Kh. No.13/2 Jhundpur Industrial Area,
Sonipat Haryana-131023
+ 91 9899188991, + 91 9999268508
Info@jainikpower.com
(CIN: L27205DL2011PLC218425)

AGM NOTICE

NOTICE IS HEREBY GIVEN THAT THE 15TH (FIFTEENTH) ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF JAINIK POWER CABLES LIMITED (FORMERLY KNOWN AS JAINIK POWER AND CABLES LIMITED) ("THE COMPANY") WILL BE HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM") ON WEDNESDAY, THE 30TH DAY OF SEPTEMBER, 2026 AT 04:00 P.M. TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

1. ADOPTION OF ACCOUNTS

To receive, consider and adopt the Financial Statements for the financial year ended on 31st March, 2026 including the audited Balance Sheet as at 31st March, 2026, the statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2026 on that date together with the reports of the Board of Directors and Auditors thereon, and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Financial Statements for the Financial Year 2025-26 including the Audited Balance Sheet as at 31st March, 2026, the statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2026 on that date together with the reports of the Board of Directors and Auditors thereon be and are hereby approved and adopted.

2. RE-APPOINTMENT OF MR. PRATEEK JAIN, RETIRING BY ROTATION

To consider and approve appointment of **Mr. Prateek Jain (DIN: 05206153)** as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of section 152 of the Companies Act, 2013 and rules made thereunder (including any statutory modification and re-enactment thereof) and other applicable provisions, if any of the Companies Act, 2013, **Mr. Prateek Jain (DIN: 05206153)** who is liable to retire by rotation and being eligible has offered himself for appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the board of the Company be and is hereby severally authorized to do all the acts and to take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution.''

SPECIAL BUSINESS:

3. RATIFICATION OF REMUNERATION OF COST AUDITORS FOR FINANCIAL YEAR 2026-27.

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

"**RESOLVED THAT** pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records & Audit) Rules, 2014 {including any statutory modification(s) or re-enactments(s) thereof, for the time being in force) and pursuant to the recommendation of the Board of Directors, the members hereby approve and ratify the remuneration of INR 40,000/- (Rupees Forty Thousand only) per annum plus applicable taxes and reimbursement of out-of-pocket expenses, if any, at actuals to M/s Amit Gupta and Associates, Cost Accountants (Firm Registration No. 005318) as the Cost Auditors of the Company for the Financial Year 2026-27 as fixed by the Board or CFO of the Company."

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RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorised to do all such acts, deeds and things, as may be deemed necessary to give effect to the above resolution**."**

4. **APPROVAL OF RECTIFICATION AND WAIVER FOR RECOVERY OF EXCESS MANAGERIAL REMUNERATION PAID TO MR. PRATEEK JAIN, EXECUTIVE DIRECTOR FOR THE FINANCIAL YEAR 2024-25 AND 2025-26**

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

"RESOLVED THAT pursuant to the provisions of Section 197(10) read with Sections 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to rectify and waive the recovery of the excess Managerial Remuneration paid to Mr. Prateek Jain (DIN: 05206153), Executive Director, during the Financial Years 2024-25 and 2025-26, which is in excess of the limits prescribed under Section 197(1) of the Companies Act, 2013 read with Section II (A) of Part II of Schedule V to the Companies Act, 2013, the details whereof are set out below:

Financial Year	Excess Remuneration
2024-25	22,66,234
2025-26	18,99,962

RESOLVED FURTHER THAT the waiver of recovery of the aforesaid excess remuneration paid to Mr. Prateek Jain for the Financial Years 2024-25 and 2025-26 be and is hereby ratified and approved.

RESOLVED FURTHER THAT any of the director of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

5. **APPROVAL OF RECTIFICATION AND WAIVER FOR RECOVERY OF EXCESS MANAGERIAL REMUNERATION PAID TO MS. ANJU JAIN, NON-EXECUTIVE DIRECTOR FOR THE FINANCIAL YEAR 2024-25 AND 2025-26**

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

"RESOLVED THAT pursuant to the provisions of Section 197(10) read with Sections 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to rectify and waive the recovery of the excess managerial remuneration paid to Ms. Anju Jain (DIN: 00062870), Non-Executive Director, during the Financial Years 2024-25 and 2025-26, which is in excess of the limits prescribed under Section 197(1) of the Companies Act, 2013 read with Section II (A) of Part II of Schedule V to the Companies Act, 2013, the details whereof are set out below:

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Financial Year	Excess Remuneration
2024-25	18,12,987
2025-26	15,19,968

RESOLVED FURTHER THAT the waiver of recovery of the aforesaid excess remuneration paid to Ms. Anju Jain the Financial Years 2024-25 and 2025-26 be and is hereby ratified and approved.

RESOLVED FURTHER THAT any of the director of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

6. **TO APPROVE THE CREATION OF CHARGES, MORTGAGES AND/OR HYPOTHECATION ON THE ASSETS OF THE COMPANY UNDER SECTION 180(1)(a) 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 Section 180(1)(a) of the Companies Act, 2013 ("the Act") read with Rules made thereunder, as amended from time to time and in terms of the relevant provisions of the Articles of Association of the Company and all other applicable provisions and rules (if any), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee constituted/ which may be constituted by the Board of Directors or any other person(s) for the time being authorized by the Board) for creation of such pledge, mortgages, charges (including creation /perfection / modification thereof), hypothecations and/or creating security interest of every nature and kind as may be necessary on over all or any of the assets of the Company including receivables and other immovable or movable properties of the Company wheresoever situated, present and/or future, and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating or fixed charge on all movable or immovable properties of the Company (present and future) in favour of banks, non-banking financial companies, mutual funds, financial institutions, investment institutions and their subsidiaries, trusts, other bodies corporate, any other lenders (hereinafter referred to as the "Lending Agencies / Lender(s)"), Security Trustee and Trustees for the holders of debentures / bonds and / or other instruments which may be issued on a private placement basis or otherwise, to secure rupee term loans / foreign currency loans, debentures, bonds and other permissible debt securities/ instruments issued/ to be issued by the Company in the domestic or international markets, loans/ borrowing limit(s)/financial assistance availed/ to be availed by the Company, upto an outstanding at any point of time shall not at any time exceed Rs. 1,50,00,00,000/- (Rupees One Hundred Fifty Crores Only) together with interest thereon at the agreed rates, further interest, liquidated damages, premium on prepayment or on redemption, costs, charges, expenses and all other moneys payable by the Company to the Trustees under the Trust Deed and to the Lender(s) under their respective Agreements / Loan Agreements / Debenture Trust Deeds entered / to be entered into by the Company in respect of the said borrowings;

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof or any other person(s) authorized by the Board) be and is hereby severally authorized to finalize with the Lender(s)/ Trustees, the documents for creating the aforesaid mortgages, charges and / or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and to do all such acts and things and to execute all such documents as may be necessary for giving effect to this resolution;

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof or any other person(s) authorized by the Board to exercise its powers including powers conferred by this resolution) be and is hereby authorised to do all such acts, deeds, matters and

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things as they may, in their absolute discretion, deem necessary, expedient, usual or proper and to settle all questions, difficulties or doubts that may arise in this regard, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

For and on behalf of the Board of Directors
Jainik Power Cables Limited
(Formerly known as Jainik Power and Cables Limited)

Sd/-
Amandeep Kaur
Company Secretary

Date: 05th September, 2026
Place: New Delhi

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NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (Act), in respect of the business as set out in the Notice is annexed hereto.

2. Pursuant to the General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, Annual General Meeting ("AGM") shall be conducted through VC / OAVM.

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://jainikpower.com/. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com

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respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

9. **Cut-off Date**

   The Company has fixed Wednesday, September 23, 2026, as the "Cut-Off Date" for remote e-voting. The remote e-voting/ voting rights of the shareholders/ beneficial owners shall be reckoned based on the Equity Shares held by them as at close of business hours on the Cut-Off Date i.e. Wednesday, September 23, 2026, only. A person who is not a member as on the Cut-Off Date should treat this Notice for information purposes only.

10. Pursuant to Section 91 of the Act and Regulation 42 of the Listing Regulations, the Register of Members and the share transfer books of the Company will remain closed from Thursday, September 24 2026, to Wednesday, September 30 2026, (both days inclusive) for the purpose of the AGM of the Company.

11. The Company has appointed Mr. Abhishek Gupta, Proprietor M/s Abhishek Gupta and Associates, a Practicing Company Secretary, as Scrutinizer to scrutinize the remote e-voting process at the Annual General Meeting in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

12. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM along with the Annual Report has been uploaded on the website of the Company at https://jainikpower.com/ The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

13. Members desiring any additional information with regard to Accounts/ Annual Report or have any question or query are requested to write to the Company Secretary on the Company's compliance email-id complianceofficer.jainikpower@gmail.com. so as to enable the Management to keep the information ready. Please note that the Members' questions will be answered only if they continue to hold the Company's shares as of Wednesday, September 23, 2026, i.e. the 'Cut-Off Date" for e-voting.

14. Copies of all the documents mentioned above will be kept open for inspection at the Registered Office of the Company during normal business hours (09:00 A.M. to 05:00 P.M.) on all working days except Saturdays and Sundays, up to the date of the AGM of the Company.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Sunday, September 27, 2026 at 09:00 A.M. and ends on Tuesday, September 29, 2026 at 05:00 P.M. 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) i.e. September 23, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2026.

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: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. 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 & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com 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, this will prompt you 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. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "**Register Online for IDeAS Portal**" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

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	4. 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. 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. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold 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. 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 & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on

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	www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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/CDSL Depository site 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 & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

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 evoting@nsdl.com or call at 022 - 4886 7000
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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

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/Member' section.
3. A new screen will open. You will have to 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 https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user 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 id's are not registered.**

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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.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   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.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. 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.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

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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 pcsabhishekgupta@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Deputy Vice President, NSDL at evoting@nsdl.com

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 complianceofficer.jainikpower@gmail.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 complianceofficer.jainikpower@gmail.com. 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)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively, Shareholder/Members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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THE 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/ Shareholders, who will be present in the AGM through VC/OAVM facility 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.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at complianceofficer.jainikpower@gmail.com. The same will be replied by the company suitably.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 3

Pursuant to the provisions of Section 148 of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records and have the same audited by a Cost Auditor in respect of such products and activities as prescribed under the said Rules.

The Board of Directors, based on the recommendation of the Audit Committee, has appointed **M/s Amit Gupta and Associates, Cost Accountants (Firm Registration No. 005318)**, as the Cost Auditors of the Company for the Financial Year 2026-27. In terms of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members. Accordingly, the Ordinary Resolution set out at Item No. 3 seeks the approval of the Members for ratification of the remuneration payable to the Cost Auditors for the Financial Year 2026-27.

Accordingly, the Ordinary Resolution set out at Item No. 3 of the Notice is placed before the Members for ratification of the remuneration of INR 40,000/- (Rupees Forty Thousand only) per annum plus applicable taxes and reimbursement of out-of-pocket expenses, if any, at actuals to M/s Amit Gupta and Associates, Cost Accountants, for conducting the audit of the cost records of the Company for the Financial Year 2026-27.

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

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members.

ITEM NO. 4 AND 5

Pursuant to the provisions of Section 197 of the Companies Act, 2013 ("the Act"), the total Managerial Remuneration payable by the company to its directors, including Managing Director, Whole-Time Director and Manager, shall be within the limits prescribed under section 197(1) of the Act, unless otherwise approved in accordance with the applicable provisions.

During the Financial Years 2024-25 and 2025-26, the remuneration paid to Mr. Prateek Jain (DIN: 05206153), Executive Director, and Ms. Anju Jain (DIN: 00062870), Non-Executive Director, exceeded the limits prescribed under Section 197 of the Act. The excess remuneration was paid considering their significant contribution towards the growth of the Company, their leadership, responsibilities, industry experience and sustained efforts in achieving the Company's strategic and operational objectives.

Section 197(10) of the Act provides that where any director has received remuneration in excess of the limits prescribed under the Act or without the approval required under the Act, such director shall refund such excess remuneration to the Company within two years or such lesser period as may be allowed by the Company. However, the members of the company, by passing a Special Resolution, waive the recovery of such excess remuneration.

Considering the valuable services rendered by Mr. Prateek Jain and Ms. Anju Jain during the aforesaid financial years and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, recommended that the Members approve the ratify and waiver

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of recovery of the excess managerial remuneration paid to them during the Financial Years 2024-25 and 2025-26, the details of which are set out below:

Name of Director	Designation	Financial Year	Excess Remuneration
Mr. Prateek Jain	Executive Director	2024-25	INR 22,66,234
		2025-26	INR 18,99,962
Ms. Anju Jain	Non-Executive Director	2024-25	INR 18,12,987
		2025-26	INR 15,19,968

The Board is of the view that the proposed waiver is in the best interests of the Company, considering the exceptional services rendered by the aforesaid Directors and the significant value created by them for the Company and its stakeholders.

Mr. Prateek Jain and Ms. Anju Jain, and their respective relatives, to the extent of their shareholding, if any, shall be deemed to be concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 4 and 5 of the Notice respectively. Save and except the above, none of the other Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 4 and 5 of the Notice.

The Board recommends the Special Resolutions set out at Item Nos. 4 and 5 for the approval of the Members.

ITEM NO. 6

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 ("the Act"), the Board of Directors of a company can create mortgages, charges, hypothecations or other security interests over the whole or substantially the whole of the undertaking(s) of the Company only with the approval of the Members by way of a Special Resolution.

In the ordinary course of business, the Company may be required to avail various credit facilities and borrowings, including term loans, working capital facilities, external commercial borrowings, issuance of debentures, bonds and other debt instruments, from banks, financial institutions, non-banking financial companies, mutual funds, investment institutions, security trustees and other lenders, from time to time, to meet its business requirements, capital expenditure, refinancing of existing borrowings and other general corporate purposes.

As a condition precedent to sanctioning such financial assistance, the lenders may require the Company to create mortgages, charges, hypothecations, pledges or other security interests over the whole or substantially the whole of the undertaking(s) of the Company and/or on its movable and immovable properties, present and future, including receivables and other assets, in favour of the respective lenders or security trustees for securing the borrowings together with interest, additional interest, liquidated damages, costs, charges, expenses and all other monies payable by the Company.

Accordingly, the approval of the Members is being sought under Section 180(1)(a) of the Act to authorize the Board of Directors (including any Committee thereof or any person(s) authorised by the Board) to create such mortgages, charges, hypothecations, pledges and/or other security interests, from time to time, on such terms and conditions as may be considered necessary, for securing the borrowings of the Company, upto an outstanding at any point of time shall not at any time exceed Rs. 1,50,00,00,000/- (Rupees One Hundred Fifty Crores Only)

The proposed authorization will provide the Company with the necessary operational flexibility to secure its present and future borrowings in a timely and efficient manner and is in the best interests of the Company.

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None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

The Board of Directors recommends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval by the Members.

ADDITIONAL INFORMATION ON DIRECTOR RECOMMENDED FOR RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND THE SECRETARIAL STANDARD-2	
PARTICULARS	Mr. Prateek Jain (DIN: 05206153)
AGE (YEARS)	36 Years
QUALIFICATION	Prateek Jain is a graduate of the University of Delhi, having completed his higher education at Sri Guru Tegh Bahadur Khalsa College, Delhi. He pursued Chartered Accountancy up to the Final Stage of the CA curriculum. He has also completed his Bachelor of Laws (LL.B.), further strengthening his understanding of corporate, commercial and regulatory matters.
EXPERIENCE AND EXPERTISE	Prateek Jain has over 10 years of professional experience in the aluminium industry, with extensive exposure to the import, export, sourcing and trading of aluminium products, including aluminium ingots and wire rods. He has over 5 years of experience in the manufacturing of aluminium wire rods and has developed strong practical expertise across the manufacturing, procurement, sales and supply chain of aluminium products. He currently serves as a Director and CFO of Jainik Power and Cables Limited, where he is involved in the overall strategic and organisational functioning of the company, including Purchase and Sales operations, financial management and business development.
TERMS & CONDITIONS OF APPOINTMENT/ REAPPOINTMENT	Liable to retire by rotation
DETAILS OF REMUNERATION SOUGHT TO BE PAID	As per existing terms and conditions
REMUNERATION LAST DRAWN	As per existing terms and conditions
DATE OF FIRST APPOINTMENT ON THE BOARD	15th January, 2024
SHAREHOLDING IN THE COMPANY	18,60,800 Equity Shares
RELATIONSHIP WITH OTHER DIRECTORS, MANAGER AND KEY MANAGERIAL PERSONNEL	Mr. Prateek Jain is son of Ms. Anju Jain, Director of the Company and brother of Mr. Shashank Jain, Managing Director of the Company.
NUMBER OF BOARD MEETING(S) ATTENDED DURING THE YEAR	Twenty (20)
OTHER DIRECTORSHIPS	Private Companies:

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	• Passco Impex Private Limited <u>Public Companies</u>: -
MEMBERSHIPS / CHAIRPERSONSHIP OF COMMITTEES	None
NAME OF LISTED ENTITIES FROM WHERE THE PERSON HAS RESIGNED IN THE PAST THREE YEARS	None

For and on behalf of the Board of Directors
Jainik Power Cables Limited
(Formerly known as Jainik Power and Cables Limited)

Sd/-
Amandeep Kaur
Company Secretary

Date: 05th September, 2026
Place: Delhi