



# JAY BEE LAMINATIONS LIMITED

(Formerly known as Jay Bee Laminations Pvt. Ltd.)

Works 1 : A-18, 19 & 21, Phase-II, Noida, Distt. Gautam Budh Nagar (U.P.) Pin-201305

Phone : +91-120-4307940, 41, 42, 43, 44 Fax: +91-120-4307946

Works 2 : B-9, Site-C, UPSIDC Surajpur Industrial Area, Greater Noida (UP) Pin-201306

Phone : Phone : 9811136186

Works 3 : A-3B, Sector-80, Gautam Buddha Nagar, Noida, Uttar Pradesh, Pin-201305

E-mail : info@jaybeelaminations.co.in, Website : www.jaybeelaminations.co.in



To,

July 11, 2025

The Listing Department

**National Stock Exchange of India Limited,**

Exchange Plaza, Plot no. C/1, G Block,

Bandra-Kurla Complex, Bandra (East),

Mumbai - 400 051

Trading Symbol: **JAYBEE**

ISIN: **INE0SMY01017**

**Sub: Intimation of Dispatch of Postal Ballot Notice to Shareholders under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in compliance with applicable provisions of the Companies Act, 2013 and the rules made thereunder, we wish to inform you that the Postal Ballot Notice dated July 11, 2025, has been dispatched to the shareholders of the Company whose names appeared in the Register of Members/Beneficial Owners as on the cut-off date i.e., Friday, July 04, 2025, seeking approval by postal ballot of the resolutions as mentioned in the Postal Ballot Notice.

The Company has engaged the services provided by Bigshare Services Pvt Ltd., for providing remote e-voting facility to all its member. The e-voting facility will be available during the following period:

Commencement of e-voting:	Saturday, July 12, 2025 (9:00 a.m. IST)
End of e-voting:	Sunday, August 10, 2025 (5:00 p.m. IST)

The said Postal Ballot Notice, along with the explanatory statement and e-voting instructions, has also been made available on the website of the Company at [www.jaybeelaminations.co.in](http://www.jaybeelaminations.co.in).

The Board has appointed M/s Pankaj Nigam & Associates, (Membership No. FCS 7343) Practicing Company Secretaries, as scrutinizers ("Scrutinizer") for conducting the Postal Ballot e-voting process in a fair and transparent manner.

The result will be announced along with the scrutinizer report within 48 hours from the conclusion of e-voting period i.e. on or before 5.00 p.m. IST on Tuesday, August 12, 2025, and will also be displayed on the Company's website ([www.jaybeelaminations.co.in](http://www.jaybeelaminations.co.in)) and on the website of National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)).

You are requested to take the same on your records.

Thanking you,

**For Jay Bee Laminations Limited**

(Formerly known as Jay Bee Laminations Private Limited)

**Arti Chauhan**

**Company Secretary & Compliance Officer**



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## NOTICE OF POSTAL BALLOT

*[Pursuant to the provisions of Section 110 and Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

Dear Member(s),

**NOTICE** is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), 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 issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-Voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively the 'MCA Circulars'), and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force) to transact the special businesses as set out hereunder by passing Resolution through postal ballot, by voting only through electronic means ('remote e-Voting').

Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof ('Statement') is annexed to this Postal Ballot Notice ('Notice') for your consideration and forms part of this Notice. In compliance with the MCA Circulars, Jay Bee Laminations Limited ('Company/JAYBEE') is sending this Notice only in electronic form to those Members whose e-mail addresses are registered with the Bigshare services Private Limited, Company's Registrar and Transfer Agent ('RTA')/ Depositories as on Friday, July 04, 2025 ('Cut-off date'). If any member's e-mail address is not registered or updated with the RTA/ Depositories/ Depository Participant(s), they may follow the process provided in the Notes hereunder to receive the Notice, login ID and password for remote e-Voting.

Accordingly, physical copy of the Notice along with Postal Ballot Form is not being sent to the Members for this Notice. The Notice is also available on the website of the Company and can be accessed at [www.jaybeelaminations.co.in](http://www.jaybeelaminations.co.in).

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-Voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The communication of the assent or dissent of the Members would only take place through the remote e-Voting system. The Company has engaged the services of Bigshare i-Vote E-Voting System ('BIGSHARE') for facilitating remote e-Voting facility to its members. Members are requested to read the instructions given in the Notes under the "point no. 13" of the Notice for the detailed procedure on remote e-Voting which forms part of the 'Notes' section to this Notice.

In compliance with Rule 22(5) of the Rules, the Board of Directors ("Board") of the Company has appointed Mr. Pankaj Kumar Nigam of M/s. Pankaj Nigam & Associates, Practicing Company Secretary firm, Ghaziabad (FCS No. 7343 and CP No. 7979), as ('Scrutinizer'), to scrutinize this Postal Ballot process in a fair and transparent manner.

The remote e-Voting period shall commence on Saturday, July 12, 2025, at 09:00 A.M. (IST) and end on Sunday, August 10, 2025, at 05:00 P.M. (IST). 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' section of this Notice for casting of votes by remote e-Voting not later than 5:00 p.m. (IST) on Sunday, August 10, 2025. The remote e-Voting facility will be disabled by NSDL immediately thereafter and the voting shall not be permitted beyond the said period. Further, members are requested to note that once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

Upon the completion of scrutiny of the votes, the Scrutinizer will submit its report to the Chairman or in his absence to the Company Secretary of the Company ("authorized person"), duly authorised in writing by the Chairman, within 2 (two) working days. The results of the Postal Ballot will be announced, within the statutory timeline by the Chairman or in his absence by the authorised person.

The results of the Postal Ballot will be intimated to the National Stock Exchange of India Ltd. (NSE), where the shares of the Company are listed. The said results along with the Scrutinizer's Report will also be displayed on the website of the Company ([www.jaybeelaminations.co.in](http://www.jaybeelaminations.co.in)). In accordance with SS-2 the resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date of e-voting i.e. Sunday, August 10, 2025.

The resolutions for the purpose as stated herein below are proposed to be passed by Postal Ballot (only through Remote E-voting):

#### **SPECIAL BUSINESS:**

##### **Resolution No. 1: Amendment in objects clause of the Memorandum of Association of the Company:**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 4, 13, 15, and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications, amendments, re-enactments or substitutions thereof, for the time being in force), and subject to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other approvals, consents, permissions and sanctions as may be required from the Registrar of Companies or any other regulatory/statutory authority(ies), the consent of the members be and is hereby accorded to amend and adopt a new set of Memorandum of Association of the Company by effecting the following alterations in the existing MOA of the Company by way of substitution / insertion of certain clauses in the manner set out below:

##### (a) Alteration in the existing Object Clause 3(a) by substituting sub-clause 1 with the following:

*1. To carry on the business of manufacturing, trading, buying, selling, importing, exporting, assembling, stocking, job working or otherwise dealing in all kinds of laminations and cores, including but not limited to CRGO and CRNGO laminations, wound cores, amorphous cores, transformer assembled cores, core coil assemblies (C.C.A.), and slit coils of CRGO and CRNGO electrical steel; and to manufacture and trade in all kinds of transformers, including but not limited to power transformers, distribution transformers, special purpose transformers, potential transformers, current transformers, and all types of parts, accessories and components thereof including radiators, transformer tanks, insulation materials, electrical panels, conductors and other allied electrical equipments.*

##### (b) Inserting a new sub-clause under the Object Clause 3(a), after existing sub-clause 5, as under:

*To act as consultants, facilitators, organizers, advisors, importers, exporters, franchisers, distributors, wholesalers, stockists, EPC contractors, turnkey project executors, developers, and service providers for electrical, civil, solar, infrastructure, and industrial projects, including but not limited to supply, installation, erection, testing, commissioning, operation, maintenance, and all related activities for transmission lines, substations, power distribution systems, electrical panels, solar power plants, and related works for State Government, Central Government, public sector undertakings (PSUs), electricity boards, municipal corporations, semi-government authorities, and private organizations in India and abroad.*

##### (c) Inserting a new sub-clause under the Clause 3(b) after existing sub-clause 6, as under:

*To establish, operate and manage laboratories cum testing facilities for quality control, research, inspection, testing, analysis and certification of electrical steel, CRGO, CRNGO or any other ferrous and non-ferrous materials, including for compliance with national and international standards (such as NABL, ISO, BIS) and to undertake activities relating to material sciences, metallurgy, calibration and other technical services for in-house use or for third parties.*

**RESOLVED FURTHER THAT** the approval of the members of the Company be and is hereby accorded for substituting and inserting the above clauses in the Object Clause of the Company.

**RESOLVED FURTHER THAT** board of directors or the Company Secretary 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 the appropriate authority 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.”

**Resolution No. 2: Approval for Re-numbering of Object Clauses of the Memorandum of Association Post Substitution and Insertion:**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable rules made thereunder (including any statutory modifications or re-enactments thereof, for the time being in force), and in continuation of the special resolution(s) passed for substitution and insertion of clauses in the Object Clause of the Memorandum of Association (MOA) of the Company, the consent of the Members be and is hereby accorded to re-number the sub-clauses of Clause 3(a) and Clause 3(b) of the MOA, in a sequential and consistent manner, to reflect the substituted and newly inserted sub-clauses appropriately.

**RESOLVED FURTHER THAT** such re-numbering shall be carried out without altering the substance, scope, or content of any object clause and shall only be for the purpose of maintaining proper sequence, formatting, and uniformity in the Memorandum of Association.

**RESOLVED FURTHER THAT** board of directors or the Company Secretary 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 the appropriate authority or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters 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 Jay Bee Laminations Limited**

(Formerly known as Jay Bee Laminations Private Limited)

**Mudit Aggarwal**  
**Managing Director**  
**DIN: 01324169**

**Date:** July 11, 2025

**Place:** Delhi

**Registered Office:**

26/36, Upper Ground Floor,  
East Patel Nagar, New Delhi-110008

## NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.
2. In terms of the MCA Circulars, the Company is sending this Notice only in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received by the Company from the Depositories/ Bigshare services Private Limited, the Company's Registrar and Transfer Agent ('RTA'), as on Friday, July 04, 2025 ('Cut-Off Date') and whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants or who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date.
3. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-Voting. A person who is not a member as on the Cut-Off Date should treat this Notice for information purposes only. It is however clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories / Depository Participants) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.
4. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-Voting is mentioned in note no.13 of this Notice.
5. The remote e-Voting shall commence on Saturday, July 12, 2025, at 09:00 A.M. (IST) and ends on Sunday, August 10, 2025, at 05:00 P.M. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-Voting module shall be disabled by NSDL for e-Voting thereafter and the voting shall not be permitted beyond said period.
6. The Board of Directors has appointed Mr. Pankaj Kumar Nigam of M/s. Pankaj Nigam & Associates, Practicing Company Secretary firm, Ghaziabad (FCS No. 7343 and CP No. 7979), as the Scrutinizer to scrutinize the postal ballot process in fair and transparent manner.
7. The Scrutinizer will submit their report to the Chairman, or any other person authorised by him, after scrutiny of the votes cast, on the result of the Postal Ballot within 2 (two) working days from the conclusion of the postal ballot e-Voting. The Scrutinizer's decision on the validity of votes cast will be final.
8. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at [www.jaybeelaminations.co.in](http://www.jaybeelaminations.co.in) immediately after the results are declared by the Chairman or any other person so authorized by him, and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.
9. The Resolution, if passed by the requisite majority through Postal Ballot by remote e-Voting, will be deemed to have been passed on the last date specified for e-Voting i.e., Sunday, August 10, 2025.
10. Members may download the Notice from the website of the Company at [www.jaybeelaminations.co.in](http://www.jaybeelaminations.co.in). A copy of the Notice is also available on the website of stock exchanges viz., NSE at [www.nseindia.com](http://www.nseindia.com).
11. The vote in this Postal Ballot cannot be exercised through proxy.
12. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to [cs@jaybeelaminations.co.in](mailto:cs@jaybeelaminations.co.in) from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID between the e-Voting period i.e. from Saturday, July 12, 2025 and ends on Sunday, August 10, 2025.

**13. E-voting Instructions for Postal Ballot are provided hereinbelow:**

- i. The voting period begins on from Saturday, July 12, 2025 and ends on Sunday, August 10, 2025. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, July 04, 2025 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iii. 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.

**1. Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"><li>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 URL for users to login to Easi/Easiest is <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li><li>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 <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. <b>BIGSHARE</b>, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be 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. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</li></ol>



Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. 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 name <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> <li>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 with all e-Voting Service Providers. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-vote (E-voting website)</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**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. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022-48867000.

## **2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
  - o Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - o Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - o Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

**Note:** If you have not received any user id or password, please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

**Note:** If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “User ID” and “Registered email ID” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘Reset’.  
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

### **Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right-hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

## **3. Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “User ID” and “Registered email ID” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.  
(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).



#### **Voting method for Custodian on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.

#### **Investor Mapping:**

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
  - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
  - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

**Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

  - Your investor is now mapped and you can check the file status on display.

#### **Investor vote File Upload:**

- To cast your vote, select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

#### **Helpdesk for queries regarding e-voting:**

Login type	Helpdesk details
Shareholder 's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 022-62638338



# JAY BEE LAMINATIONS LIMITED

(Formerly known as Jay Bee Laminations Pvt. Ltd.)

Works 1 : A-18, 19 & 21, Phase-II, Noida, Distt. Gautam Buddh Nagar (U.P.) Pin-201305

Phone : +91-120-4307940, 41, 42, 43, 44 Fax: +91-120-4307946

Works 2 : B-9, Site-C, UPSIDC Surajpur Industrial Area, Greater Noida (UP) Pin-201306

Phone : Phone : 9811136186

Works 3 : A-3B, Sector-80, Gautam Buddh Nagar, Noida, Uttar Pradesh, Pin-201305

E-mail : info@jaybeelaminations.co.in, Website : www.jaybeelaminations.co.in



## EXPLANATORY STATEMENT

[Pursuant to Section 102(1) of the companies act, 2013]

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

### Resolution No. 1: Amendment in objects clause of the Memorandum of Association of the Company

The Board of Directors of Jay Bee Laminations Limited proposes to amend the Objects Clause of the Memorandum of Association ("MOA") by way of substitution and insertion of certain clauses, in line with the evolving business model, diversification strategy, and future expansion plans of the Company. This explanatory statement is being provided to furnish all material facts pertaining to the proposed resolution and to enable the members to make an informed decision.

In terms of the provisions of Sections 4, 13, and 15 of the Companies Act, 2013 read with applicable rules framed thereunder, any amendment to the MOA requires the approval of the shareholders by way of a Special Resolution. Further, as the Company is listed on NSE Emerge, it is also required to comply with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The proposed amendments include the following:

#### 1. Substitution of the existing sub-clause 1 of Clause 3(a):

The existing sub-clause is proposed to be substituted with a revised clause to elaborate and refine the Company's main business activities relating to the manufacturing and trading of laminations, cores, transformers and associated components. The current clause is considered restrictive in nature and does not adequately reflect the expanded business scope being pursued by the Company.

#### 2. Insertion of a new sub-clause in Clause 3(a):

A new clause is proposed to be inserted to enable the Company to undertake activities as consultants, EPC contractors, turnkey project executors, and service providers for various electrical, civil, solar, and infrastructure projects. This addition is intended to facilitate entry into a new line of business, aligned with the Company's growth and diversification objectives.

#### 3. Insertion of a new sub-clause in Clause 3(b):

The proposed insertion will empower the Company to establish and operate laboratories and testing facilities for research, quality control, testing, inspection, and certification, including for compliance with national and international standards (such as NABL, ISO, and BIS), which are necessary for furtherance of the objects specified in Clause 3(a). These services may be used both for in-house requirements and offered to third parties.

These amendments are intended to enable the Company to explore new business opportunities, align its constitutional documents with current and future business strategies, and undertake related ancillary activities, including domestic and international projects.

### Resolution No. 2: Approval for Re-numbering of Object Clauses of the Memorandum of Association Post Substitution and Insertion:

In view of the proposed substitution and insertion of sub-clauses under the Object Clause 3(a) and 3(b) of the MOA, it is necessary to re-number the sub-clauses in a logical, sequential, and consistent manner to maintain proper formatting and clarity.

This re-numbering does not alter the substance, intent, or scope of any clause and is purely for formatting purposes. However, as a matter of good governance and clarity, approval of the members is being sought through a Special Resolution.

The re-numbering shall reflect the amended and newly inserted clauses properly and shall ensure consistency throughout the MOA.

A copy of the existing and altered Memorandum of Association of the Company is available for inspection at the Registered Office of the Company during business hours on all working days (except Saturdays, Sundays, and public holidays) between the e-Voting period i.e. from Saturday, July 12, 2025, and ends on Sunday, August 10, 2025.

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

The Board recommends the resolution set out in Resolution No. 1 & 2 for approval of the members as a Special Resolution.

**By order of the Board of Directors**

**For Jay Bee Laminations Limited**

(Formerly known as Jay Bee Laminations Private Limited)

**Mudit Aggarwal**  
**Managing Director**  
**DIN: 01324169**

**Date:** July 11, 2025

**Place:** Delhi

**Registered Office:**

26/36, Upper Ground Floor,  
East Patel Nagar, New Delhi-110008