

# J. K. INVESTO TRADE (INDIA) LIMITED

(CIN: U99999MH1947PLC005735)

Registered Office: New Hind House, 3, N. M. Marg, Ballard Estate, Mumbai – 400 001

Email: [jkitil@raymond.in](mailto:jkitil@raymond.in) Website: [www.jkinvesto.com](http://www.jkinvesto.com)

Phone: 022-22686000 Fax: 022-22620052

## NOTICE

### 77<sup>th</sup> ANNUAL GENERAL MEETING

**NOTICE** IS HEREBY GIVEN THAT THE SEVENTY SEVENTH ANNUAL GENERAL MEETING ('AGM') OF THE MEMBERS OF J. K. INVESTO TRADE (INDIA) LIMITED ('THE COMPANY') WILL BE HELD ON **MONDAY, SEPTEMBER 29, 2025 AT 02.30 P.M.** IST THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY, TO TRANSACT THE FOLLOWING BUSINESS:

#### ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2025, and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Arun Agarwal (DIN: 00194010), who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appointment M/s N A C And Associates LLP, Chartered Accountants as Statutory Auditors of the Company

To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder and RBI guidelines on appointment of statutory auditors of banks and NBFCs (including any statutory modification(s) or re-enactments thereof for the time being in force) M/s N A C And Associates LLP, Chartered Accountants (Firm Registration No: 119375W), be and are hereby appointed as Statutory Auditors of the Company for a term of of three years from financial year 2025-26 and to hold office from the conclusion of the 77<sup>th</sup> Annual General Meeting of the Company till the conclusion of the 80<sup>th</sup> Annual General Meeting at a remuneration to be determined by the Board of Directors or the Audit Committee of the Company or any other person(s) authorised by the Board or the Audit Committee and additionally out of pocket expenses, outlays and taxes as applicable and as per other terms and conditions mutually decided by the Board of Directors or the Audit Committee in consultation with the Statutory Auditors;

**RESOLVED FURTHER THAT** any one Director of the Company or Ms. Ankita Sharma, Authorised Signatory, be and are severally hereby authorised to issue certified true copies of the Resolution, to file the requisite Forms with the Ministry of Corporate Affairs and to take necessary action in respect thereof and to do all acts, deeds, matters and things as may be required in this connection."

#### SPECIAL BUSINESS:

4. **Payment of commission to Directors of the Company:**

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

**"RESOLVED THAT** pursuant to the provisions of Section 197 and all other applicable provisions, if any, of the Companies Act, 2013 (Act), or any statutory modification(s) or re-enactment thereof and Rules framed thereunder, the consent of the Company be and is hereby accorded for payment of commission of a sum, in case the Company has employed during any year or part thereof any Managing Director or Whole-time Director or Manager or an Executive Director by whatever name called, not exceeding 1% (including applicable taxes) else not exceeding 3% (including applicable taxes) of the annual net profit of the Company computed in accordance with the provisions of Section 198 of the said Act, to such Directors of the Company in such proportion and manner as may be directed by the Board of Directors, for a period of three (3) years and such payment shall be made in respect of the profits of the Company for the financial years commencing from April 1, 2025 and ending on March 31, 2028;

**RESOLVED FURTHER THAT** the above commission shall be in addition to the sitting fees payable to the Director(s) for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other meetings."

#### Registered Office:

New Hind House, 3, N. M. Marg,  
Ballard Estate, Mumbai – 400 001

Dated: July 31, 2025

Place: Mumbai

By Order of the Board of Directors  
For J. K. Investo Trade (India) Limited

Shantilal Pokharna  
Director  
DIN:01289850

# J. K. INVESTO TRADE (INDIA) LIMITED

## Notes:

### I. General Information:

1. The Ministry of Corporate Affairs, Government of India ("MCA") vide General Circular Nos. 14/2020, 17/2020, 20/2020 and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020 and September 19, 2024, respectively, ("MCA Circulars") has allowed conduct of Annual General Meetings ("AGM") by Companies through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility up to September 30, 2025, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. In compliance with the provisions of the Companies Act, 2013 ('Act') and MCA Circulars, the AGM of the Company is being held through VC/OAVM. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.
2. Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. However, pursuant to Section 112 and Section 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-voting, for participation in the 77<sup>th</sup> AGM through VC/ OAVM facility and e-voting during the 77<sup>th</sup> AGM.
3. Attendance of the Members participating in the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. National Securities Depository Limited ("NSDL") will be providing facility for voting through remote e-Voting, participation in the AGM through VC/OAVM facility and e-Voting during the AGM.
5. In compliance with the MCA Circulars, Notice of the 77<sup>th</sup> AGM along with the Annual Report for Financial Year 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / National Securities Depository Limited and Central Depository Services (India) Limited ("the Depositories"). A copy of this Notice along with the Annual Report for Financial Year 2024-25 is uploaded on the Company's website [www.jkinvesto.com](http://www.jkinvesto.com) and on the website of National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
6. In case the shareholder's E-mail ID is already registered with the Company/MUFG Intime India Private Limited, the Registrar and Transfer Agent ("MIPL")/Depositories, details for e-voting shall be sent on the registered email address.
7. In case the shareholder holding shares in physical mode has not registered his/her/its E-mail ID with the Company/MIPL, he/she/it may do so by sending a duly signed request letter to MIPL by providing Folio No. and name of shareholder at (Unit: J. K. Investo Trade (India) Limited), C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083, E-mail: [mt.helpdesk@in.mpmf.muftg.com](mailto:mt.helpdesk@in.mpmf.muftg.com)
8. In the case of Shares held in demat mode, the shareholder may contact the Depository Participant ("DP") and register their email address in the demat account as per the process followed and advised by the DP.
9. A statement giving the details of Directors proposed to be appointed/re-appointed as stipulated under Clause 1.2.5 of Secretarial Standard – 2 issued by the Institute of Company Secretaries of India, is annexed hereto.
10. Relevant documents as required by law and referred to in the accompanying Notice shall be available for inspection through electronic mode. Members may write to the Company on [secretarial@raymond.in](mailto:secretarial@raymond.in) for inspection of said documents and the same will also be available for inspection by the Members during the AGM, upon Log-in at NSDL e-Voting system at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
11. Members are advised to avail the nomination facility in respect of shares held by them pursuant to the provisions of Section 72 of the Act. Members holding shares in physical form desiring to avail this facility may send their nomination in the Form No. SH-13 duly filled in to MIPL. Members holding shares in dematerialized form may contact their respective DP for availing this facility.
12. In accordance with the provisions of the Companies (Prospectus and Allotment of Securities) Rules, 2014 as amended from time to time, every holder of securities of an unlisted public company who intends to transfer such securities on or after October 2, 2018, shall get such securities dematerialised before the transfer. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, the members are advised to dematerialise their holdings.

### II. Instructions for attending the AGM and Electronic Voting:

#### A. General Instructions

1. Pursuant to Section 108 of the Act, read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") read with MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members in respect of the business to be transacted at the AGM and facility for those Members participating in the AGM to cast vote through e-voting system during the AGM.
2. The cut-off date for the purpose of determining the Members eligible for participation in remote e-voting (e-voting from a place other than venue of the AGM) and voting at the AGM through e- voting system is **September 22, 2025** ("Cut-off Date"). A person who is not a Member as on the Cut-off Date should treat this Notice of AGM for information purpose only.

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3. Any person holding shares in physical form and non-individual Shareholders, who acquires shares of the Company and becomes members of the Company after the Notice is sent through e- mail and are holding shares as on **September 22, 2025**, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022-48867000. In case of Individual Shareholders holding securities in demat mode who acquire shares of the Company after sending of the Notice and are holding shares as on the Cut-off Date i.e. **September 22, 2025** may follow steps mentioned in the Notice of the AGM under "**Step 1: Access to NSDL e-Voting system**".
4. Members who need assistance before and during the AGM, may contact at the following:  
**E-mail ID:** [evoting@nsdl.com](mailto:evoting@nsdl.com)  
**Contact No.:** 022-48867000
5. Mr. Dinesh Deora or in his absence Mr. T. Kaushik, Partners of M/s. DM & Associates Company Secretaries LLP, have been appointed as the Scrutinizer to scrutinize the remote e-Voting process and casting vote through the e-Voting system during the meeting in a fair and transparent manner.
6. Corporate Members are requested to scan and send a certified true copy of the Board Resolution, pursuant to Section 113 of the Act, authorizing their representatives to attend and vote on their behalf at the Meeting. The said Resolution/Authorisation should be sent to the Scrutinizer by e- mail through their registered email address to [dmassociatesllp@gmail.com](mailto:dmassociatesllp@gmail.com) with a copy to the Company on [ankita.sharma@raymond.in](mailto:ankita.sharma@raymond.in) and NSDL on [evoting@nsdl.com](mailto:evoting@nsdl.com)
7. The results once declared along with the Scrutinizer's Report shall be placed on the Company's website [www.jkinvesto.com](http://www.jkinvesto.com) and on website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) within two working days of conclusion of the AGM.

**B. Instructions for Remote e-Voting and e-Voting during the AGM:**

The remote e-voting period begins on **Thursday, September 25, 2025 at 09.00 A.M. (IST)** and ends on **Sunday, September 28, 2025 at 05.00 P.M. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (Cut-off Date) may cast their vote electronically. The voting rights shall be in proportion to the share in the paid-up equity share capital of the Company as on the Cut-off Date.

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Details of the process and manner for voting electronically are mentioned below:

Step 1: Access to NSDL e-Voting system

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

Details on Step 1 are mentioned below:

A)

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p><b>Users registered for NSDL IDeAS facility:</b></p> <ol style="list-style-type: none"> <li>Visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section.</li> <li>You will be prompted to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page.</li> <li>Click on the Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> <p><b>Users not registered for NSDL IDeAS facility:</b></p> <p>Option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp</a>.</p> <p><b>e-Voting website of NSDL</b></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.</p> <p>A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</p> <p>Click on the Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p><b>e-Voting mobile application of NSDL</b></p> <p>Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>

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<b>Individual Shareholders holding securities in demat mode with CDSL</b>	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="http://www.web.cdslindia.com/myeasi/home/login">www.web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e- Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="http://www.web.cdslindia.com/myeasi/Registration/EasiRegistration">www.web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided link where the e-Voting is in progress.</li> </ol>
<b>Individual Shareholders (holding securities in demat mode) login through their depository participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL website after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & e-voting during the Meeting.

**Note:** Members who are unable to retrieve User ID / Password are advised to use "Forget User ID" and/or "Forget Password" option available on respective websites.

## Helpdesk for Individual Shareholders holding securities in demat mode:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022-48867000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact 1800 22 55 33

## B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

- Visit the e-Voting website of NSDL. Open web browser and enter the URL viz. [www.evoting.nsdl.com/](http://www.evoting.nsdl.com/).
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. Enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at [www.eservices.nsdl.com/](http://www.eservices.nsdl.com/) with your existing IDEAS login. Once you log-in to NSDL eservices, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.*
- 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***

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5. Details of password are as follows:

- 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) 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 in 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 or 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. Click on "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.com](mailto:evoting@nsdl.com) 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.

6. After entering your password, read and agree to "Terms and Conditions" by selecting on the check box.

7. Click on "Login" button.

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

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail id for e-Voting:**

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), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to [ankita.sharma@raymond.in](mailto:ankita.sharma@raymond.in).
2. In case shares are held in demat mode, please provide DPID-Client ID (16 digit DPID + Client ID or 16 digit Beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to [ankita.sharma@raymond.in](mailto:ankita.sharma@raymond.in). If you are an Individual Shareholder holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 A) Login method for e-Voting for Individual Shareholders holding securities in demat mode**.
3. Alternatively, Shareholder/Members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

**Details on Step 2 are mentioned below:**

**To cast your vote electronically on NSDL e-Voting system:**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of J. K. Investo Trade (India) Limited to cast your vote during the remote e-Voting period or during the General Meeting.
3. EVEN for J. K. Investo Trade (India) Limited is 136631.
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. Once you confirm your vote on the Resolution, you will not be allowed to modify your vote.
8. You can also take a printout of the votes cast by you by clicking on the print option on the confirmation page.

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## General Guidelines for e-Voting:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to upload their Board Resolution / Power of Attorney / Authority Letter by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their Login or send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authorisation with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e- mail to [dmassociatesllp@gmail.com](mailto:dmassociatesllp@gmail.com) with a copy marked to the Company at [ankita.sharma@raymond.in](mailto:ankita.sharma@raymond.in) and NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com).
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.
  - a) 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 022-48867000 or send a request to Mr. Sanjeev Yadav, Assistant Manager or Ms. Pallavi Mhatre, Senior Manager, NSDL at the designated email address: [evoting@nsdl.com](mailto:evoting@nsdl.com) who will also address the grievances connected with the voting by electronic means. Members may also write at the Company's email address [mailto:secretarial@raymond.in](mailto:mailto:secretarial@raymond.in).
3. Only those Members/Shareholders, who are present at the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system at the AGM.
4. Members who have already voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

## C) Instructions for Members for attending the AGM through VC/OAVM:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may gain access by following the process mentioned in **Step 1: Access to NSDL e-Voting system**. After successful login, Members should click of "VC/OAVM link" placed under "Join Meeting" menu against **J. K. Investo Trade (India) Limited**. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of **J. K. Investo Trade (India) Limited** will be displayed.
2. Members seeking any information with regard to the accounts or any other matter to be placed at the AGM can submit questions from their registered email address mentioning their name, DP ID and Client ID / Folio number and mobile number, to reach the Company's email address [ankita.sharma@raymond.in](mailto:ankita.sharma@raymond.in) at least 48 hours before the start of the AGM.
3. Members who would like to ask questions at the AGM with regard to any matter to be placed at the AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / Folio number and mobile number, to reach the Company's email address [ankita.sharma@raymond.in](mailto:ankita.sharma@raymond.in). at least 48 hours in advance before the start of the AGM. Only those Members who have registered themselves as a speaker shall be allowed to ask questions during the AGM, depending upon the availability of time.
4. The Company reserves the right to restrict the number of speakers at the AGM.

## EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS:

### Item No. 3- Appointment of Statutory Auditors of the Company

Pursuant to the provisions of RBI Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) dated April 27, 2021 ("RBI Guidelines"), the Board at its meeting held on July 31, 2025, based on the recommendation of the Audit Committee, has considered the appointment of M/S NAC And Associates LLP, Chartered Accountants as Statutory Auditors of the Company to hold office for a term of 3 years from the conclusion of the ensuing AGM till conclusion of the 80<sup>th</sup> AGM to be held in the year 2028 and recommends the same to the shareholders for approval.

In view of the above, the Members are requested to consider recommendation of the Audit Committee and the Board regarding appointment of Messrs. NAC And Associates LLP, Chartered Accountants, registered with the Institute of Chartered Accountants of India vide registration number 119375W, as Statutory Auditors of the Company for a term of three years commencing from the Company's financial year ending March 31, 2025 to hold office from the conclusion of the 77<sup>th</sup> Annual General Meeting of the Company till the conclusion of the 80<sup>th</sup> Annual General Meeting, at the remuneration to be decided mutually between the Board of Directors and the Statutory Auditors with power to the Board, including relevant Committee(s) thereof, to alter in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

As per the requirement of the Companies Act, 2013 (the "Act"), as amended, Messrs. NAC And Associates LLP Chartered Accountants, have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and it is not disqualified to be appointed as Statutory Auditors in terms of the provisions of Sections 139 and 141 of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time. The Company has received the applicable eligibility certificates and consent from Messrs. NAC And Associates LLP, Chartered Accountants, for their appointment as the Statutory Auditors of the Company.

# J. K. INVESTO TRADE (INDIA) LIMITED

The Board of Directors recommends passing of the Resolution as set out in Item No. 3 of this Notice, for approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financial or otherwise in the proposed Ordinary Resolution as set out in Item No. 3 of this Notice.

## **Brief Profile of M/s NAC and Associates LLP:**

N A C and Associates LLP, Chartered Accountants, registered with the Institute of Chartered Accountants of India vide registration number 119375W, established in 1998 is an accounting and consulting firm based in Hyderabad, India. The Firm is an Associate of Lodha Co. Chartered Accountants, established in 1941 which is one of the leading accounting and consulting firms in India and a Member firm of UHY International, one of the world's leading accounting, business advisory and consulting networks.

## **Item No. 4-**

Section 197(1) of the Companies Act, 2013 empowers the Company to pay by way of commission to the Non-Executive Directors of the Company upto 3% of the annual net profit, if there is no Managing Director or Whole-time Director or Manager in the Company, else upto 1% of annual net profit.

Shareholders are aware that entire management of the Company vests only with the Board of Directors. In view of the significant involvement of the Directors devoting their valuable time in the affairs of the Company, it is proposed that they be paid commission (including applicable taxes) not exceeding 3% or 1%, as the case may be, of the annual net profit of the Company.

All the Directors of the Company, except key managerial personnel or his relatives, are concerned or interested in the Resolution at Item No. 4 of the accompanying notice to the extent of the commission that may be received by each of them.

The Board recommends the passing of the Resolution set out in Item No. 4 of the accompanying Notice for approval by the Members.

## **III. Investor Education and Protection Fund ('IEPF') related:**

1. Pursuant to the provisions of Sections 124 and 125 of the Act, the Company has transferred, all unclaimed dividends up to the Financial Year 2007-08 to Investor Education and Protection Fund ('said Fund') established by Central Government. Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time ('IEPF Rules'), the Company has uploaded the details of the unpaid and unclaimed amounts lying with the Company on the website of the Company [www.jkinvesto.in](http://www.jkinvesto.in) and also on the website of the Ministry of Corporate Affairs [www.mca.gov.in](http://www.mca.gov.in)
2. Pursuant to the provisions of Section 124(6) of the Act and the IEPF Rules all equity shares of the Company on which dividend has not been paid or claimed for seven consecutive years or more are transferred by the Company to the said Fund. No claim shall lie against the Company in respect of these equity shares. Members are required to claim these equity shares only from the said Fund by making an online application to the IEPF Authority, the details of which are available at [www.iepf.gov.in](http://www.iepf.gov.in). All correspondence in this respect should be addressed to MUFG Intime India Private Limited, (Unit: J. K. Investo Trade (India) Limited), C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, E-mail: [mt.helpdesk@in.mpms.mufg.com](mailto:mt.helpdesk@in.mpms.mufg.com)

## **Registered Office:**

New Hind House, 3, N. M. Marg,  
Ballard Estate, Mumbai – 400 001

**Dated:** July 31 2025

**Place:** Mumbai

**By Order of the Board of Directors  
For J. K. Investo Trade (India) Limited**

**Shantilal Pokharna  
Director  
DIN: 01289850**

# J. K. INVESTO TRADE (INDIA) LIMITED

## Annexure to the Notice of the 77<sup>th</sup> Annual General Meeting

### Details of Directors seeking appointment / re-appointment the forthcoming Annual General Meeting

(Pursuant to Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India)

<b>Name of the Director</b>	<b>Shri Arun Agarwal</b>
Age	58 years
Qualifications	B.Com., Chartered Accountant
Experience	32 years of experience in the field of Finance, Taxation, Accounts, Costing, Commercial, Strategic Planning and General Corporate Management.
Terms and condition of re-appointment	As per Company policy
Remuneration sought to be paid	NA
Remuneration last drawn	NA
Date of first appointment on the Board	October 23, 2020
Shareholding in the Company	Nil
Relationship with other Directors/Manager and other Key Managerial Personnel	None
No. of Meetings of the Board attended during the year	4 out of 4
Other Directorship	<p><b>Public Companies:</b></p> <ol style="list-style-type: none"> <li>1. Polar Investments Limited</li> <li>2. Pashmina Holdings Limited</li> <li>3. J K Helene Curtis Limited</li> <li>4. Singhania Education Services Limited</li> <li>5. Everblue Apparel Limited</li> </ol> <p><b>Private Companies:</b></p> <ol style="list-style-type: none"> <li>1. Body Basic Health Care Private Limited</li> <li>2. Super Car Club of India Private Limited</li> <li>3. Raymond UCO Denim Private Limited</li> </ol>
Membership/Chairmanship of Committees of other Boards	<p><b>Polar Investments Limited</b></p> <ol style="list-style-type: none"> <li>1. Member – Stakeholders Relationship Committee</li> <li>2. Member – Committee of Directors</li> </ol> <p><b>Ray UCO Denim Private Limited</b></p> <ol style="list-style-type: none"> <li>1. Member – Audit Committee</li> </ol> <p><b>JK Helen Curtis Limited</b></p> <ol style="list-style-type: none"> <li>1. Chairman - Corporate Social Responsibility Committee</li> </ol>