

THE INDIA JUTE AND INDUSTRIES LIMITED
CIN: L17119WB1916PLC002720
4A Shree Ganesh Business Centre, 216 A.J.C. Bose Road,
Kolkata-70001, West Bengal, India
Ph No.: +91-3322871640
Email: indiajuteItd@gmail.com; Website: http:// www.indiajute.in /

NOTICE FOR THE 104TH AGM

NOTICE is hereby given that the 104th Annual General Meeting of the Members of THE INDIA JUTE AND INDUSTRIES LIMITED ('the Company') will be held on Friday, the 18th December, 2020 at 10:30 A.M. at 4A, Shree Ganesh Business Centre, 216, Acharya J.C. Bose Road, Kolkata – 700 017 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the year ended on 31st March, 2020 together with the Reports of the Directors and the Auditors thereon and to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Financial Statement of the Company for the year ended 31st March, 2020, and the Reports of the Directors and the Auditors thereon, placed before this Meeting, be and are hereby considered and adopted.”

SPECIAL BUSINESS:

2. Mr. Pramod Kumar Srivastava(DIN: 01746442), who retires by rotation and to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Pramod Kumar Srivastava (DIN: 01746442), who retires by rotation at this Meeting and who does not seeks re-appointment, be nor re-appointed as a Director of the Company the vacancy so caused on the Board of the Company be, not filed up.”

3. To change the Object Clause of the Memorandum of Association of the Company
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 Section13 of the Companies Act, 2013 (“the Act”)including any modification or re-enactment thereof and other applicable provisions thereof the Other Object clause of the Memorandum of Association of the Company be and is here by altered and inserted as follows:

To insert the following as new clause 15 after the clause 14

“To act as an importer, exporter and trader of grooming products for men and women in India and abroad directly or indirectly to enhance the value of or render profitable any of the Company’s property or rights.”

4. Adoption of Articles of Association as per the provisions TABLE F of Schedule I of the Companies Act,2013

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 5, 14 and other applicable provisions, if any, of Companies Act, 2013, (“the Act”) read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this Meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company

Registered Office:
4A, Shree Ganesh Business Centre
216, Acharya J. C. Bose Road
Kolkata – 700 017
Dated: 24th November, 2020

By Order of the Board of the Directors
For The India Jute and Industries Limited

Sd/-
(Ravi Kumar Shaw)
Company Secretary

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company.

A proxy, in order to be effective, must be received at the Company's Registered Office at 4A, Shree Ganesh Business Centre, 216, Acharya J.C. Bose Road, Kolkata – 700 017, not less than forty - eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate shares not more than 10 percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other member.

2. Corporate members intending to send their authorized representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.
3. All documents referred to in the Notice are available for inspection at the Registered Office of the Company during office hours on all days except Saturdays, Sundays and public holidays upto the date of the Annual General Meeting.
4. Attendance slip and proxy form of the Meeting are annexed hereto.
5. Members/ proxies/ authorized representatives should:
 - a. Bring their duly filled in Attendance Slips, as enclosed, for easy identification of attendance at the AGM Venue.
 - b. Bring their copies of the Annual Report to the Meeting.
6. The Register of Members of the Company will remain closed from 11th December, 2020 to 18th December, 2020 both days inclusive.
7. The Company is registered with National Securities Depository Ltd. ('NSDL'), for dematerialization of its Equity Shares which has been allotted the ISIN **INE0ERT01016**. S K Infosolutions Pvt Ltd, having its office at 34/1A Sudhir Chatterjee Street, Kolkata- 700006 is the Registrar and Share Transfer Agent of the Company.
8. Members holding shares in electronic form are requested to intimate immediately any change in their address and bank mandates to their Depository Participants with whom they are maintaining their DEMAT accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates to the Company/Company's Registrar and Transfer Agent, S K Infosolutions Pvt Ltd. The notification of change of address should be accompanied by the address proof,

i.e., voter's identity card, electric/telephone bill, driving licence or a copy of the passport or bank statement of the member.

9. As per MCA Circulars and SEBI Circular no. **SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020**, notice of AGM along with Annual Report 2020 is being sent only through e-mail to those shareholders whose e-mail address is registered with the Company/depository. Members may note that the notice of AGM and Annual Report 2019-20 is also available on the Company's website at <http://www.indiajute.in/>.
10. To support the "Green Initiative in Corporate Governance" of the Ministry of Corporate Affairs, for paperless compliances by companies, members are requested to register their e-mail addresses, in respect of their holdings in the securities of the Company, for service of notice/documents including Annual Reports by the Company by email.
11. Any query relating to the Resolutions and Voting proposed to be passed at the ensuing Annual General Meeting (AGM) may be addressed to the Company Secretary of the Company.
12. Voting can be exercised only by the concerned Member or his/her duly constituted attorney or, in case of bodies corporate, its duly authorized person. A member need not use all his/her votes.
13. **PROCESS FOR MEMBERS OPTING FOR E-VOTING**
In compliance with provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and sub-clause (1) & (2) of Regulation 44 of SEBI (LODR) Regulations, 2015, the Company will be providing members facility to exercise their rights to vote on resolution proposed to be considered at the ensuing Annual General Meeting (AGM) by electronics means and the business may be transacted through e-voting services. The facility of casting votes by members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The detailed procedure to be followed in this regard has been given in **Annexure A** to the Notice. The members are requested to go through them carefully.

Instruction for the remote e-voting:**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: Login 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 ‘Shareholder’ section.
3. A new screen will open. You will have to enter your User ID, your password and 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 usr 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 e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Track 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 digit of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your USER ID and your 'Initial Password'.

(ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

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 email 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 moonkaassociates@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 for e-voting, you may contact the following NSDL officials: M/s. Pallavi Mhatre at e-mail id pallavid@nsdl.com or M/s Sarita Mote at e-mail Id saritam@nsdl.com or at 022-2499 4559/022-2499 4545/toll free number – 1800-222-990.

Instructions for Members for e-voting on the day of the AGM are as under:

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

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013**For Item No.2**

In pursuant of provisions of section of 152 of Companies Act 2013 , Mr. Pramod Kumar Srivastava (DIN: 01746442), who retires by rotation at this Meeting and who does not seeks re-appointment, be nor re-appointed as a Director of the Company the vacancy so caused on the Board of the Company be, not filed up.

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Ordinary Resolutions. The Board recommends the Ordinary Resolution set forth in Item No. 2 of the Notice for approval of the Members.

For Item No.3

In order to make the main object clause of the Memorandum of Association comprehensive and concise and to include activities permitted to be undertaken by the Company from time to time, itis proposed to modify the other object clause of the Memorandum of Association of the Company. The Board at its meeting held on 18th November, 2020 has approved alteration of the MOA of the Company and the Board now seek Members' approval for the same. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013. A copy of the proposed MOA of the Company would be available for inspection for the Members at the Registered Office/Corporate Office of the Company during the office hours on any working day. The aforesaid documents are also available for inspection at the AGM.

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Special Resolutions. The Board recommends the Special Resolution set forth in Item No. 3 of the Notice for approval of the Members.

For Item No. 4

The existing Articles of Association (AOA) are based on the Companies Act, 1956 and several regulations in the existing AOA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Act. Substantive sections of the Act which deal with the general working of companies stand notified. With the coming into force of the Act, several regulations of the existing AOA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to replace wholly the existing AOA by a new set of Articles. The new AOA to be substituted in place of the existing AOA are based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares. The Board at its meeting held 18th November, 2020 has approved alteration of the AOA of the Company and the Board now seek Members' approval for the same. The Board recommends the Special Resolution set forth in Item No. 5 of the Notice for approval of the Members. A copy of the proposed AOA of the Company would be available for inspection for the Members at the Registered Office/Corporate Office of the Company during the office hours on any working day. The aforesaid documents are also available for inspection at the AGM.

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

Registered Office:
4A, Shree Ganesh Business Centre
216, Acharya J. C. Bose Road
Kolkata – 700 017
Dated: 24th November, 2020

By Order of the Board of the Directors
For The India Jute and Industries Limited

Sd/-
(Ravi Kumar Shaw)
Company Secretary

THE INDIA JUTE AND INDUSTRIES LIMITED
CIN: L17119WB1916PLC002720
4A Shree Ganesh Business Centre, 216 A.J.C. Bose Road,
Kolkata-70001, West Bengal, India :: Ph No.: +91-3322871640
Email: indiajuteltd@gmail.com; Website: http:// www.indiajute.in /
104th ANNUAL GENERAL MEETING ON 18th DECEMBER, 2020

PROXY FORM

(FORM NO. MGT-11)

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

- | | |
|--|---|
| 1. Name of the Shareholder(s) | : |
| 2. Registered Address | : |
| 3. E-mail ID | : |
| 4. Registered Folio No./
Client ID No./ DP ID No. | : |

I/ We being the member(s) of _____ shares of The India Jute and Industries Limited hereby appoint,

(1) Name : _____

Address : _____

E-mail Id : _____ Signature: _____ or failing him

(2) Name : _____

Address : _____

E-mail Id : _____ Signature: _____ or failing him

(3) Name : _____

Address : _____

E-mail Id : _____ Signature: _____ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 104th Annual General Meeting of members of the Company, to be held on 18th December, 2020 at 10:30 a.m. at the Registered office of the Company at

The India Jute and Industries Limited, 4A Shree Ganesh Business Centre, 216 A.J.C. Bose Road, Kolkata-700017 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	Optional (√)	
		For	Against
Ordinary Resolutions			
1.	Adoption of the Audited Financial Statement of the Company for the year ended 31st March, 2020, and the Reports of the Directors and the Auditors thereon		
2.	Retirement of Mr. Pramod Kumar Srivastava (DIN: 01746442) by rotation as per provisions of Section 152 of Companies Act, 2013.		
Special Resolutions			
3.	Alteration of object clause in MOA and adoption thereon as per Companies Act, 2013.		
4.	Adoption of AOA as per TABLE F of Schedule I of Companies Act, 2013.		

Signed this _____ day of _____ 2020.

Affix Revenue
Stamp

Folio/ DP ID/ Client ID _____ Signature of Shareholder _____

Signature of Proxy holder(s) _____

Note: 1. This Proxy form, 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 i.e. by 10.30 a.m. on 16th December, 2020.

2. It is optional to put a “√” in the appropriate column against the Resolutions indicated in the Box. If you leave the “For” or “Against” column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

THE INDIA JUTE AND INDUSTRIES LIMITED
CIN: L17119WB1916PLC002720
4A Shree Ganesh Business Centre, 216 A.J.C. Bose Road,
Kolkata-70001, West Bengal, India :: Ph No.: +91-3322871640
Email: indiajuteltd@gmail.com; Website: http:// www.indiajute.in /
104th ANNUAL GENERAL MEETING ON 18th DECEMBER, 2020

ATTENDANCE SLIP

DATE	VENUE	TIME
Friday 18 th DECEMBER, 2020	4A Shree Ganesh Business Centre, 216 A.J.C. Bose Road, Kolkata-700017	10.30 A.M.

Name & Address of Member

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I/We hereby record my/our presence at the 104th Annual General Meeting of the Members of the Company held on Friday, 18th December, 2020 at 4A Shree Ganesh Business Centre, 216 A.J.C. Bose Road, Kolkata-700017.

No. of Shares _____

Member's Folio/DP ID/ Client Id No.

Member's Proxy Name in
Block Letters

Member's/ Proxy Signature

- Note: 1) Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.
2) Duplicate Attendance slip will not be issued at the venue.