

JAIN RESOURCE RECYCLING LIMITED

(Formerly Known as Jain Resource Recycling Private Limited)



Date: October 16, 2026
JRRL/2026-27/0083

To,

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

SYMBOL: JAINREC

SCRIP CODE: 544537

Dear Sir/Madam,

Sub: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') - Notice of Postal Ballot (remote – e-voting)

Ref: Our intimation dated October 07, 2026 & October 15, 20206 (JRRL/2026-27/0078 & JRRL/2026-27/0082)

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulation"), we hereby enclose a copy of the Postal Ballot Notice along with explanatory statement, remote e-voting instructions ("Postal Ballot Notice") which is being sent to the members whose name appear on the Register of Members / List of Beneficial Owners as on Friday, October 9, 2026, being the cutoff date for the purpose, in the electronic form to those shareholders whose email address is registered with KFin Technologies Limited ('KFinTech') the Company's Registrar and Share Transfer Agent ("RTA") or Depository Participants ("DP").

The Postal Ballot Notice seeks approval of members of JAIN RESOURCE RECYCLING LIMITED ("the Company") in respect of the following resolution through remote e-voting:

S. No.	Description of Resolution	Type of Resolution
1.	Appointment of Mr. Prakash Kumar Behera (DIN: 11878579) as an Independent Director of the Company, who was appointed by the Board on August 22, 2026, to fill the casual vacancy caused by the resignation of Mr. Kandaswamy Paramasivan (DIN: 10918218) Independent Director.	Special Resolution
2.	Appointment of Ms. Kajal Mayur Saiya (DIN: 11319429) as an Independent Director of the Company, who was appointed by the Board on August 22, 2026, to fill the casual vacancy caused by the resignation of Ms. Revathi Raghunathan (DIN: 01254043) Independent Director.	Special Resolution
3.	Alteration of Clause III(A) - Main Objects of the Memorandum of Association of the Company by substitution of existing sub-clause 4 and insertion of new sub-clauses 9 and 10	Special Resolution

In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013, ("the Act"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"), read with the General Circular Nos. 14/2020 dated 08th April, 2020, 17/2020 dated 13th April, 2020, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023 and the latest one being General Circular No. 09/2024 dated 19th September, 2024, issued by the Ministry of Corporate Affairs ("MCA Circulars"), the Company is providing the facility to the shareholders to exercise their right to vote on the proposed resolutions electronically ("remote e-voting") through National Securities Depository Limited (NSDL).

Registered Office: THE LATTICE, Old No. 7/1, New No. 20, 4th Floor, Bishop Ezra Sargunam Road, Kilpauk, Chennai 600 010, T.N, India

Unit I : D-12, SIPCOT Indl. Complex, Gummidipoondi, Thiruvallur, 601 201, T.N, India

Unit II : Plot No. R1 - R3, Pappankuppam Village, SIPCOT Indl. Complex, Gummidipoondi, Thiruvallur, 601 201, T.N, India

T: +91 44 4340 9494 E: info@jainmetalgroup.com W: www.jainmetalgroup.com CIN No. L27320TN2022PLC150206

JAIN RESOURCE RECYCLING LIMITED

(Formerly Known as Jain Resource Recycling Private Limited)



In terms of MCA Circulars, the Company has made arrangements with its Registrar & Share Transfer Agent for registration of email address of those Shareholders who have not yet registered their email address. Those shareholders are requested to get their email address registered by following the procedure given in the notes to Postal Ballot Notice.

The details of the calendar of events for the Postal Ballot (remote e-voting) to be conducted are:

Particulars	Date of event
Cut-off date for determining eligible Members	Friday, October 9, 2026
Commencement of remote e-voting	Saturday, October 17, 2026 at 9:00 A.M. (IST)
Conclusion of remote e-voting	Sunday, November 15, 2026 at 5:00 P.M. (IST)
Declaration of results	On or before Tuesday, November 17, 2026

The copy of the postal ballot notice is available on Company's website at www.jainmetalgroup.com and will also be available on the website of the stock exchange(s) i.e. BSE at www.bseindia.com and NSE at www.nseindia.com respectively. The result of the Postal Ballot will be announced within 2 working days from the conclusion of the Postal Ballot voting (remote e-voting) by placing the same on the website of the Company and the same will be communicated to Stock Exchanges along with the scrutinizer report within the prescribed time.

We request you to kindly take the same on your record.

Thanking you,

Yours Faithfully,

FOR **JAIN RESOURCE RECYCLING LIMITED**
FORMERLY JAIN RESOURCE RECYCLING PRIVATE LIMITED

Aravindkumar V

Digitally signed by
Aravindkumar V
Date: 2026.10.16 17:44:01
+05'30'

ARAVINDKUMAR V
COMPANY SECRETARY & COMPLIANCE OFFICER

Registered Office: THE LATTICE, Old No. 7/1, New No. 20, 4th Floor, Bishop Ezra Sargunam Road, Kilpauk, Chennai 600 010, T.N, India

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T: +91 44 4340 9494 E: info@jainmetalgroup.com W: www.jainmetalgroup.com CIN No. L27320TN2022PLC150206

NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

NOTICE of Postal Ballot ("**Notice**") is hereby given to the Members of **JAIN RESOURCE RECYCLING LIMITED ("the Company")**, pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013, ("**the Act**"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"), read with the General Circular Nos. 14/2020 dated 08th April, 2020, 17/2020 dated 13th April, 2020, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023 and the latest one being General Circular No. 09/2024 dated 19th September, 2024, issued by the Ministry of Corporate Affairs ("**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time), that Special Resolution(s) as set out in this Notice are proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means (**remote e-voting**) only.

In compliance with the aforesaid **MCA Circulars**, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, Registrars and Transfer Agents or Depository/ Depository Participants. The communication of assent or dissent of the Members would take place only through the remote e-voting system. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

Ballot is accordingly being initiated in compliance with the above **MCA Circulars**. Accordingly, physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members.

The Explanatory Statement pursuant to Section 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company ("**the Board**") have appointed M/s. BP & Associates, Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot only through remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and be available for the said purpose.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their **assent (FOR) or dissent (AGAINST)** by following the procedure as stated in the Notes forming part of the Notice.

The **remote e-voting** period commences from **9:00 A.M. (IST) on Saturday, October 17, 2026** and **ends at 5:00 P.M. (IST) on Sunday, November 15, 2026**. The Scrutinizer will submit the report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. Remote e-Voting will be blocked immediately thereafter and no e-voting will be allowed beyond the said date and time. The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing remote e-voting facility to its members. The results of the Postal Ballot will be announced on or before **Tuesday, November 17, 2026**.

The said results of the voting conducted by Postal Ballot (**through remote e-voting process**) along with the Scrutinizer's Report would be intimated to National Stock Exchange of India Limited ("**NSE**") and BSE Limited ("**BSE**") where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website at <https://jainmetalgroupp.com> and on the website of National Securities Depository Limited (NSDL), National Stock Exchange of India Limited ("**NSE**") and BSE Limited ("**BSE**"). The resolutions, if passed with the requisite majority through Postal Ballot, shall be deemed to have been passed, on the last date specified for remote e-voting i.e., **Sunday, November 15, 2026**.

SPECIAL BUSINESS | SPECIAL RESOLUTION

ITEM NO: 1

TO APPROVE THE APPOINTMENT OF MR. PRAKASH KUMAR BEHERA (DIN: 11878579) AS INDEPENDENT DIRECTOR OF THE COMPANY TO FILL THE CASUAL VACANCY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161(4) and other applicable provisions of the Companies Act, 2013 (“Act”), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV to the Act, Regulation 16(1)(b), Regulation 17, Regulation 25(2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), as amended from time to time, and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the approval of the Members of the Company be and is hereby accorded to the appointment of Mr. Prakash Kumar Behera (DIN: 11878579), who was appointed by the Board of Directors as an Additional Director (Non-Executive Independent) of the Company with effect from August 22, 2026, consequent upon the resignation of Mr. Kandaswamy Paramasivan, as a Non-Executive Independent Director of the Company, to hold office from August 22, 2026 up to March 18, 2028, being the balance period of the tenure for which the aforesaid appointment is proposed, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors of the Company or Mr. Hemant Shantilal Jain, Director and Chief Financial Officer (DIN: 06545627) or Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Registrar of Companies/Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

ITEM NO: 2

TO APPROVE THE APPOINTMENT OF MS. KAJAL MAYUR SAIYA (DIN: 11319429) AS INDEPENDENT DIRECTOR OF THE COMPANY TO FILL THE CASUAL VACANCY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161(4) and other applicable provisions of the Companies Act, 2013 (“Act”), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV to the Act, Regulation 16(1)(b), Regulation 17, Regulation 25(2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), as amended from time to time, and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the approval of the Members of the Company be and is hereby accorded to the appointment of Ms. Kajal Mayur Saiya (DIN: 11319429), who was appointed by the Board of Directors at its meeting held on August 22, 2026, as an Additional Director in the category of Non-Executive Independent Director, consequent upon the resignation of Ms. Revathi Raghunathan, as a Non-Executive Independent Director of the Company, for a first term commencing from August 22, 2026 up to March 18, 2028, the tenure having been aligned with the unexpired tenure of the outgoing Independent Director, and whose office shall not be liable to retire by rotation.”

RESOLVED FURTHER THAT any of the Directors of the Company or Mr. Hemant Shantilal Jain, Director and Chief Financial Officer (DIN: 06545627) or Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Registrar of Companies/Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

ITEM NO: 3

TO APPROVE ALTERATION OF THE OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY BY SUBSTITUTION OF AN EXISTING MAIN OBJECT AND INSERTION OF NEW OBJECTS:

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 4, 13 and other applicable provisions, if any, of the Companies Act, 2013(“Act”) and rules made thereunder including any statutory modification(s) or reenactment(s) thereof for the time being in force and subject to such other approvals, consent, sanction and permission as may be required from the Registrar of Companies and/or any other statutory or regulatory authority, if any, the consent of the Members of the Company be and is hereby accorded to alter Clause III(A) – Main Objects of the Memorandum of Association of the Company as follows:

(a) The existing sub-clause 4 of Clause III(A) – Main Objects be substituted with the following:

"4. To carry on the business of importing, exporting, buying, selling, purchasing, reselling, trading, exchanging, processing, treating, refining, beneficiating, recovering, recycling, sorting, grading, cutting, crushing, melting, smelting, casting, fabricating, manufacturing and otherwise dealing in ferrous and non-ferrous metals, alloys, metallic and non-metallic materials, ores, minerals, concentrates, scrap, waste and by-products, whether in raw, semi-processed or finished form; and to carry on, whether directly or through contractors, the business of prospecting, exploration, extraction, mining, quarrying, excavation, winning, raising, processing, beneficiation, transportation, storage, handling, distribution, marketing and sale of coal and other minerals, mineral products and natural resources, including the establishment, acquisition, operation and maintenance of mines, quarries, mineral processing facilities, yards, depots and related infrastructure; and to undertake all ancillary activities, including recovery and recycling of metal-bearing materials, sourcing and procurement, logistics, warehousing, quality testing, blending, packaging and supply to industrial, commercial and other customers, subject to applicable laws, environmental requirements, permits, licences and approvals."

(b) the following new sub-clause [9] & sub-clause [10] be inserted after the existing sub-clause [8] of Clause III(A) – Main Objects:

"9. To carry on the business of manufacturing, designing, developing, assembling, fabricating, importing, exporting, buying, selling, trading, supplying, distributing, installing, commissioning, operating, leasing, renting, hiring, licensing, maintaining, repairing, refurbishing, upgrading and servicing all kinds of machinery, machines, equipment, apparatus, appliances, automated systems and technology, whether mechanical, electrical, electronic, digital or otherwise, including complete, semi-knocked down (SKD) and completely knocked down (CKD) machines, vending machines, automated retail and dispensing machines, self-service kiosks, smart lockers, automated vending and distribution systems, point-of-sale terminals, payment devices and related infrastructure; to deal in and provide all components, modules, spare parts, accessories, consumables, software, firmware, hardware, sensors, communication devices and other products used in or in connection with the foregoing; to develop, integrate, install and maintain software platforms, applications, Internet of Things (IoT) solutions, telemetry, remote monitoring, inventory management, cashless and digital payment systems, customer interfaces, data analytics and other technology-enabled services for vending, dispensing, retail, advertising, distribution and industrial, commercial, institutional or consumer applications; to provide consultancy, project management, logistics, warehousing, stocking, replenishment, technical support, training, after-sales service, repair, maintenance and facility management services; and to enter into dealership, distributorship, franchise, agency, service, licensing, collaboration and other commercial arrangements in connection therewith, subject to applicable laws, licences, registrations and approvals."

"10. To carry on the business of buying, purchasing, selling, reselling, exchanging, trading, importing, exporting, distributing, supplying, marketing, promoting, wholesaling, retailing, stocking, warehousing, consigning and otherwise dealing in all kinds of movable goods, commodities, products, articles, materials and merchandise of every nature and description, whether raw, natural, agricultural, semi-finished or finished, manufactured or unmanufactured, in India or abroad, including agricultural and food commodities; metals, alloys, minerals, ores, coal, scrap and other mineral products; chemicals and chemical products; furniture, furnishings, clothes, garments, textiles, fabrics, silk and silk products; leather and leather goods, bags, luggage and footwear; bottles, containers, packaging materials, plastics and products made of any other material; electronic gadgets, electrical and electronic goods, devices,

instruments, accessories, components, spare parts and consumables; automobile components, accessories and parts; machinery, vending machines, tools, equipment, instruments, appliances, hardware, building and construction materials, industrial supplies, consumer goods, domestic, household, agricultural, commercial and industrial equipment and such other goods as may be lawfully dealt in; and to act in relation to the foregoing as processors, assemblers, fabricators, packers, importers, exporters, dealers, distributors, stockists, wholesalers, retailers, merchants, commission agents, brokers, factors, representatives, marketing agents, buying or selling agents, franchisees, concessionaires and suppliers, and to establish, operate and maintain trading, distribution, storage, logistics, e-commerce and other sales channels and facilities, and to undertake all activities incidental, ancillary or conducive thereto, subject to applicable laws, licences, registrations and approvals.”

RESOLVED FURTHER THAT any one of the Directors of the Company or Mr. Hemant Shantilal Jain, Director and Chief Financial Officer (DIN: 06545627) or Company Secretary and Compliance Officer, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Registrar of Companies/Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**BY ORDER OF THE BOARD OF DIRECTORS
FOR JAIN RESOURCE RECYCLING LIMITED**

**ARAVINDKUMAR V
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO: A42531**

**Date: October 15, 2026
Place: Chennai**

NOTES

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.
2. All the material and relevant documents referred to Explanatory Statements, shall be available for inspection through electronic mode from **October 17, 2026 to November 15, 2026**, basis the request being sent to cs@jainmetalgroupp.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card or Aadhar Card attached to the email.
3. Dispatch of the Notice and the Explanatory Statement shall be announced through an advertisement published in one Regional Newspaper, widely circulated in Chennai (in vernacular language i.e., Tamil) and one English Newspaper circulated throughout India (in English Language) and shall be hosted on the Company's website at <https://jainmetalgroupp.com>. The said public notice shall also mention the process for registration of email IDs by those Shareholders who have not yet registered their email IDs with the Company.
4. A Shareholders / Members cannot exercise his/her vote by proxy on Postal Ballot.
5. Resolution passed by Members with requisite majority, through Postal Ballot shall be deemed to have been passed at a General Meeting of Members convened on that behalf.
6. The Board of Directors has appointed M/s. BP & Associates, a Practicing Company Secretaries, as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.
7. The Scrutiniser will submit his report, after the completion of scrutiny, to the Chairman and Managing Director of the Company or any person authorised by him. The results of e-voting will be announced on or before **Tuesday, November 17, 2026**, and will be displayed on the Company's website at <https://jainmetalgroupp.com/> and the website of National Securities Depository Limited (NSDL), National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE"). The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company.
8. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., **Sunday, November 15, 2026**.
9. Members who have not registered their e-mail addresses so far are requested to register the same so that they can receive all future communications from the Company electronically.

Other Information:

CUT-OFF DATE

1. **The cut-off date for the purpose of ascertaining shareholders entitled for voting through this Postal Ballot is Friday, October 9, 2026 (hereinafter referred to as the "Cut-off Date").** A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories for fully paid-up shares and partly paid-up shares as on the Cut-off Date only, shall be entitled to vote in this Postal Ballot. A person who is not a shareholder as on the Cut-off Date should treat this Postal Ballot Notice for information purpose only.

DISPATCH OF POSTAL BALLOT NOTICE

2. This Postal Ballot Notice is being sent in electronic form to all the shareholders whose name appear on the Register of Members / List of Beneficial Owners as on the Cut-off Date and who have registered their email address in respect of electronic holdings with the Depository through the concerned Depository Participants.
3. Shareholders whose name appear on the Register of Members / List of Beneficial Owners as on the Cut-off date will only be considered eligible for the purpose of e-voting and such shareholders are requested to record their assent or dissent through remote e-voting facility only and **hard copy of this Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot.**
4. A copy of this Postal Ballot Notice, Explanatory Statement and remote e-voting instructions are available on the Company's website <https://jainmetalgroupp.com/> National Securities Depository Limited (NSDL) and also on the website of National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com).

5. Shareholders who have still not registered their email IDs are requested to do so at the earliest as under:
 - Shareholders holding shares in electronic mode may reach out to the respective Depository Participant(s), where the Demat account is being held for updating the email IDs and mobile number.
 - Shareholders are requested to support this Green Initiative effort of the Company and get their email ID registered to enable the Company to send documents such as notices, annual reports, and other documents in electronic form. Those shareholders who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants / KFin to enable servicing of notice, annual reports, other documents in electronic form.
 - Please note that as a valued shareholder of the Company, you are always entitled to request and receive all such communication in physical form free of cost. Further, the documents served through email are available on the Company's website <https://jainmetalgrou.com/> and are also available for inspection at the Registered Office and Corporate Office of the Company during specified business hours.

REMOTE E-VOTING:

6. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular"), the Company is providing the facility to the shareholders to exercise their right to vote on the proposed resolution electronically ("remote e-voting"). National Securities Depository Limited (NSDL) will provide the remote e-voting facility to enable the shareholders to exercise their right to vote on resolution proposed to be considered through this Postal Ballot Notice by electronic means.
7. **The remote e-voting period commences on 9:00 A.M. (IST) on Saturday, October 17, 2026 and ends at 5:00 P.M. (IST) on Sunday, November 15, 2026.** During this period, the shareholders of the Company holding fully paid-up, as on the **Cut-off Date** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
8. **The voting rights of the shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off Date.**
9. Non-individual shareholders holding shares as of the Cut-off Date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. In case they are already registered with NSDL for remote e-voting, they can use their existing User ID and password for e-voting.
10. In terms of SEBI e-voting Circular, e-voting process has been enabled for all 'individual demat account holders', by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participant(s) ("DP"). The detailed procedure for remote e-voting is given below.
11. Individual members having demat account(s) would be able to cast their vote without having to register again with the e-voting service provider ("ESP"), i.e., NSDL, thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process. Members are advised to update their mobile number and email ID with their DPs to access the e-voting facility.
12. **The procedure for remote e-voting is as under:**

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.	- 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. - 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 - 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. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store   Google Play 
Individual Shareholders holding securities in demat mode with CDSL	- 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 is https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. - 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. - If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on 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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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/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*****

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address 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 on NSDL e-Voting system.

How 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 who's voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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.

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 with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre Deputy Vice President at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of AADHAAR Card) by email to cs@jainmetalgroupp.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), AADHAAR (self-attested scanned copy of AADHAAR Card) to cs@jainmetalgroupp.com. If you are an Individual shareholders 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 for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in 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.

Key Information at a Glance:

Cut-off Date to determine eligible Members to vote on the resolution	October 9, 2026
Voting start time and date	9:00 a.m. (IST) on Saturday, October 17, 2026
Voting end time and date	5:00 p.m. (IST) on Sunday, November 15, 2026
Address and contact details of Registrar and Share Transfer Agent. Contact name:	M/s. KFin Technologies Limited (Unit: Jain Resource Recycling Limited), Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500032, Telangana, India
Name, address and contact details of e-voting service Contact name	Pallavi Mhatre, Deputy Vice President National Securities Depository Limited 4 th Floor, A Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, India Contact details: evoting@nsdl.co.in; Contact number- 022 - 4886 7000 and 022 - 2499 7000.
NSDL e-voting website address	https://www.evoting.nsdl.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

As required by Section 102 of the Companies Act, 2013 (the “Act”), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following Explanatory Statement sets out all material facts relating to the business mentioned under Items No. 1 and 2 of the accompanying Notice dated October 09, 2026

ITEM NO. 1

Mr. Kandaswamy Paramasivan, Independent Director of the Company, resigned from the Board of Directors of the Company with effect from August 03, 2026, prior to completion of his tenure, thereby resulting in a vacancy in the office of Independent Director.

Pursuant to the provisions of Section 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 (“Act”), read with the applicable rules made thereunder, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on **August 22, 2026**, appointed **Mr. Prakash Kumar Behera (DIN: 11878579)** as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from August 22, 2026 consequent upon the resignation of Mr. Kandaswamy Paramasivan, subject to the approval of the Members of the Company.

It is proposed to appoint Mr. Prakash Kumar Behera as a Non-Executive Independent Director of the Company for his first term commencing from August 22, 2026 up to March 18, 2028, the tenure having been aligned with the unexpired tenure of the outgoing Independent Director, Mr. Kandaswamy Paramasivan. He shall not be liable to retire by rotation.

Mr. Prakash Behera is a Principal Commissioner (Retd.), Indian Revenue Service – Customs & GST, with over 30 years of experience in Customs, GST, Central Excise, taxation, investigation, regulatory compliance and international trade. His qualifications and professional experience are relevant to the business and regulatory environment of the Company.

Mr. Prakash Behera has furnished his consent to act as Director in Form DIR-2 and has submitted the requisite declarations and confirmations regarding his eligibility, independence and non-disqualification under the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”). He is registered with the Independent Directors’ Databank maintained in accordance with the applicable provisions of the Act and the rules made thereunder and is exempt from the requirement of passing the online proficiency self-assessment test, as applicable.

He has also submitted a declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations and that he is not disqualified from being appointed as a Director under Section 164 of the Act.

The Board, based on the recommendation of the Nomination and Remuneration Committee, is of the view that Mr. Prakash Kumar Behera possesses the requisite skills, knowledge, experience and expertise and that his appointment as an Independent Director would contribute to the Board’s deliberations.

Considering Mr. Prakash Kumar Behera’s extensive experience of over 30 years in the Indian Revenue Service – Customs & GST and his expertise in Customs, GST, Central Excise, taxation, investigation, regulatory compliance and international trade, the Board is of the opinion that he possesses the requisite skills, capabilities, knowledge, experience and expertise required for the role of Independent Director and that his association with the Company would be beneficial to the Board and the Company.

The Board is further of the opinion that Mr. Prakash Kumar Behera fulfils the conditions specified under the Act and the rules made thereunder and the SEBI LODR Regulations for his appointment as an Independent Director and that he is independent of the management.

The above justification is important because Section 150(2) requires the explanatory statement for appointment of an Independent Director to indicate the justification for choosing the appointee.

The Board, based on the recommendation of the Nomination and Remuneration Committee, is of the view that Mr. Prakash Kumar Behera possesses the requisite skills, knowledge, experience and expertise and that his appointment as an Independent Director would contribute to the Board's deliberations.

In the opinion of the Board, the appointment of Mr. Prakash Kumar Behera would bring valuable regulatory, taxation and governance expertise to the Board and would contribute meaningfully to its deliberations and decision-making process.

Accordingly, the Board recommends the Special Resolution set out at Item No. 1 for approval of the Members.

Disclosure pursuant to Schedule IV of the Companies Act, 2013 and Secretarial Standard-2

In terms of Schedule IV to the Companies Act, 2013 and Secretarial Standard-2 on General Meetings ("SS-2"), the requisite information pertaining to Mr. Prakash Kumar Behera is provided below:

Name of the Director	Mr. Prakash Kumar Behera
DIN	11878579
Date of Birth / Age	June 28, 1963 / 63
Nationality	Indian
Qualification	LL.B. (HONS.), MBA, Operations & Finance, B.E. Civil Engineering
Designation / Category of Directorship	Non - Executive Independent Director
Brief Profile	Principal Commissioner (Retd.), Indian Revenue Service - Customs & GST, with over 30 years of experience in Customs, GST, Central Excise, taxation, investigation, regulatory compliance and international trade.
Expertise in specific functional areas	Customs, GST, Central Excise, taxation, investigation, regulatory and statutory compliance and international trade
Date of first appointment to the Board	August 22, 2026
Listed entities from which resigned in the past three years	Not Applicable
Last Drawn Remuneration	Nil
Remuneration sought to be paid	Sitting fees and such other remuneration as may be approved in accordance with the applicable provisions of the Act and SEBI LODR Regulations
Shareholding in the Company, including shareholding as a beneficial owner	Nil
Term of appointment	Appointment as a Non-Executive Independent Director for a first term commencing from August 22, 2026 up to March 18, 2028, not liable to retire by rotation, subject to the terms and conditions set out in the letter of appointment and applicable provisions of law
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Not related to any Director, Manager or Key Managerial Personnel of the Company
Number of Board Meetings attended during the financial year 2026-27	Nil
Directorships held in other companies	Nil
Memberships / Chairmanships of Committees of other Boards	Not Applicable
Names of listed entities in which he holds directorship and membership / chairmanship of Board Committees	Nil
Skills and capabilities required for the role of Independent Director and the manner in which he meets such requirements	Expertise in taxation, regulatory and statutory compliance, governance, investigation and international trade has been identified as relevant for the role of Independent Director. Mr. Prakash Kumar Behera possesses over 30 years of experience in the Indian Revenue Service - Customs & GST, with extensive experience in Customs, GST, Central Excise, taxation, investigation, regulatory compliance and international trade and, accordingly, possesses the requisite skills and capabilities identified by the Board.

Except **Mr. Prakash Kumar Behera**, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the Resolution.

The documents relating to the aforesaid appointment, including the consent, declarations and other relevant documents, shall be available for inspection by the Members in accordance with the applicable provisions of law.

ITEM NO. 2:

Ms. Revathi Raghunathan, Independent Director of the Company, resigned from the Board of Directors of the Company with effect from August 19, 2026, prior to completion of her tenure, thereby resulting in a casual vacancy in the office of Independent Director.

Pursuant to the provisions of Section 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 ("Act"), read with the applicable rules made thereunder, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on August 22, 2026, appointed **Ms. Kajal Mayur Saiya (DIN: 11319429)** as an Additional Director in the category of Independent Director of the Company to fill the said casual vacancy with effect from August 22, 2026, consequent upon the resignation of Ms. Revathi Raghunathan, subject to the approval of the Members of the Company.

It is proposed to appoint Ms. Kajal Mayur Saiya as a Non-Executive Independent Director of the Company for her first term commencing from August 22, 2026 up to March 18, 2028, the tenure having been aligned with the unexpired tenure of the outgoing Independent Director, Ms. Revathi Raghunathan. She shall not be liable to retire by rotation.

Ms. Kajal Mayur Saiya is a qualified Company Secretary and Master of Commerce, possessing expertise in the areas of corporate governance, secretarial and legal matters. Her qualifications, professional background, knowledge and expertise are considered relevant to the governance and regulatory environment in which the Company operates.

She has also submitted a declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations and that she is not disqualified from being appointed as a Director under Section 164 of the Act.

The Nomination and Remuneration Committee and the Board have identified expertise in corporate governance, secretarial, legal and regulatory compliance matters as relevant skills and capabilities required for the role of Independent Director, having regard to the nature and regulatory environment of the Company.

Considering Ms. Kajal Mayur Saiya's qualifications and her expertise in corporate governance, secretarial, legal and regulatory compliance matters, the Board is of the opinion that she possesses the requisite skills, capabilities, knowledge and expertise required for the role of Independent Director and that her association with the Company would be beneficial to the Board and the Company.

The Board is further of the opinion that Ms. Kajal Mayur Saiya fulfils the conditions specified under the Act and the rules made thereunder and the SEBI LODR Regulations for her appointment as an Independent Director and that she is independent of the management.

The above justification is important because Section 150(2) requires the explanatory statement for appointment of an Independent Director to indicate the justification for choosing the appointee.

The Board, based on the recommendation of the Nomination and Remuneration Committee, is of the view that Ms. Kajal Mayur Saiya possesses the requisite skills, knowledge, experience and expertise and that her appointment as an Independent Director would contribute to the Board's deliberations.

Accordingly, the Board recommends the Special Resolution set out at Item No. 2 for approval of the Members.

Disclosure pursuant to Schedule IV of the Companies Act, 2013 and Secretarial Standard-2

In terms of Schedule IV to the Companies Act, 2013 and Secretarial Standard-2 on General Meetings ("SS-2"), the requisite information pertaining to Ms. Kajal Mayur Saiya is provided below:

Name of the Director	Ms. Kajal Mayur Saiya
DIN	11319429
Date of Birth / Age	September 04, 1985 / 41
Nationality	Indian
Qualification	Master of Commerce, Company Secretary
Designation / Category of Directorship	Non - Executive Independent Director
Brief Profile	Ms. Kajal Saiya possesses the requisite qualifications, skills, knowledge and experience relevant to the business and regulatory environment of the Company.
Expertise in specific functional areas	Corporate Governance, Secretarial, Legal and Regulatory Compliance
Date of first appointment to the Board	August 22, 2026
Listed entities from which resigned in the past three years	Not Applicable
Last Drawn Remuneration	Nil
Remuneration sought to be paid	Sitting fees and other remuneration as may be approved in accordance with the applicable provisions of the Act and SEBI LODR Regulations
Shareholding in the Company, including shareholding as a beneficial owner	Nil
Term of appointment	Appointment as a Non-Executive Independent Director for a first term commencing from August 22, 2026 up to March 18, 2028, not liable to retire by rotation, subject to the terms and conditions set out in the letter of appointment and applicable provisions of law
Relationship with other Directors / Key Managerial Personnel	Not related to any Director, Manager or Key Managerial Personnel of the Company
Number of Board Meetings attended during the financial year 2026-27	Nil
Directorships in other companies	Nil
Memberships / Chairmanships of Committees of other Boards	Not Applicable
Names of listed entities in which he holds directorship and membership / chairmanship of Board Committees	Nil
Skills and capabilities required for the role of Independent Director and the manner in which he meets such requirements	Expertise in corporate governance, secretarial, legal and regulatory compliance matters has been identified as relevant for the role of Independent Director. Ms. Kajal Mayur Saiya, being a qualified Company Secretary and possessing expertise in these areas, possesses the requisite skills and capabilities identified by the Board.

Except **Ms. Kajal Mayur Saiya**, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the Resolution.

The documents relating to the aforesaid appointment, including the consent, declarations and other relevant documents, shall be available for inspection by the Members in accordance with the applicable provisions of law.

The Board of Directors recommends the Special Resolution as set out in the Notice for approval of the Members.

ITEM NO. 3:

The Company is presently engaged in the processing of ferrous, non-ferrous and non-metallic scrap, the manufacture of metal products, and the trading and processing of precious and semi-precious metals. Its Memorandum of Association also permits it to carry on the business of food and food products.

To widen the scope of its existing business and pursue new business opportunities, the Company proposes to undertake activities in coal and mineral resources, vending and automated retail machines, and general trading in goods and commodities. The existing Objects Clause of the Memorandum of Association does not expressly authorise the Company to carry on these activities.

Accordingly, the Board of Directors, at its meeting held on Thursday, October 15, 2026, approved and recommended the following alterations to Clause III(A)-Main Objects, subject to the approval of the Members:

(a) Substitution of sub-clause 4 of Clause III(A) – Main Objects. The existing sub-clause covers exporting, importing and trading of ferrous and non-ferrous metals and non-metallic materials for manufacturing, including the scrap. The revised sub-clause extends this to buying, selling, trading, processing, refining, recycling and dealing in metals and materials, including their ores, alloys, minerals and scrap. It also covers the exploration, mining, trading, extraction, mining, processing and distribution of coal and other minerals.

(b) Insertion of a new sub-clause 9 in Clause III(A) – Main Objects. This enables the Company to carry on the business of manufacturing, trading, installing, operating, leasing and servicing vending machines, automated retail machines, self-service kiosks, dispensing machines and related equipment, together with allied technology, software and support services.

(c) Insertion of a new sub-clause 10 in Clause III(A) – Main Objects. This enables the Company to buy, sell, trade import, export, distribute and supply wide range of goods and commodities, including agricultural and food products, textiles, garments, leather goods, electronics, machinery, automobile parts, construction materials, industrial supplies and consumer goods, along with related manufacturing, processing, warehousing, logistics and e-commerce activities. The proposed amendment will enable the Company to diversify its business operations, explore new revenue streams, leverage existing business capabilities and capitalise on emerging market opportunities, with a view to achieving sustainable growth and enhancing shareholder value.

The proposed alterations will allow the Company to diversify its operations, build new revenue streams and use its existing capabilities, with a view to sustainable growth and enhanced value for shareholders. The Company will be able to carry on these businesses conveniently and advantageously alongside its existing business. The alterations do not affect the existing rights of the shareholders or creditors of the Company.

Pursuant to Section 13 of the Companies Act, 2013, alteration of the Objects Clause of the Memorandum of Association requires approval of the Members by way of a Special Resolution. The Company proposes to seek such approval through Postal Ballot by remote e-voting pursuant to Section 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions. Section 13 further provides that an alteration relating to the objects of the Company shall take effect only upon registration thereof by the Registrar of Companies.

A copy of the Memorandum of Association of the Company, together with the proposed alterations, is available for inspection by the Members at the Registered Office of the Company on all working days during business hours up to the last date of e-voting through Postal Ballot process.

The Board recommends the Special Resolution set out at Item No. 3 of this Notice for the approval of the Members.

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

**BY ORDER OF THE BOARD OF DIRECTORS
FOR JAIN RESOURCE RECYCLING LIMITED**

**ARAVINDKUMAR V
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO: 42531**

**DATE: OCTOBER 15, 2026
PLACE: CHENNAI**