JYOTI CNC AUTOMATION LIMITED

CIN: L29221GJ1991PLC014914
Regd. Off.: G – 506, Lodhika GIDC, Vill.: Metoda,
Dist.: Rajkot – 360 021. Gujarat India.

Date: March 12, 2026

To,
The Department of Corporate Services,
BSE Limited, Mumbai

BSE Script Code: 544081

To,
The Listing Compliance Dept.
National Stock Exchange of India Ltd, Mumbai

NSE Script Symbol: JYOTICNC

Respected Sir/ Madam,

Sub.: Submission of Postal Ballot Notice

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with provisions of Part A of Schedule III thereto, a Postal Ballot Notice along with an Explanatory Statement, circulated amongst the members of company to seek their approval for appointment of Mrs. Prafulla P. Shenoy (Din: 06705629) as an Independent Director of the Company, is enclosed herewith. A remote e-voting facility is given by company and e-voting shall remain open as per schedule given below.

EVEN	138824
Commencement of e-voting period	9.00 A.M. IST on Friday, March 13, 2026.
Conclusion of e-voting period	5.00 P.M. IST on Saturday, April 11, 2026.

Kindly take above on your record.

Thanking You,
For, Jyoti CNC Automation Limited

MAULIK BHARATKUMAR GANDHI

Digitally signed by MAULIK BHARATKUMAR GANDHI
DN: cn=MAULIK BHARATKUMAR GANDHI c=IN l=RAJKOT o=Personal e=MAULIK.GANDHI@JYOTI.CO.IN
Reason: I am the author of this document
Location:
Date: 2026-03-12 15:50+05:30

Maulik B. Gandhi
Company Secretary and Compliance Officer

Encl.: As Stated Above

POTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Circulars Issued by Ministry of Corporate Affairs, Government of India)

To
Members of the Company

Notice is hereby given that the resolution appended below for appointment of Mrs. Prafulla P. Shenoy (Din: 06705629) as an Independent Director is proposed to be passed as Special Resolution by members of Jyoti CNC Automation Limited ("Company") by way of Postal Ballot through electronic voting ("remote e-voting") process only. An Explanatory Statement setting out material facts as required under Section 102 of the Companies Act, 2013 (the "Act") read with rules and MCA Circularis appended below.

In compliance with Regulation 44 of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the provisions the Act read with Rules and MCA Circular, the company is sending this Postal Ballot Notice in electronic form only and has extended only remote e-voting facility for its members, to cast their vote electronically instead of submitting postal ballot in physical form. The Company has appointed National Securities Depositories Limited ("NSDL") for circulation of Postal Ballot Notice as well as for facilitating remote e-voting to enable the members to cast their votes electronically. The instruction with respect to e-voting is given under the head "Instruction for remote e-voting" in Notes appended to the Postal Ballot Notice. Members are requested to read carefully before e-voting. Those members who have not yet registered their e-mail address, are requested to register their email address in accordance with the procedures set out in Notes to this Postal Ballot Notice.

Pursuant to the consent and authority given by Board of Directors of the Company at their meeting held on January 19, 2026, Mr. Nandish S. Dave (ACS: 37176, CP: 13946) of M/s. N. S. Dave & Associates, Practicing Company Secretaries, or failing him Mr. / Mr. Vimal B. Dattani (ACS: 37591, CP: 28343) of M/s. V. B. Dattani & Associates, Practicing Company Secretaries, is appointed as Scrutinizer for scrutinizing the postal ballot remote e-voting process in a fair and transparent manner. Members holding equity share(s) of the Company as on the cut-off date mentioned below will be entitled to vote through remote e-voting and are requested to read carefully instruction on remote e-voting given in the Notes and cast their vote through remote e-voting facility during the period mentioned below.

Cut-off date for eligibility to vote	Wednesday March 11, 2026.
E-voting Start Date and Time	9.00 A.M. IST on Friday, March 13, 2026.
E-voting End Date and Time	5.00 P.M. IST on Saturday, April 11, 2026.

The e-voting facility will be disabled by NSDL after 5.00 p.m. IST on April 11, 2026, and Members will not be allowed to cast their vote, or their vote will be disallowed.

After completion of scrutiny of votes, the Scrutinizer will submit the report to the Chairman of the Company ("the Chairman") or other person authorized by the Chairman. Based on the Scrutinizer's Report, the results on remote e-voting shall be declared on or before April 13, 2026. The Results, along with the report of Scrutinizer, will be available on website of company under investor tab and will also be forwarded to BSE India Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), where the company's shares are listed. NSDL, engaged in circulation of postal ballot notice and providing remote e-voting service, will also display the results on its website.

The proposed special resolution, if approved, shall be deemed to have been passed on last date of remote e-voting, i.e. April 11, 2026.

SPECIAL BUSINESS:

[1] APPOINTMENT OF MRS. PRAFULLA P. SHENOY (DIN: 06705629) AS AN INDEPENDENT DIRECTOR OF COMPANY:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (“Rules”), other applicable rules, if any, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations) (including any statutory modification(s), reenactment(s) thereof for the time being in force) and pursuant to recommendation of Nomination and Remuneration Committee, Mrs. Prafulla P. Shenoy (Din: 06705629), appointed as an Additional Director of Jyoti CNC Automation Limited with effect from January 19, 2026 and in respect of whom a notice in writing from Member proposing her candidature for the office of Director in Company, be and is herewith appointed as an Independent Director of Jyoti CNC Automation Limited, not liable to retire by rotation, for a term of five (5) years commencing from January 19, 2026 to January 18, 2031.

By order of the Board of Directors

Sd/-
Maulik B. Gandhi
Company Secretary and Compliance Officer
(Mem. No.: A23849)

Dated: March 10, 2026, at Metoda, Rajkot.

NOTES:

1 An Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (the "Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, setting out all material facts and additional information, pursuant to SEBI Listing Regulation, in respect of aforesaid resolution, is appended herewith.

2. In compliance with regulatory requirements, this Postal Ballot Notice is being sent only to those members whose names appear on the register of members / register of beneficial owners, as received from National Securities Depository Limited ("NSDL") and Central Depository Services Limited ("CDSL"), as on March 11, 2026 ("Cut Off Date") and will be sent only through email to those members whose email address is registered with Depositories. A person who is not a member of the company as on Cut Off Date should treat this Notice as if.

3. Members who have not registered their email address are requested to register the same through the Depository Participant(s) where they maintain their demat accounts.

4. Only those members whose name appear in the register of members/register of beneficial owners as on Cut-Off Date shall be entitled to participate in the e-voting. A person who is not a member as on the cut-off date, should treat this Postal Ballot Notice for information purpose only.

5. In pursuant to MCA Circulars and provisions of Act read with Rules made thereunder and provisions of SEBI Listing Regulations, Circular issued by SEBI, company is providing facility to the members to exercise their right to vote on the proposed resolution through electronic voting ("remote e-voting"). The instructions for e-voting are provided under the heading "INSTRUCTION FOR REMOTE E-VOTING" in the Notes to this Postal Ballot Notice.

6. Once the vote on the resolution is cast by the member, he / she / it shall not be allowed to change it subsequently. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on cut off date.

7. The resolution, if approved, will be deemed to have been passed on the last date of e-voting, i.e. April 11, 2026.

8. All documents referred to in the explanatory statement will be available for inspection only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by e-voting i.e. April 11, 2026. Members seeking to inspect such document can send an email to investors@jyoti.co.in mentioning his / her / its DP ID and Client Id.

INFORMATION FOR E-VOTING:

a) The Company has engaged service of NSDL to provide E-voting facility to its members to exercise their right to vote on proposed resolution by electronic means.

b) The e-voting facility will be available during the following voting period.

E-voting Start Date and Time	9.00 A.M. IST on Friday, March 13, 2026.
E-voting End Date and Time	5.00 P.M. IST on Saturday, April 11, 2026.

The e-voting will not be allowed beyond the aforesaid date and time, and e-voting facility shall be forthwith disabled by NSDL after expiry of aforesaid period.

C) The manner of e-voting by (i) individual members holding shares of the Company in demat mode, (ii) members other than individual holding shares of the Company in demat mode, and (iii) members who have not registered their email address, is explained in the instructions given herein below.

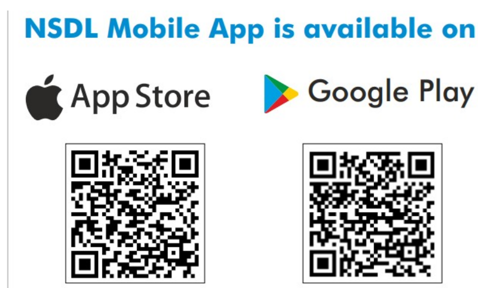
INSTRUCTION FOR E-VOTING:

Step 1: Access to NSDL e-Voting system:

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911.

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

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

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

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
   c) How to retrieve your ‘initial password’?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

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

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nandish.dave1@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

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

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investors@jyoti.co.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investors@jyoti.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

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

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

EXPLANATORY STATEMENT TO SPECIAL BUSINESSES IN PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the "Act"), sets out all material facts relating to the Special Business mentioned in the Postal Ballot Notice and should be taken as forming a part of the Notice.

Item No. 1:

Provisions of Section 149 of the Companies Act, 2013 read with Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), govern the composition of board of directors of listed company. Accordingly, the board of directors of the company shall have an optimum combination of executive and non-executive directors.

With relinquishment of office by Mr. Parameswaran Pillai Naga Prasad on October 26, 2025, the board of directors of the company had, on recommendation of Nomination & Remuneration Committee, appointed Mrs. Prafulla P. Shenoy (DIN: 06705629) as an Additional Director Designated as an Independent Director, at their meeting held on January 19, 2026. Pursuant to the provisions of Section 149, 150 and 152 Companies Act, 2013, a consent of members of the company is required for appointment of Mrs. Prafulla P. Shenoy (DIN: 06705629) as an Independent Director of the Company. Further, pursuant to Regulation 17 of SEBI Listing Regulations, such consent of members of the company must be obtained within three months of the date of her appointment or at the next general meeting, whichever is earlier. Hence, the consent of members is being sought for appointment of Mrs. Prafulla P. Shenoy (DIN: 06705629) as an Independent Director of the Company. A company has received a letter in writing from member of the company proposing her candidature for the post of an Director of the Company.

The company is in the machine tool industry falling within the capital goods sector. The entire industry and sector have witnessed and foresee huge opportunities for growth and development supported by active government policies and actions supporting manufacturing sector. Apart from financial knowledge, experience, her knowledge, experience of MSME sector, Human Resource can make board of directors of company more diversified as well as provide valuable contribution for business of the company. Profile of Mrs. Prafulla P. Shenoy (DIN: 06705629), including her details as per Regulation 36(3) of SEBI Listing Regulations read with Secretarial Standard – 2 (" SS-2") notified by the Institute of Company Secretaries of India, is appended to this statement.

Mrs. Prafulla P. Shenoy has given her declaration to the Board, inter alia, declaring that she (i) meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations; (ii) is not restrained or debarred from holding office of Director by virtue of any order passed by SEBI or any such authority; and (iii) is eligible to be appointed as a Director in terms of Section 164 of the Companies Act, 2013. She has also given her consent to act as a director of the company. She is also registered with the Independent Directors' Databank maintained by IICA as per Rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014.

In the opinion of the Board of Directors of the Company, Mrs. Prafulla P. Shenoy is a person of integrity, possesses relevant expertise / experience and fulfils the conditions specified in the Companies Act, 2013 and SEBI Listing Regulations as well as she is Independent of the Management. The profile and other details of Mrs. Prafulla P. Shenoy is given below. Given on her experience, the Board of Directors considers it desirable and in the interest of the company and accordingly, consent of members of the company is sought by passing a Special Resolution as set out in Item No. 1 of the Notice for appointment of Mrs. Prafulla P. Shenoy (DIN: 06705629) as an Independent Director of the company for an initial term of five years commencing from January 19, 2026 to January 18, 2031.

As an Independent Director of the Company, Mrs. Prafulla P. Shenoy (DIN: 06705629) will be entitled to receive sitting fees and reimbursement of expenses, if any, incurred by her, for attending the meetings of the Board and the committees thereunder.

Profile of Mrs. Prafulla P. Shenoy

Professional Career of Mrs. Prafulla P. Shenoy spans over 36 years in IDBI (erst while DFI) and SIDBI covering almost all areas of Development Banking Operations viz., Resource Raising and Management, Integrated Treasury Operation, Corporate Accounts, Institutional Finance, Direct Finance, Etc. In this 36 Years, She had operational responsibilities range from Heading Entire Function to Liasioning to Heading Branches at Different Locations to Other Operational Responsibilities. She was heading the Treasury and was second in charge of Institutional Finance Vertical (Banks) prior to her retirement. Her professional journey ended as General Manager of Treasury and Institutional Finance on account of superannuation age.

Apart from Banking Operation, She was also a part of Non-Core Banking Functions and part of POSH Committee, Member of Interview Board, etc.

Post Retirement, she continued her professional career as Consultant, was also part of Interview committee at Mudra. At Present, she imparts coaching to candidates appearing for interviews of various regulatory bodies such as RBI, SIDBI, IFSCA, PFDRA etc. She is a Trustee of a well-established School in Mumbai and is associated with a charitable trust engaged in extending Education, Health and other support to the economically weaker section of the community.

Except Mrs. Prafulla P. Shenoy, none of other directors, Key Managerial Personnel or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out in the Notice.

The Board recommends the Special Resolution set out at Item No. 1 in the Postal Ballot Notice for approval by the members of the Company.

PROFILE OF DIRECTORS BEING APPOINTED

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)]

Name of Director	Prafulla P. Shenoy
DIN	06705629
Date of Birth	May 27, 1960
Date of Appointment	January 19, 2026
Brief resume of the director	Given above
Nature of expertise in specific functional areas	Banking & Finance, Business Planning & Strategies, Human Resource and Risk Management.
Academic Qualification	M. Com., CAIIB
Name of other Companies in which he/she holds Directorship*	Details given below.
Name of other companies in which he/she holds Chairmanship/ Membership of Committees of Board	Details given below.
No. of Shares held in Jyoti CNC Automation Limited including shareholding as a beneficial owner	NIL
Relationship with other directors	NIL
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	The Board is of the opinion that the proposed Mrs. Prafulla P. Shenoy possesses the requisite integrity, expertise and experience required for the role of Independent Director in the Company. The skills and capabilities identified by the Board for the position include **finance, business planning and strategy, human resource management and risk management**. She has relevant experience and knowledge in these areas and is capable of providing valuable guidance to the Board in matters relating to financial oversight, strategic planning, organizational development and risk mitigation. In the opinion of the Board, the proposed director fulfils the skills and capabilities required for the role of an Independent Director and will contribute effectively to the Board's deliberations and the overall governance of the Company.

Details of Position Held by Mrs. Prafulla P. Shenoy in Board of Directors of other entities and its committees.

[A] Details of Directorship Held in Other Entities:

Sr. No.	Company Name	Designation	Remarks
1	Anand Housing Private Limited	Additional Director	-

[B] Details of Position held in Committees in Other Companies:

Sr. No	Company Name	Name of Committee	Designation
NIL			