



JITF INFRALOGISTICS LIMITED

Jindal ITF Centre, 28, Shivaji Marg, New Delhi-110015; Tel. No.: 011 66463983/84; Fax No.: 011 66463982

Dated: 29.10.2025

To,
BSE Limited
Corporate Relation Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Scrip Code: 540311
Through: BSE Listing Centre

National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051
Scrip Code: JITFINFRA
Through: NEAPS

Sub. : Minutes of 18th Annual General Meeting of the Company – Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

This is with reference to the captioned subject, please find attached certified true copy of minutes of the 18th Annual General Meeting of the Company held on Tuesday, the 30th September 2025 at 12:00 P.M. at Hotel Rajputana, Telghani Naka Chowk, Station Road, Raipur, Chhattisgarh- 492001.

This is for your information and record please.

Thanking you,

Yours faithfully,

For JITF INFRALOGISTICS LIMITED

ALOK KUMAR
COMPANY SECRETARY
ACS- 19819

JITF INFRALOGISTICS LIMITED

MINUTES OF THE 18TH ANNUAL GENERAL MEETING OF THE MEMBERS OF JITF INFRALOGISTICS LIMITED HELD ON TUESDAY, THE 30TH DAY OF SEPTEMBER 2025 AT HOTEL RAJPUTANA, TELGHANI NAKA CHOWK, STATION ROAD, RAIPUR, CHATTISGARH-492001 WHICH COMMENCED AT 12.00 P.M AND CONCLUDED AT 01.20 P.M.

PRESENT:

Mr. Dhananjaya Pati Tripathi	Independent Director, Chairperson of Audit Committee & Nomination and Remuneration Committee.
Mr. Amarendra Kumar Sinha	Whole Time Director, Chairman of the Meeting
Ms. Kanika Sharma	Director & Chairperson of Stakeholder Relationship Committee
Mr. Pranay Kumar	Non- Executive Director
Mr. Manoj Kumar Agarwal	Chief Financial Officer
Mr. Alok Kumar	Company Secretary

40 shareholders were present in person. No proxy was received by the Company.

Mr. Alok Kumar, Company Secretary, on behalf of the Company, extended a warm welcome to the Shareholders, Members of the Board, Representatives of Bodies Corporate and briefly introduced the Directors sitting on the dias.

The Chairperson of the meeting announced that the requisite quorum for the meeting was present and thereafter called the meeting to order. He informed that representative of 10 bodies corporate holding 1,10,68,904 (One Crore Ten Lakh Sixty Eight Thousand Nine hundred and Four Only) equity shares were present in the meeting.

He was further also informed that Mr. Raj Kamal Agrawal, Independent Director and Mr. Girish Sharma, Independent Director due to their prior commitments could not attend the meeting.

He also informed that Shri Gaurav Lodha, Partner of M/S Lodha & Co, Statutory Auditors and Shri Awanish K. Dwivedi, Proprietor of M/S Awanish Dwivedi & Associates, Secretarial Auditor were present in the meeting.

The Chairperson informed the Members that the following documents and Registers were placed on the table and open for inspection during the Meeting.

- i. Notice convening the 18th Annual General Meeting
- ii. Directors' Report along with Annexures thereto for the financial year ended 31st March, 2025.
- iii. The Audited Financial Statements and Auditors' Report thereon for the financial year ended 31st March, 2025.



- iv. The Proxy Register with no valid proxies lodged with the Company in connection with the 18th Annual General Meeting (remained open for inspection during the meeting).
- v. The Register of Directors' and Key Managerial Personnel and their shareholdings (remained open for inspection during the meeting).
- vi. The Register of Contracts or arrangements in which the Directors were interested (remained open for inspection during the meeting).

The Chairperson of the meeting confirmed the compliance of the Companies Act, 2013 and Secretarial Standard-2 with respect to calling, commencing and conducting the meeting.

Thereafter the Chairperson commenced the formal agenda of the Annual General Meeting and with the consent of the Members present, the Notice convening the meeting, the Directors' Report along with annexures thereto and the Annual Accounts for the financial year ended 31st March, 2025 were taken as read.

The Chairperson informed the Members that the Auditor's Report on the Annual Accounts of the Company for the financial year ended 31st March, 2025 did not contain any qualifications, observations or comments on financial transactions or matters, which had adverse effect on the functioning of the Company. He stated that in the terms of Section 145 of the Companies Act, 2013, only the qualifications, observations or comments, mentioned in the Auditor's Report, which have any adverse effect on the functioning of the Company, were required to be read at the general meeting. Since there were no such qualifications, observations or comments, the Auditors Report was not required to be read. He also informed that there were also no qualifications /observations or comments in the Secretarial Auditor's Report.

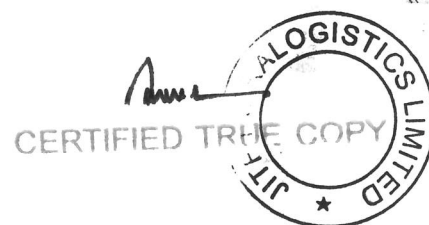
The Chairperson informed the Members regarding the appointment of Dwivedi & Associates as Scrutinizer for the voting purpose process in fair and transparent manner as stipulated under the Companies Act (Management & Administration) Rules, 2014 in the Annual General Meeting of the Company.

The Chairperson informed that the Company had provided the facility of e-voting to its Shareholders to exercise their vote to cast on the Resolutions proposed to be passed at the AGM. The Chairperson then requested Mr. Alok Kumar, Company Secretary to brief the Members about the e- voting procedure at the AGM.

Mr Alok Kumar informed the shareholders that as per the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically. The remote e-voting was open from 09.00 A.M on 27th September 2025 to 5.00 P.M on 27th September 2025. The detailed procedure for e-voting was also mentioned in Note no. 16 of the Notice of the Annual General meeting on page no. 250 of the Annual Report. The arrangements had been made for e-voting at the venue of the meeting for those Shareholders who had not cast their vote by remote e-voting.

The Chairperson informed the shareholders about the flow of events at the AGM. The Chairperson further informed that combined results of remote e-voting and e-voting at the venue of the meeting would be announced and displayed on the website of the Company and also on the website of the Stock Exchanges.

The Chairperson then took up the official business of the meeting.



ITEM NO.1:

ADOPTION OF AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31.03.2025 AND THE REPORTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025.-ORDINARY RESOLUTION

The Members of the Company considered the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended 31st March 2025 and Reports of Directors and Auditors attached thereto. Some of the Members raised queries regarding Accounts of the Company which were suitably replied to by the CFO of the Company.

With the consent of the Members present, Item No-1 of the Notice pertaining to adoption of Audited Financial Statements for the financial year ended 31st March 2025 together with report of Directors and Auditors thereon of the Company was taken as read and adopted as an ordinary resolution.

"RESOLVED THAT the Audited Standalone & Consolidated Financial Statements of the company for the financial year ended 31st March 2025 together with report of Directors and Auditors thereon be and are hereby approved and adopted."

ITEM NO.2:

TO APPOINT MS. KANIKA SHARMA (DIN:08936073), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT- ORDINARY RESOLUTION

The Chairman stated that as per the Articles of Association of the Company and statutory requirement of Companies Act, 2013, Ms. Kanika Sharma shall retire by rotation at this Annual General Meeting and being eligible, offer herself for re-appointment. The Chairman stated that he would retire in accordance with Article of the Association of the Company and the provisions of Companies Act, 2013 and being eligible, offered herself for reappointment. With the consent of the Members present, Item No-2 of the Notice pertaining to re-appointment of Ms. Kanika Sharma as Director of the Company was taken as read and adopted as an Ordinary Resolution.

"RESOLVED THAT Ms. Kanika Sharma (DIN: 08936073) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

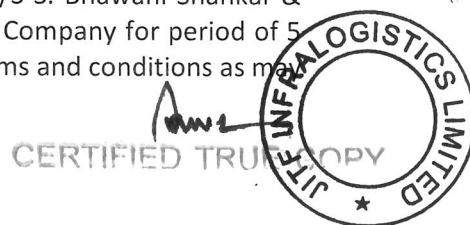
SPECIAL BUSINESS :

ITEM NO.3:

TO CONSIDER AND APPROVE THE APPOINTMENT OF M/S BHAWANI SHANKAR & ASSOCIATES, COMPANY SECRETARIES, AS SECRETARIAL AUDITORS OF THE COMPANY FOR PERIOD OF 5 CONSECUTIVE YEARS.

Item no 3 of the notice pertaining to consideration and approval of the appointment of M/S S. Bhawani Shankar & Associates, Company Secretaries, as Secretarial Auditors of the company for period of 5 consecutive years as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with rules made thereunder and Regulation 24 A of SEBI (Listing Regulations and Disclosures Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force and on the recommendation of Board of Directors, the consent of the Members be and is hereby accorded to appoint M/S S. Bhawani Shankar & Associates, Company Secretaries as the Secretarial Auditors of the Company for period of 5 consecutive years effective from Financial year 2025-26 on such terms and conditions as may be



be decided by the Board of Directors of the Company subject to overall remuneration (excluding out of pocket expenses) upto Rs 1,00,000/- (Rupees One Lakh Only) per annum”.

ITEM NO.4:

APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS BETWEEN JITF INFRA LOGISTICS LIMITED AND ITS SUBSIDIARIES WITH JWIL INFRA LIMITED.

Item no 4 of the Notice pertaining to approval of material related party transaction between JITF Infralogistics Limited and its subsidiaries with JWIL Infra Limited as an ordinary resolution:

“RESOLVED THAT pursuant to Regulation 23(4), 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time, the Company's Policy on Materiality of Related Party Transaction(s), and based on the prior approval of the Audit Committee, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/transaction(s), (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with JWIL Infra Limited ("JWIL") is step-down subsidiary of the company and part of the promoter group company and accordingly, a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations on such terms and conditions as may be agreed between the Company (including any of its subsidiary/associates/joint ventures) and JWIL Infra Limited from time to time, for an aggregate value up to ₹3500 crore, for availing of financial services, rendering of services, sale of products, leasing of assets and other transactions for the purpose of business, to be entered during FY2025-26, subject to such contract(s)/ arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "Board", which term shall include any duly authorized Committee constituted by the Board) be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Key Managerial Personnel(s) or any other Officer(s) or Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



ITEM NO.5:

TO SHIFT THE REGISTERED OFFICE OF THE COMPANY FROM STATE OF CHHATTISGARH TO THE STATE OF UTTAR PRADESH.

Item no 5 of the notice pertaining to shift the registered office of the company from state of Chhattisgarh to the State of Uttar Pradesh as a special resolution:

"RESOLVED THAT pursuant to the provisions of Sections 12, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to the approval of the Central Government (power delegated to Regional Director) or such other Authorities as may be required, consent of the Company be and is hereby accorded to the alteration in Memorandum of Association of the Company so as to change the place of Registered Office of the Company from the State of Chhattisgarh to the State of Uttar Pradesh and that the existing Clause II of the Memorandum of Association of the Company be substituted by the following new Clause II:

II The Registered Office of the Company will be situated in the State of Uttar Pradesh.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file a petition before the Regional Director, North Western Region, Ahmedabad, under Section 13 (4) and other applicable provisions; if any of the Companies Act, 2013, read with Rule 30 of Companies (Incorporation) Rules, 2014, praying for confirmation of the alteration to the Clause II of the Memorandum of Association as stated hereinabove and do all such acts, deeds and things as may be necessary and expedient in relation to the filing of the petition and the issues that may be arising from time to time out of the filing of the petition and the matters as may be necessary and expedient for the shifting of the registered office of the company, if so confirmed/ approved by the Regional Director, Northern Western Region, Ahmedabad.

RESOLVED FURTHER THAT on confirmation / approval of the Regional Director, North Western Region, Ahmedabad, the Registered Office of the Company be shifted from "State of Chhattisgarh" to "State of Uttar Pradesh", the Board be and is hereby authorized to take necessary steps to shift the Registered Office in the State of Uttar Pradesh and within the jurisdiction of the Registrar of Companies, Kanpur.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things as may be necessary and expedient for shifting of the Registered office of the Company as per the Orders that may be passed by the Regional Director, North Western Region, Ahmedabad.

RESOLVED FURTHER THAT the Board of Directors be and hereby authorised to finalize the address of the Registered Office of the Company at Kosi Kalan, the State of Uttar Pradesh, as they may deem consider appropriate.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to sign and submit the necessary, forms, intimations, and e-forms with the relevant statutory authorities and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution."

The Chairperson then invited Shareholders who would like to make comments, make observations and seek clarification.



After responding to all the queries of Members, the Chairperson handed over the e-voting process to the Scrutinizer Mr. Awanish Kumar Dwivedi, scrutinizer, distributed the ballot paper to the Members present at the meeting. Thereafter, Mr. Awanish Kumar Dwivedi locked and sealed the ballot box in the presence of Members. The Members then started casting their votes and dropping the ballot papers into the ballot box.

After the casting of votes was over, the Chairperson announced that the combined results of remote e-voting done previously and poll conducted at the time of meeting, would be available on website of the Company and also on the web-site of the Stock Exchanges. It was confirmed that the quorum for the meeting was present throughout the duration of the meeting. He also declared the conclusion of the meeting.

The Chairman thanked the members for sparing their time for attending the meeting.



PLACE : New Delhi

DATED : 28th October 2025

CHAIRPERSON OF THE MEETING