gift coupons, or cash in lieu of gifts will be distributed at meeting, in compliance with Section 118(10) of the Companies Act, 2013 and the Secretarial Standards issued by Institute of Company Secretaries of India.
6. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
7. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DPID number, as the case may be.



8. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agent, Bigshare Services Pvt. Ltd. to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Bigshare Services Pvt. Ltd.
9. Non-resident Indian Members are requested to inform Registrar and Share Transfer Agent, immediately of:
  - i. the change in the residential status on return to India for permanent Settlement.
  - ii the particulars of their Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank with Pin Code number, if not furnished earlier.
10. The Securities and Exchange Board of India ("SEBI") 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 shall submit their PAN details to the Company at its Registered Office or to the Registrar and Share Transfer Agent (Bigshare Services Pvt. Ltd.)
11. The Securities and Exchange Board of India ("SEBI") has mandated the transfer of securities to be carried out only in dematerialised form (except in case of transmission or transposition of securities) effective from 1st April, 2019. Accordingly, requests for physical transfer of securities of listed entities shall not be processed from 1st April, 2019 onwards. In view of such amendment and in order to eliminate the risks associated with physical holding of shares, Members who are holding shares in physical form are hereby requested to dematerialise their holdings.
12. Members are requested to convert their Share(s) lying in physical form to the Demat form for easy transferability of Shares. For any help, the Shareholders may contact to the Registrar & Transfer Agent at email id [investor@bigshareonline.com](mailto:investor@bigshareonline.com) and to Company Secretary at email id [compliance@jetknit.com](mailto:compliance@jetknit.com) or [info@jetknit.com](mailto:info@jetknit.com)
13. Equity Shares of the Company are under compulsory demat trading by all the investors. Considering the advantage of scripless trading, members are encouraged to consider dematerialization of their shareholdings so as to avoid inconvenience in future.
14. Members/Proxies are requested to deposit the Attendance Slip duly filled in and signed for attending the Meeting. 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. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company, a certified copy of the Board Resolution, Power of Attorney or such other valid authorizations, authorizing them to attend and vote on their behalf at the Meeting. Members who hold shares in de-materialized form are requested to bring their DP ID and client ID No.(s) for easier identification of attendance at the Meeting. Members are requested to affix their signatures at the space provided on the attendance slip annexed to the proxy form and hand over the slip at the entrance of the meeting hall.
15. SEBI & Ministry of Corporate Affairs is promoting electronic communication as a contribution to greener environment. Accordingly, as a part of green initiative and in view of the massive



outbreak of the COVID-19 pandemic, soft copy of the Notice of the AGM along with the Annual Report 2019-20 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. Further, in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 136 of the Companies Act, 2013 including Rules made there under for Members who have not registered their E-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2019-20 will also be available on the Company's website [www.jetlycot.com](http://www.jetlycot.com).

16. All relevant documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on all working days, upto and including the date of the Meeting. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
17. The business set out in the Notice will be transacted through electronic voting system and the Company is also providing facility to vote through ballot paper at the venue of AGM. Instructions and other information relating to e-voting are given in this Notice under Note No. 21.
18. Members desirous of obtaining any information on Annual Financial Statements of the Company at the Meeting are requested to write to the Company at least 7 (seven) days before the date of the Meeting, so that the information required may be made available at the Meeting.
19. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically. Manner of registering / updating email addresses is as under:
  - i) Members holding shares in physical mode, who have not registered / updated their email addresses with the Company, are requested to inform the Company with details of folio number and attaching a self-attested copy of PAN card at [info@jetknit.com](mailto:info@jetknit.com) or [compliance@jetknit.com](mailto:compliance@jetknit.com) or to Big Share Services Private Limited at [mukesh@bigshareonline.com](mailto:mukesh@bigshareonline.com).
  - ii) Members holding shares in dematerialized mode, who have not registered / updated their email addresses with their Depository Participants are requested to register their email addresses with the Depository Participants with whom they maintain their demat accounts.
20. A route map showing direction to reach the venue of the 24<sup>th</sup> Annual General Meeting is given at the end of this notice as per the requirement of Secretarial Standards -2 on General Meeting.
- 21. Instructions and other information relating to remote e-voting are as under:**
  - a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide to its members facility to exercise their right to vote on resolutions set forth in this Notice convening the 24<sup>th</sup> Annual General Meeting to be held on Wednesday, September 30, 2020, at 10:00 AM at Registered Office of the Company at 119/410, B-1, Darshan Purwa, Kanpur. The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ('remote e-voting').



- b) The Company has engaged the services of National Securities Depository Limited (“NSDL”) as the Agency to provide e-voting facility.
- c) 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, September 27, 2020	Upto 5:00 PM (IST) on Tuesday, September 29, 2020

- d) **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. September 23, 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. Further, the Members who have, casted their vote electronically shall not vote by way of poll, if held at the Meeting.**
- e) The Members of the Company holding shares on the “cut-off date” of **September 23, 2020** only shall be entitled to avail the facility of remote e-voting. Cut-off date means the date on which the right of voting of the members shall be reckoned and a person who is not a member as on the cut-off date should treat this notice for information purposes only.
- f) Any person, who become a member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. **September 23, 2020** may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or RTA.
- 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-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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) If your email ID is not registered, please follow steps mentioned below



**in process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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. Select “EVEN” of company for which you wish to cast your vote.
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](mailto:csgopesh@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to ([compliance@jetknit.com](mailto:compliance@jetknit.com)).
  2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to ([compliance@jetknit.com](mailto:compliance@jetknit.com)).
- i) Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently. Further, 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.
  - j) The Board of Directors has appointed Mr. Gopesh Sahu, Practicing Company Secretary, (Membership No. FCS 7100), as Scrutinizer to scrutinize the E-Voting process in a fair and transparent manner.
  - k) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. **September 23, 2020**. A Member who is a related party is not entitled to vote on a Resolution relating to approval of any contract or arrangement in which such Member is a related party.
  - l) The Results on resolutions shall be declared not later than 48 hours from the conclusion of the Annual General Meeting of the Company and the resolutions will be deemed to be passed on



the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolutions.

- m) The Results declared along with the Scrutinizer's Report(s) will be available on the Company's website i.e. [www.jetlycot.com](http://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 share of the company is listed.

**22. The details required to be given in pursuance of Regulation 36 (3) of the SEBI (LODR), Regulations, 2015 and Clause 1.2.5 of the SS-2 for re-appointment of Directors are as under:**

Name of the Director and DIN	Mr. Rakesh Kumar Narula (00274483)	Mr. Ramesh Chandra (00111716)	Mr. Ashok Chandra Bajpai (05358863)	Mrs. Dinesh Parashar (07270662)
Designation	Promoter and Whole Time Director	Independent Director	Independent Director	Non-Executive Non-Independent Director
Date of Birth	18/01/1958	13/07/1938	22/07/1951	16/08/1950
Qualification	Graduate in Commerce	Graduate	Bachelor of Science	High School
Date of Original Appointment	April 02, 1996	August 01, 2015	August 01, 2015	September 01, 2015
No. of Board Meetings attended during the Year	4 out of 4	4 out of 4	4 out of 4	3 out of 4
Experience and Expertise	He is a businessman having rich experience of more than 32 years in hosiery manufacturing specializing in Sales and Production. He has wide experience in stitching, bleaching and knitting.	He is an ex-officer of Indian Air force and is a veteran of 1965 and 1971 War with Pakistan. After taking volunteer retirement in 1973, he joined Customs and Central Excise department and retired as Superintendent. Later he entered into legal profession in Kanpur Court and in Allahabad High Court. Currently, he holds the membership of Indian Industries Association Kanpur Chapter.	He worked for 35 years in Commercial Tax Department serving in various posts from Assistant Commissioner to Additional Commissioner and finally Member Tribunal at Commercial Tax Department of Uttar Pradesh. He is associated with our Company as a Director since August 01, 2015. He also served the position of President at Commercial Tax Officers Association and Three Terms Officer's Association, Kanpur.	She currently holds the position of Chairperson at Satyavati Adarsh Sikha Gram Samiti, and certain other positions at a High School. She has been awarded as "siksha, seva, sanskritikimurtimaa nprateek" in March, 2013. She is also involved in many other social welfare activities.



<b>Relationship between Directors, Manager and other Key Managerial Personnel</b>	Mr. Rakesh Kumar Narula is the real brother of Mr. Balram Kumar Narula (Managing Director) and Mr. Anil Kumar Narula(Whole Time Director) and uncle of Mr. Ankur Narula (Chief Financial Officer)			Independent from the Management			Independent from the Management			Independent from the Management		
<b>Directorship in other Companies</b>	Front Line Exports Private Limited			Trv Infra Private Limited			Shray Offset Private Limited			NIL		
<b>No. of Equity Shares held in the</b>	304595 ( Jet Knitwears Limited)			NIL			NIL			NIL		
<b>Terms and conditions of re-appointment &amp; Remuneration sought for</b>	Refer Item No. 2 of the Notice			Refer Item No. 3 to 4 of the Explanatory Statement annexed in the Notice			Refer Item No. 3 to 4 of the Explanatory Statement annexed in the Notice			Refer Item No. 5 of the Explanatory Statement annexed in the Notice		
<b>Details of remuneration last drawn (2019-20)</b>	7,20,000/-			NIL			NIL			NIL		
<b>Chairmanship/Membership of Committees in the Board of other Companies</b>	Name of the Company	Name of the Committee	Chairman/Member	Name of the Company	Name of the Committee	Chairman/Member	Name of the Company	Name of the Committee	Chairman/Member	Name of the Company	Name of the Committee	Chairman/Member
	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

By the Order of the Board  
For JET KNITWEARS LIMITED

Place: Kanpur  
Date: 26.08.2020

(Divya Saxena)  
Company Secretary & Compliance Officer

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013:****ITEM NO. 3 to 4:**

Pursuant to Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai were appointed as Independent Directors at the Extra-Ordinary General Meeting of the Company held on August 01, 2015 and they hold office till the conclusion of 5 years which is July 31, 2020. Mr. Ramesh Chandra is more than 75 years of age and Mr. Ashok Chandra Bajpai is below 70 year. The Nomination and Remuneration Committee of the Company, at its Meeting held on July 24, 2020, after taking into account the performance evaluation of Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai, during their tenure as Independent Director and considering the significant value added by Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai as a member of the Board, has recommended the re-appointment of Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai, as an Independent Director in the interest of the Company. Keeping in view the rich professional experience in respective fields and association with the Company, the Board at its meeting held on July 24, 2020 has approved the re-appointment of Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai as an Independent Director of the Company, to hold office for a second term of five consecutive years commencing from August 01, 2020 to July 31, 2025 and who shall not be liable to retire by rotation.

In the opinion of the Board, the Independent Directors fulfill the conditions specified in sections 149, 152 and Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) such Independent Directors are independent of the Management. Other than the Independent Directors of the Company and their relatives, none of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Special Resolutions as set out in Item No. 3 to 4 of this notice. Accordingly, the consent of the members is sought for passing Special Resolution(s) as set out at Item No. 3 to 4 of the Notice for re-appointment as Independent Director’s of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing from August 01, 2020 to July 31, 2025

The Board recommends the Resolution set out at Item No. 3 to 4 of the Notice for approval by the members.

**ITEM NO. 5:**

Pursuant to Sections 149, 152, and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Mrs. Dinesh Parashar was appointed as Independent Director at the Extra-Ordinary General Meeting of the Company held on September 01, 2015 and holds office till the conclusion of 5 years which is 31/08/2020 and on February 21, 2021 her designation was changed from Independent Director to Non-Executive Non-Independent Director on her request. As her term comes to an end with effect from August 31, 2020, seeks for re-appointment as Non-Executive Non Independent Director followed by approval of the same from Nomination and Remuneration Committee of the Board of Directors of the Company at their meeting held on July 24, 2020. Based on the above, Board is of opinion that association with Mrs. Dinesh Parashar as Non-Executive Non-Independent Director will be beneficial and is in the best interest of the Company and who shall be liable to retire by rotation.



Other than the Director seeking appointment and their relatives, none of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary Resolution as set out in Item No. 5 of this notice. Accordingly, the consent of the members is sought for passing Ordinary Resolution as set out at Item No. 5 of the Notice for re-appointment of Mrs. Dinesh Parashar as Non-Executive Non-Independent Director of the Company.

The Board recommends the Resolution set out at Item No. 5 of the Notice for approval by the members.

By the Order of the Board  
For **JET KNITWEARS LIMITED**

**Place: Kanpur**  
**Date: 26.08.2020**

(Divya Saxena)  
Company Secretary & Compliance Officer



# JET KNITWEARS LIMITED

Reg Office: 119/410-B-1Darshan Purwa Kanpur UP 208012  
CIN: L19101UP1996PLC019722, Contact No: 0512-2217553, 2296128

Website: [www.jetlycot.com](http://www.jetlycot.com) E-mail: [info@jetknit.com](mailto:info@jetknit.com)

## 24<sup>th</sup> Annual General Meeting

## ATTENDANCE SLIP

Master Folio:		DP ID**:	
No. of Shares:		Client ID**:	

I hereby record my presence at the 24<sup>th</sup> Annual General Meeting of the Company at **Registered office of the Company at 119/410, B-1, Darshan Purwa, Kanpur-208012.**

I am a shareholder of the Company\*

I am a Proxy/Authorised Representative of the shareholders(s)\*

Name of Shareholder/Proxy:.....

Signature of Shareholder/Proxy: .....

\* Please strike off any one which is not applicable.

\*\* Applicable for shareholders holding shares in electronic form.

Note: 1) Shareholder/Proxy wishing to attend the meeting must bring the Attendance Slip at the meeting and hand over the same at the entrance, duly signed.

2) No gifts would be given to Shareholders for attending the AGM, as per SEBI instructions.





# JET KNITWEARS LIMITED

Reg Office: 119/410-B-1Darshan Purwa Kanpur UP 208012  
 CIN: L19101UP1996PLC019722, Contact No: 0512-2217553, 2296128

Website: [www.jetlycot.com](http://www.jetlycot.com) E-mail: [info@jetknit.com](mailto:info@jetknit.com)

## 24<sup>th</sup> Annual General Meeting

### PROXY FORM

### Form MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

I/We.....  
 .....of.....  
 .....inthe district of  
 .....being a member / members of **JET KNITWEARS LIMITED** hereby appoint  
 .....of.....  
 .....or failing him/her  
 .....as my/our proxy to attend and vote for me/us and  
 on my/our behalf atthe 24<sup>th</sup> Annual General Meeting to be held on Wednesday, September 30, 2020 at  
 10:00AM or at any adjournment thereof.

Master Folio:	
No. of Shares:	

DP ID**:	
Client ID**:	

Resolution No.	Resolutions	Optional*	
		For	Against
<b>ORDINARY BUSINESS</b>			
1	<b>Adoption of Audited Financial Statements and Reports of the Directors and the Auditors.</b>		
2	<b>Appointment of Director in place of Mr. Rakesh Kumar Narula (DIN: 00274483) who retires by rotation and being eligible, seeks-re-appointment.</b>		
<b>SPECIAL BUSINESS</b>			
3.	<b>Re-appointment of Mr. Ramesh Chandra (DIN: 00111716) as Independent Director of the Company.</b>		
4.	<b>Re-appointment of Mr. Ashok Chandra Bajpai (DIN: 05358863) as Whole-Time Director of the Company.</b>		



5.	<b>Re-appointment of Mrs. Dinesh Parashar (DIN: 07270662) as Non-Executive Non-Independent Director of the Company.</b>		
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Signed this -----day of-----2020  
 Signature of Shareholder-----  
 Signature of Proxy Holder(s)-----

Affix a ₹  
1/-  
Revenue  
Stamp

**\*\*Applicable for shareholders holding shares in electronic form.**

**NOTES:**

1. **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.**
2. **A Proxy need not be a member of the Company.**
3. **A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**
4. **This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he / she thinks appropriate.**
5. **Appointing proxy does not prevent a member from attending in person if he so wishes.**
6. **In the case of joint holders, the signatures of any one holder will be sufficient, but names of all the joint holders should be stated.**

\*\*\*\*\*



### ROUTE MAP TO THE AGM VENUE

