



**JINDAL POLY FILMS LTD.**

Plot No-87, Sector-32,  
Institutional Area, Gurugram,  
Haryana -122001 (India)  
Phone : +91-0124-6925100  
Web : www.jindalgroup.com

**JPFL/DE-PT/SE/AGM/2025-26**

**Dated: 08<sup>th</sup> September 2025**

The Manager, Listing  
National Stock Exchange Of India Ltd.  
Exchange Plaza,  
Bandra-Kurla Complex Bandra (E)  
Mumbai - 400 051  
**Scrip Code: NSE: JINDALPOLY**

The Manager Listing  
Bse Limited.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001  
**Scrip Code :BSE: 500227**

**Subject: Notice of 51<sup>st</sup> Annual General Meeting (AGM)**

Dear Sir/ Madam,

This is further to our letter dated 05<sup>th</sup> September 2025, wherein the Company had informed that the AGM of the Company is scheduled to be held on Tuesday, 30<sup>th</sup> September 2025.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations; 2015, as amended, please find enclosed herewith Notice of 51<sup>st</sup> Annual General Meeting scheduled to be held on Tuesday, 30<sup>th</sup> September 2025 at 01:00 P.M. at Hotel Natraj, Kala Aam, Delhi Road, Civil Lines Bulandshahr, Uttar Pradesh 203001 through physical mode.

The Notice is also available on the website of the Company i.e. <https://www.iindalpoly.com/> and on the website of KFin Technologies Limited at <https://evoting.kfintech.com> .

You are requested to take the same on your records.

Thanking you,  
Yours Sincerely,  
**For JINDAL POLY FILMS LIMITED**

**Ashok Yadav**  
**COMPANY SECRETARY**  
**ACS:14233**  
**Encl.: as above**



## **NOTICE**

**Notice** is hereby given that the **51<sup>st</sup> Annual General Meeting** of the members of **Jindal Poly Films Limited (CIN: L17111UP1974PLC003979)** will be held as scheduled below:-

**Date** : Tuesday, 30<sup>th</sup> September 2025

**Time** : 01:00 PM

**Venue** : Hotel Natraj, Kala Aam, Delhi Road, Civil Lines, Bulandshahr, Uttar Pradesh 203001

to transact the following business(es):

### **ORDINARY BUSINESS(ES)**

#### **1. Adoption of Accounts**

To receive, consider and adopt the Standalone & Consolidated Audited Financial Statements containing the Balance Sheet as at 31<sup>st</sup> March 2025 and the Profit and Loss Account for the financial year ended on that date along with the Cash Flow Statements, Notes & Schedules appended thereto together with the Directors' Report and Auditors' Report thereon and in this regard, to consider and if thought fit, to pass with or without modification (s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Pursuant to the provisions of Section 134 of the Companies Act, 2013, the Standalone & Consolidated Audited Financial Statements containing the Balance Sheet as at 31<sup>st</sup> March 2025 and the Profit and Loss Account ended on that date along with the Cash Flow Statements, Notes & Schedules appended thereto for the Financial Year ended 31<sup>st</sup> March 2025 together with the Directors' Report and Auditors' Report thereon be and are hereby received, considered and adopted."

#### **2. Final Dividend**

To declare a dividend on equity shares for the financial year ended 31<sup>st</sup> March 2025, and in this regard, pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** the dividend for the year ended 31<sup>st</sup> March 2025, at the rate of Rs. 5.90 per equity share on each fully paid-up equity share of the company, be and is hereby declared for the financial year 31<sup>st</sup> March, 2025, and the same be paid as recommended by the Board of Directors of the company, out of the profits of the company for the financial year ended 31<sup>st</sup> March, 2025.

#### **3. Reappointment of retiring director Mr. Sanjeev Saxena**

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

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Sanjeev Saxena, Director (DIN: 07899506) who retires by rotation at this meeting be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

### **SPECIAL BUSINESS**

#### **4. Appointment of M/s. DMK Associates, Practicing Company Secretaries as Secretarial Auditors of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee



and Board of Directors of the Company, M/s. DMK Associates, Practicing Company Secretaries (Firm Registration Number: P2006DE003100), be and are hereby appointed as Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company for a period of 5 (five) consecutive years i.e. from financial year 2025-26 to financial year 2029-30, on remuneration of Rs. 2 lacs excluding out-of-pocket expenses and applicable taxes or such other amount as may be mutually agreed with the Secretarial Auditors from time to time and to avail, obtain any other services, certificates or reports as may be permissible under applicable laws.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**5. Alteration of Articles of Association of the Company**

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

“**RESOLVED THAT** pursuant to the provisions of Section 14 of the Companies Act, 2013 read with Rules made thereunder and all other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof, for the time being in force) consent of the Shareholders be and is hereby accorded, subject to the approval of the Registrar of Companies, Articles of Association of the Company be altered as under:

After the last Article being Article Number 214 in the existing Articles of Association of the Company the following new Article Number 215 to be inserted under new heading “ASSENT OF PROMOTER GROUP ENTITIES”

**215** Notwithstanding anything contained in the Articles of Association of the Company and subject to the provisions of the Companies Act, 2013 and rules made thereunder and all other applicable provisions, if any, from time to time so long as 50% or more in the aggregate of the total paid-up equity share capital/voting rights of the Company is held by all or any of the Promoters Group Entities, the Company agrees that it shall not, without the prior written assent of the Promoters Group Entities (excluding those of Promoters Group Entities who are not holding any shares in the Company for the time being) upto the limit as prescribed under SEBI(LODR)Regulations, 2015 and the Companies Act, 2013 and rules made thereunder whichever is lower.

1. Offer, issue, allotment or buy back or redemption (except if redemption is as per the terms of issue) of any share, debenture or warrant, grant of any option or right over the shares or other securities of the Company, or making any call or forfeiture of any shares or alteration of any rights attached to any class of shares or securities of the Company or change in the capital structure in any manner other than issue of bonus shares.
2. Sale, hypothecation, pledge, transfer, assignment or otherwise disposition or utilization of any fixed assets or investments whether shown under the head of “investment” or “stock-in trade” (excluding liquid investments such as units in mutual funds, bonds, shares held in listed and unlisted companies outside the group, Fixed Deposit Receipts, bonds & government securities etc.
3. Giving of any loans, guarantees, providing of any security, indemnify and financial obligation in any form letter of comfort, undertakings.
4. Create any borrowings or other indebtedness or obligations or create any change, security, interest, lien, or encumbrance over the assets or properties of the Company (except in the ordinary course of business in connection with banking or financial assistance)
5. Approval of any scheme of merger, de-merger or any other arrangement involving the Company or to otherwise dispose off or close whole or any part of undertaking of the Company.
6. Any alternation/ modification or amendment in the Article Number 215 of Articles of Association of the Company herein above.

**RESOLVED FURTHER THAT** Board Members of the company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto.”



**6. Increase in limits of Loans, Investments, Guarantees and Securities**

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

**“RESOLVED THAT** in supersession of all earlier resolutions passed by members from time to time and pursuant to Section 186(3) of the Companies Act, 2013 and other applicable provisions of the Companies Act 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable rules notified thereunder and in accordance with the Memorandum and the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded and the board of directors of the Company is hereby authorized: (a) to give loan to body corporates and/or persons; and (b) give guarantee and provide security in connection with loans to any other body corporates and persons, and (c) to acquire by way of subscription, purchase and otherwise, the securities and shares of any other body corporates (d) conversion of loan availed/ to be availed into shares/debentures or any other securities, in excess of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of the free reserves and securities premium account of the Company, whichever is higher, but up to (A) a maximum of **INR 150,000,000,000 (Indian Rupees Fifteen Thousand Crores only)**; or (B) the maximum limits so prescribed under Section 186(2) of the Companies Act, 2013, whichever is higher.

**RESOLVED FURTHER THAT** the Board (including any committee of the Board thereof) be and is hereby authorized, in its sole and absolute discretion, to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, and without further reference to the shareholders, to give effect to this resolution, and to delegate all or any of the powers or authorities herein conferred to any director(s) or other official(s) of the Company, or to engage any advisor, consultant, or agent to assist in connection with the transactions contemplated herein.”

**7. To approve Material Related Party Transactions with JPFL Films Private Limited, Subsidiary of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (“LODR Regulations”), other applicable laws/ statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Related Party Transactions, such other approval(s), consent(s), permission(s) as may be necessary from time to time and at the recommendation of Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to authorize the Board to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s)/any financial assistance including Loans (with or without conversion into securities)/Investments/Corporate Guarantees etc. (whether by way of an individual transaction or transactions taken together or series of transactions including approval & ratification of previous transactions entered) with JPFL Films Private Limited, Subsidiary of the Company being the entity falling within the definition of ‘Related Party’ under Regulation 2(1)(zb) of LODR Regulations for an amount up to **INR Rs. 1000 Crores (Rupees One Thousand Crores Only)** over and above the existing Related Party Transactions limits available against various multiyear approvals made by the Audit Committee and the Board.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to,



without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**RESOLVED FURTHER THAT** all actions taken by the Audit Committee/Board of Directors in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**By order of the Board of Directors  
For Jindal Poly Films Limited**

**Sd/-**

Ashok Yadav

Company Secretary

ACS.: 14223

**Date: 5<sup>th</sup> September, 2025**

**Place: Gurugram**

### **NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY, OR, WHERE THAT IS ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER. THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**
2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
3. In case of joint holders attending the Meeting, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
4. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
5. The members, whose names appear in the Register of Members/List of Beneficial Owners as on **Tuesday, 23<sup>rd</sup> September 2025**, being the cut-off date fixed for determining voting rights of members are entitled to participate in the remote e-voting process. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
6. Please note that for security reasons, no article/baggage will be allowed at the venue of the meeting.
7. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
8. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.



9. The Facility for voting, shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
10. Route map for the directions to venue of the meeting is attached.
11. The explanatory statement pursuant to Section 102 of the Companies Act, 2013, read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, setting out material facts and reasons in relation to the proposed special business is annexed hereto.
12. The Directors' Report, Auditors' Report and Audited Balance Sheet as at 31<sup>st</sup> March 2025 and the Profit and Loss Account for the financial year ended on that date are enclosed.
13. In case a person has become a member of the Company after dispatch of Annual General Meeting Notice, but on or before the cut-off date for e-voting, i.e., **Tuesday, 23<sup>rd</sup> September 2025**, such person may obtain the User ID and Password from KFin by e-mail request on [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

Alternatively, member may send signed copy of the request letter providing the e-mail address, mobile number, self- attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via e-mail at the e-mail id [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) for obtaining the Annual Report and Notice of Annual General Meeting.

14. Documents referred to in the Notice and the statement shall be open for inspection by the members at the registered office of the Company from Monday to Friday from 10.00 a.m. to 05.30 p.m., except holidays, up to the date of AGM.
15. Members who hold shares in dematerialized form are requested to bring their DP ID and Client ID numbers for easy identification of attendance at the meeting.
16. Brief details of the Directors, who are seeking re-appointment, are annexed hereto as per requirements of regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and as per provisions of the Act.
17. The Register of Members and Share Transfer Books of the Company will be closed from **Wednesday, 24<sup>th</sup> September 2025 to Tuesday, 30<sup>th</sup> September 2025** (both days inclusive) in connection with the ensuing Annual General Meeting.
18. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the Share Transfer Agent of the Company. Members are requested to keep the same updated.
19. SEBI, has mandated that the listed companies shall henceforth issue the securities in dematerialized form only, while processing service requests such as issue of duplicate share certificates, transmission, transposition, etc. Accordingly, members who still hold share certificates in physical form are advised to dematerialise their holdings.
20. SEBI has mandated that any service request from members holding securities in physical mode shall be entertained only upon registration of the PAN, KYC details and nomination. The folios wherein any one of the said document/ details are not updated on or after 1<sup>st</sup> October 2023, shall be frozen by the RTA. Further, such member will not be eligible to receive dividend in physical mode. Members are requested to furnish the details in the prescribed form to KFinTech. Forms can be downloaded from the website of the Company at <https://www.jindalpoly.com/download-reports> and website of KFin at <https://ris.kfintech.com/clientservices/isc/>.
21. Pursuant to section 72 of the Act read with SEBI Circular dated 3<sup>rd</sup> November 2021, clarification circular dated 14 December 2021 and circular dated 16<sup>th</sup> March 2023, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 or Form ISR-3 (Declaration to Opt-out).

These Forms can be downloaded from the website of the Company at <https://www.jindalpoly.com/download-reports> and RTA at <https://ris.kfintech.com/clientservices/isc/>. In respect of shares held in electronic/demat form, the members may please contact their respective Depository Participant.



22. Pursuant to the provisions of section 91 of the Act and Regulation 42 of the Listing Regulations, the Company has fixed **Tuesday 23<sup>rd</sup> September 2025** as the 'Record Date' for the purpose of determining the members eligible to receive dividend for the financial year 2024-25.
23. The Board of Directors has recommended dividend of Rs. 5.90 per equity share of the face value of Rs. 10 each for the year ended 31<sup>st</sup> March 2025 for the approval of shareholders at the ensuing Annual General Meeting ('AGM'). The Dividend, if approved, will be payable on or before **5<sup>th</sup> October, 2025**. Subject to the provisions of Sections 123, 124 and 126 of the Act, dividend on equity shares, if declared at the AGM, will be credited/ dispatched on or before **Thursday, 23<sup>rd</sup> October 2025**.
24. For ease of conduct, members who would like to ask questions/express their views on the items of the business to be transacted at the meeting can send in their questions/ comments in advance mentioning their name, demat account number/ folio number, email id, mobile number at [cs\\_jpoly@jindalgroup.com](mailto:cs_jpoly@jindalgroup.com) the same will be replied by the Company suitably.
25. As per the Listing Regulations and pursuant to SEBI Circular dated 20 April 2018, a company shall use any electronic mode of payment approved by the Reserve Bank of India for making payment to the members. Accordingly, the dividend, if declared, will be paid through electronic mode, where the bank account details of the shareholders required for this purpose are available. Where dividend payments are made through electronic mode, intimation regarding such remittance will be sent separately to the shareholders. Where the dividend could not be paid through electronic mode, the same will be paid through physical instrument such as non-negotiable instruments with bank account details of such shareholders printed thereon.  
  
To ensure timely credit of dividend through electronic mode or physical instrument such as banker's cheque or demand draft, members are requested to notify change of address or particulars of their bank account, if any, to RTA and Share Transfer Agent - KFin Technologies Limited and to their respective Depository Participants.
26. In terms of section 124(5) of the Act, dividend amount for the year ended 31<sup>st</sup> March 2018 remaining unclaimed for a period of seven years shall become due for transfer on **5<sup>th</sup> November 2025** to the Investor Education and Protection Fund (IEPF) established by the Central Government. Further, in terms of section 124(6) of the Act, in case of such shareholders whose dividends are unpaid for a continuous period of seven years, the corresponding shares shall be transferred to the IEPF demat account.
27. Shareholders may note that as per Income Tax Act, 1961, (the '**IT Act**') as amended by the Finance Act, 2020, dividends paid or distributed by a Company after 1 April 2020 shall be taxable in the hands of shareholders. The Company is also required to deduct Tax at Source ('TDS') in respect of approved payment of dividend to its shareholders (resident as well as non-resident).
28. To enable compliance with TDS requirements, members holding shares in electronic mode are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants and in case shares are held in physical form, with the Company, by sending documents by **Tuesday 23<sup>rd</sup> September 2025 (up to 5.30 p.m.)**.
29. For the detailed process and formats of declaration, please refer to FAQs on Tax Deduction at Source on Dividends available on the Company's website at <https://www.jindalpoly.com/download-reports>
30. In terms of section 101 and 136 of the Act, read together with the rules made thereunder, the listed companies may send the Notice of Annual General Meeting and the Annual Report, including Financial Statements, Board Report, etc. by electronic mode. The Company forwards soft copies of the above-mentioned documents to all those members who have registered their e-mail addresses with their respective depository participants or with the RTA and Share Transfer Agent of the Company. The Company shall send a physical copy of the Annual Report to those Shareholders who specifically request that. Additionally, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, the Company is also sending a letter to Shareholders whose e-mail address is not registered with the Company or its Registrar and Share Transfer Agent viz. KFin Technologies Limited ('RTA')/ Depository Participant ('DPs') providing the exact web-link of Company's



website from where the Annual Report can be accessed. Members may note that Annual Report and notice along with proxy form and attendance slip will also be available on the Company's website <https://www.jindalpoly.com/download-reports> website of the Stock Exchanges i.e. BSE Ltd. at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Ltd. at [www.nseindia.com](http://www.nseindia.com) and on the website of KFin at [www.kfintech.com](http://www.kfintech.com).

31. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
32. For the convenience of the Members, attendance slip is enclosed elsewhere in the Annual Report. Members/Proxy Holders/Authorized Representatives are requested to fill in and affix their signatures at the space provided therein and surrender the same at the venue of the AGM. Proxy/Authorized Representatives of a member should state on the attendance slip as 'Proxy or Authorized Representative' as the case may be.
33. Members/Proxies are requested to bring the attendance slip/proxy form duly filled and signed for attending the meeting. Proxies are requested to bring their identity proof at the meeting for the purpose of identification.
34. To receive communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/ update their e-mail address with their respective Depository Participants, where shares are held in demat mode.
35. The Company has availed of services offered by KFin Technologies Limited to update e-mail addresses of shareholders of the Company who have not registered their e-mail addresses. Members are requested to respond to their messages and register their e-mail id and support the green initiative efforts of the Company. Members are also requested to support our commitment to environmental protection by choosing to receive the Company's communication through e-mail going forward.
36. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
37. The Board of Directors of the Company has appointed Mr. Deepak Kukreja (FCS-4140), Practicing Company Secretary (CP No. 8265) and in case of failing him Mrs. Monika Kohli (FCS 5480), Practicing Company Secretary (CP No. 4936), both being Partners of M/s DMK Associates, Company Secretaries, New Delhi, as the Scrutinizer to conduct the voting process in a fair and transparent manner in the 51<sup>st</sup> Annual General Meeting of the Company.
38. The Scrutinizer shall, immediately after the conclusion of voting at the 51<sup>st</sup> Annual General Meeting, first count the votes cast at the meeting. Thereafter, the Scrutinizer will unblock the votes through e-voting in the presence of at least two witnesses, not in the employment of the Company. A consolidated Scrutinizer's report of the total votes cast in favour or against, if any, will be prepared and submitted to the Chairman of the Company or any other person authorized by the Chairman. The Chairman shall countersign the report. Following the completion of the scrutiny of the voting, the result, along with the Scrutinizer's Report, will be declared and placed on the Company's website <https://www.jindalpoly.com/download-reports> and on the website of voting agency M/s KFin Technologies Limited at <https://evoting.kfintech.com/> immediately. Concurrently, the Company shall forward the results to the National Stock Exchange of India Limited and the BSE Limited, where the shares of the Company are listed.

### **39. Process for Registering / Updating Email Addresses**

Members holding shares in dematerialised mode, are requested to register their email addresses and mobile numbers with their relevant depositories through their depository participants. Members holding shares in physical mode are requested to furnish email addresses and mobile numbers with the Company's Registrars and Share Transfer Agent, KFin Technologies Limited, Selenium Tower B, Plot NO. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500032, Toll Free Tel: 1- 800-309-4001, Email: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com), Website: [www.kfintech.com](http://www.kfintech.com).

**INSTRUCTIONS FOR E-VOTING AS FOLLOWS:****Voting through electronic means:**

In terms of the provisions of section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter called 'the Rules' for the purpose of this Section of the Notice) and Regulation 44 of the Listing Regulations 2015 and in terms of SEBI vide circular dated 9 December 2020 in relation to e-voting facility provided by Listed Entities, the members are provided with the remote e-voting facility to exercise votes on the items of business given in the Notice, through the remote e-voting platform provided by KFin Technologies Limited or to vote at the AGM.

The members, whose names appear in the Register of Members/List of Beneficial Owners as on **Tuesday, 23<sup>rd</sup> September 2025** being the cut-off date fixed for determining voting rights of members are entitled to participate in the remote e-voting process or to participate and vote at the AGM. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

**A. Remote e-voting**

- a) Date and time of commencement of voting through electronic means: **Saturday 27<sup>th</sup> September 2025** From **09: 00 a.m.** (IST).
- b) Date and time of end of voting through electronic means beyond which voting will not be allowed: **Monday 29<sup>th</sup> September 2025 up to 5.00 p.m.** (IST).
- c) The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again. Details of Website: <https://evoting.kfintech.com>.
- d) Details of persons to be contacted for issues relating to remote e-voting:
  - Mr. Suresh Babu D, Senior Manager, Corporate Registry, KFin Technologies Limited, Selenium Building, Tower B, Plot No. 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana, India - 500032. Tel. No.: +91 40 6716 2222; Toll Free No: 1800-309- 4001; Fax No.: +91 40 2300 1153; E-mail: [evoting@kfintech.com](mailto:evoting@kfintech.com).
  - Scrutinizer(s) - Mr. Deepak Kukreja (FCS-4140), Practicing Company Secretary (CP No. 8265) and Mrs. Monika Kohli (FCS 5480), Practicing Company Secretary (CP No.4936), both being Partners of M/s DMK Associates, Company Secretaries, New Delhi - 31/36, Basement, Old Rajinder Nagar, New Delhi - 110 060, email. [deepak.kukreja@dmkassociates.in](mailto:deepak.kukreja@dmkassociates.in).
  - Alternatively, members holding securities in physical mode may reach out on toll free number 1800 309 4001 for obtaining User ID and password or may write e-mail from the registered e-mail id to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

**B. Voting facility at AGM**





In addition to the remote e-voting facility as described above, the Company shall make the facility for ballot / polling paper at the Annual General Meeting (AGM) and the members attending AGM who have not cast their vote by remote e-voting shall be able to vote at the AGM through ballot / polling paper.

E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

The process and manner of remote e-voting is explained below:

- I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
  - II. Access to KFin e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.
- I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.**

Type of Member	Login Method
Individual Members holding securities in demat mode with NSDL	<p>1. 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. Click on the company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2. <b>Existing Internet-based Demat Account Statement (“IDeAS”) facility Users:</b></p> <ul style="list-style-type: none"> <li>i. Visit the e-services website of NSDL <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile.</li> <li>ii. On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. Thereafter enter the existing user id and password.</li> <li>iii. After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed.</li> <li>iv. Click on company name i.e. <b>Jindal Poly Films Limited</b> or ESP i.e. KFin.</li> <li>v. Members will be re-directed to KFin’s website for casting their vote during the remote e-voting period.</li> </ul> <p>3. <b>Those not registered under IDeAS:</b></p> <ul style="list-style-type: none"> <li>i. Visit <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> for registering.</li> <li>ii. 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>iii. Visit the e-voting website of NSDL <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.</li> <li>iv. 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.</li> <li>v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.</li> <li>vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.</li> <li>vii. Click on company name i.e. <b>Jindal Poly Films Limited</b> or ESP name i.e. KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.</li> <li>viii. Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ul> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>

Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	<p><b>1. Existing user who have opted for Electronic Access To Securities Information (“Easi/ Easiest”) facility:</b></p> <ul style="list-style-type: none"> <li><b>i.</b> Visit <a href="https://web.cdslindia.com/myeasitoken/Home/Login">https://web.cdslindia.com/myeasitoken/Home/Login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li><b>ii.</b> Click on New System Myeasi.</li> <li><b>iii.</b> Login to Myeasi option under quick login.</li> <li><b>iv.</b> Login with the registered user ID and password.</li> <li><b>v.</b> Members will be able to view the e-voting Menu.</li> <li><b>vi.</b> The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication.</li> </ul> <p><b>2. User not registered for Easi/ Easiest</b></p> <ul style="list-style-type: none"> <li><b>i.</b> Visit <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a> or <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration</a> for registering.</li> <li><b>ii.</b> Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</li> <li><b>iii.</b> After successful registration, please follow the steps given in point no. 1 above to cast your vote.</li> </ul> <p><b>3. Alternatively, by directly accessing the e-voting website of CDSL</b></p> <ul style="list-style-type: none"> <li><b>i.</b> Visit <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li><b>ii.</b> Provide demat account number and PAN.</li> <li><b>iii.</b> System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account.</li> <li><b>iv.</b> After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. <b>‘Jindal Poly Films Limited</b> or select KFin.</li> <li><b>v.</b> Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.</li> </ul>
Individual Members login through their demat accounts / website of DPs	<ul style="list-style-type: none"> <li><b>i.</b> Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility.</li> <li><b>ii.</b> Once logged-in, Members will be able to view e-voting option.</li> <li><b>iii.</b> Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature.</li> <li><b>iv.</b> Click on options available against <b>‘Jindal Poly Films Limited’</b> or <b>‘KFin’</b>.</li> <li><b>v.</b> Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication.</li> </ul>

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: <b>1800 102 0990</b> and <b>1800 22 4430</b>
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cDSLindia.com">helpdesk.evoting@cDSLindia.com</a> or contact at <b>022-62343625, 022-62343626, 022-62343259</b>

**II. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.**

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com>.
- ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Jindal Poly Films Limited' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. In case you do not desire to cast your vote, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

**General Guidelines for Members:**

1. Institutional members (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 signatures of the duly



authorised signatory(ies) who are authorised to vote on their behalf. The documents should be emailed to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) with the subject line "Jindal Poly films Limited - Annual General Meeting 2025".

2. In case of any query and/ or assistance required, Members may refer to the Help & Frequently Asked Questions ("FAQs") available at the download section of <https://evoting.kfintech.com> or contact KFin at the email ID [evoting@kfintech.com](mailto:evoting@kfintech.com) or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.

#### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("REGULATIONS")**

The following statement sets out all material facts relating to special business mentioned in the accompanying notice and shall be taken as forming part of the notice.

#### **Item Number 4: Appointment of M/s. DMK Associates, Practicing Company Secretaries as Secretarial Auditors of the Company**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 ('Act') read with rules made thereunder and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company is required to undertake Secretarial Audit by a Company Secretary in Practice or a firm of Company Secretary(ies) in practice who shall be a Peer Reviewed Company Secretary. As per Regulation 24A of the Listing Regulations, a Secretarial Auditors shall be appointed with the approval of Shareholders at their Annual General Meeting basis the recommendation of the Board of Directors. In view of the above, based upon the recommendation of the Audit Committee, the Board of Directors of the Company in its meeting held on August 14, 2025, appointed M/s. DMK Associates, Practicing Company Secretaries, a peer reviewed firm, (Peer Review No. 6896/2025 & Firm Registration No. P2006DE003100) as Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company for a period of 5 (five) consecutive years i.e. from FY 2025-26 to FY 2029-30, subject to approval of the Shareholders.

A consent letter and an eligibility certificate have been received from M/s. DMK Associates, Practicing Company Secretaries, consenting to act as the Secretarial Auditors of the Company and confirming their eligibility for appointment in accordance with the provisions of the Section 204 of the Act read with rules made thereunder and Regulation 24A of the Listing Regulations. DMK Associates Established by CS Deepak Kukreja and CS Monika Kohli, (Founding Partners), a peer reviewed firm of Practicing Company Secretaries (Peer Review Certificate No. 6896/2025 & Firm Registration No. P2006DE003100), established and registered with the Institute of Companies Secretaries of India in the year 2005. The firm has expertise in the field of Secretarial Audits, Pre- IPO Due Diligence, Acquisition Due Diligence, advising on matters related to Company Law, SEBI LODR/SEBI Insider Trading/SEBI Takeover Code Compliances, Due Diligence w.r.t Voluntary Delisting, Corporate Actions such as Buyback/Right Issues/ Private Placements/Preferential Issues, handling inspection & investigation of Companies under Companies Act, Compounding & Adjudication of offence & Penalties, Incorporations & is proficient in liasoning and representation with various government agencies viz. Ministry of Corporate Affairs, ROC, RD, RBI,NSE, BSE, SEBI & NCLT.

In terms of Section 204 of the Act read with rules made thereunder and Regulation 24A of the Listing Regulations, M/s. DMK Associates are proposed to be appointed as Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company and to undertake other permissible services as per terms of resolutions.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested (financial & otherwise) in the resolution. The Board of Directors recommends the Ordinary Resolution set out in the notice for your consideration and approval.

#### **Item Number 5: Alteration of Articles of Association of the Company**

The members may note that for safeguarding the interest of all the stakeholders of the Company, it is proposed that so long as the promotor group entity(s) collectively hold not less than 50% of the paid-up equity share capital and/or voting rights of the Company, the Board of Directors shall secure prior written affirmative consent of promoter group entities before taking decision on certain transactions.

Therefore, considering the same and to achieve the desired objects, the Board of Directors has proposed to alter the Articles of Association of the Company by inserting a new Article described in the proposed resolution in the manner specified in the notice of the Annual General Meeting.

The Board is of the view that the proposed amendment will be in the best interest of the Company. None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested (financial & otherwise) in the resolution. The Board of Directors recommends the Special Resolution set out in the notice for your consideration and approval.

**Item Number 6: Increase in limits of Loans, Investments, Guarantees and Securities**

The members of the Company vide their Special resolution passed through postal ballot on 23rd April, 2022, under section 186(3) of the Act for increasing the limits of Loans, Investments, Guarantees and Securities by the Company up to a maximum amount of Rs. 1,20,00,00,00,000 (Rupees Twelve Thousand Crores only). For meeting business requirements, the Board further propose for seeking the approval of the members of the Company under Section 186 of the Companies Act, 2013 ("Act") for authorizing the Board to give loans, make investments and/ or provide guarantees/ security(ies)/conversion etc. from Rs. 12000 crore to Rs. 15000 crores as specified in resolution. Accordingly, the Board recommends the item as set out in this notice for approval of the members of the Company. None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in this special resolution.

**Item Number 7: Material Related Party Transactions with JPFL Films Private Limited, Subsidiary of the Company.**

Pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the Company is required to obtain prior approval of the members by way of Ordinary resolution, in case transactions with related parties, individually or taken together with previous transactions entered during a financial year, exceeds Rs. 1000/- (Rupees one thousand crores) or 10% (ten per cent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

The Board of Directors of the Company on the basis of recommendation of the Audit Committee, in their various meetings had approved to undertake multiyear Related Party Transaction(s) for providing Loans, security/undertakings/any other letters, deeds, documents in respect of loan(s) availed/ to be availed by JPFL Films Private Limited from any Banks/ Financial Institution or any other persons/corporates from time to time , and/or to invest the funds of the Company in JPFL Films Private Limited by way of purchase/ subscribe in any other instruments, conversion of loan(s) including accrued interest thereon, if any, availed/ to be availed into shares/debentures or any other securities amounting to total Rs. 1720 crores (Rupees One Thousand Seven Hundred and Twenty Crores Only) out of total aggregate limit of Rs. 1983 crores (Rupees One Thousand Nine Hundred and Eighty Three Crores Only) pertaining to financial year 2022-23 to 2025-26 pursuant to Regulation 23 (1) of Listing Regulations. During the relevant period, the Company has undertaken various financial transactions amounting to Rs. 1010 crores (Rupees One Thousand and Ten Crores Only) (including principal loan amounting to Rs. 878 crores (Rupees Eight Hundred and Seventy Eight Crores Only) being utilization against aforesaid approvals of Rs. 1720 crores) on aggregate basis till 31st July, 2025.

There was an unfortunate fire incident at the Nasik Plant of our subsidiary M/S JPFL Films Private Limited and the subsidiary company is undergoing for rebuilding and revival of its business. As per its revival plan and discussions, the subsidiary company may require urgent funds and/or any kind of other business support caused by contingencies of timelines in getting funds from insurance claims and borrowings from banks. Thus, there may be a situation when total value of transactions entered/to be entered may be excess of the limits under above regulations. Being a statutory requirement, to take approval on spot is time taking and any delay may cause significant business loss. Hence to protect our existing investments in the subsidiary, revival and support to its business will be essential and hence it is proposed to empower the Board to evaluate and take such decisions time to time.

Hence, on the recommendations of Audit Committee and the Board of Directors in their respective meetings, the Company has proposed to enter into material related party transactions with JPFL Films Private Limited up to Rs. 1000 crores



(Rupees one thousand crore) (over and above the related party transaction amount already approved by audit committee and board) for approval of shareholders as set out in the notice. The Management has provided the Audit Committee with relevant details of the proposed RPTs in terms of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, including material terms and basis thereof. The Audit Committee, after reviewing all necessary information, has granted its approval for entering into the below mentioned RPT(s).

According to Regulation 23 of the Listing Regulations, all entities falling under the definition of Related Parties as per Regulation 2(zb) of the Listing Regulations, shall not vote to approve the relevant transaction, irrespective of whether the entity is directly involved in the particular transaction or not. Consequently, all related parties of the Company shall not vote on the resolution.

None of the Directors and Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution except may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any. Accordingly, the consent of the members is, therefore, being sought to pass the aforementioned resolution of the notice as an Ordinary Resolution. Details of the proposed RPTs between the Company and the Related Party, including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, are as follows:

S. NO.	DESCRIPTION	DETAILS OF RPTS BETWEEN THE COMPANY AND THE RELATED PARTY
	NAME OF RELATED PARTY	M/S JPFL FILMS PRIVATE LIMITED ("JPFL")
a.	Type, material terms, monetary value and particulars of the proposed RPTs.	Various Transaction(s)/ Contract(s)/ Arrangement(s)/Agreement(s) from time to time mutually agreed. /any financial assistance including Loans (with or without conversion into securities) / Investments / Corporate Guarantees etc
b.	Name of the Related Party and its relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise).	JPFL FILMS PRIVATE LIMITED Material Subsidiary
c.	Tenure of the proposed transaction (particular tenure shall be specified)	Multiyear
d.	Value of the proposed transaction	Up to INR Rs. 1000 Crores (Rs. One Thousand Crores) over and above the existing Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) /any financial assistance including Loans (with or without conversion into securities)/Investments/ Corporate Guarantees etc with JPFL Films Private Limited from time to time.
e.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided).	N.A
f.	Details of proposed RPTs relating to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary.	
i.	Details of the source of funds in connection with the proposed transaction.	Internal Accruals.
ii.	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: <ul style="list-style-type: none"> <li>• Nature of indebtedness</li> <li>• Cost of funds and</li> <li>• Tenure</li> </ul>	No



S. NO.	DESCRIPTION	DETAILS OF RPTS BETWEEN THE COMPANY AND THE RELATED PARTY
iii.	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.	Tenure, Interest rate and repayment schedule as mutually agreed. Type of loan: Unsecured
iv.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	For meeting future business requirements of JPFL Films Private Limited.
g.	Justification for the proposed RPTs	To protect our existing investments in the subsidiary, revival and support to its business.
h.	A copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable
i.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis	Not Applicable
j.	Any other information that may be relevant	All the relevant information has been disclosed hereinabove forming part of Explanatory Statement.

**Details of Director seeking re-appointment at the forthcoming Annual General Meeting**

<b>Name of the Director</b>	<b>Mr. Sanjeev Saxena (Non-Executive Director)</b>
Director Identification Number (DIN)	07899506
Date of Birth	01.07.1968
Date of Appointment	13.09.2017
Expertise in specific functional area	Experience in the manufacturing of BOPET Film and Resin, the individual excels in multiple domains such as maintenance, EHS, Production Planning, and administration, demonstrating a keen understanding of the commercial aspects of the business.
Relationship with other Directors and KMPs	None
Terms and conditions of appointment /re-appointment	To be re-appointed as Non-Executive Director, liable to retire by rotation.
Details of remuneration last drawn (FY 2024-25)	Sitting Fees paid details given in Corporate Governance Report.
No. of Board Meetings attended during the year	06
Qualification	B. Tech Electrical.
List of outside Directorship	JPFL Films Private Limited
Committee Chairpersonship/ Membership of the Public Company	In the Company - NIL Other Company: - NIL
Shareholding in the Company	NIL
Resigned from Listed Companies in past three years.	NIL
Nationality	Indian

**By order of the Board of Directors  
For Jindal Poly Films Limited**

Sd/-  
Ashok Yadav  
Company Secretary  
ACS.: 14223

**Date: 5<sup>th</sup> September, 2025  
Place: Gurugram**