



NEWJAISA TECHNOLOGIES LIMITED

CIN: U32106KA2020PLC134935

Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bannerghatta Road, Bengaluru, Bengaluru South-560076, Karnataka, India

Email: cs@newjaisa.com; Phone: +91-9035009233

Website: <https://newjaisa.com>

Date: 25 August 2025

To,
National Stock Exchange of India Limited ("NSE").
Exchange Plaza, Plot No. C/1, G- Block,
Bandra –Kurla Complex, Bandra (East),
Mumbai-400051

Scrip Code: NEWJAISA

Sub: Notice of Extraordinary General Meeting and details of cut-off date for E-voting and E-voting Period

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that an Extraordinary General Meeting ("EGM") of the Company is scheduled to be held on Thursday, September 18, 2025 at 01:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). [the Registered Office of the Company - Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bannerghatta Road, Bengaluru, Bengaluru South-560076, Karnataka, India shall be deemed venue of the EGM]. A copy of the Notice of EGM is attached herewith for your reference.

Further, pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide remote e-voting facility to its members to cast their votes electronically on all resolutions set forth in enclosed Notice.

Further, you are also requested to take on record the following:

1. The cut-off date for the purpose of exercising remote e-voting facility shall be Thursday, September 11, 2025.
2. The remote e-voting period shall commence on Monday, September 15, 2025 at 9:00 A.M. and end on Wednesday, September 17, 2025 at 5:00 P.M.

Please take the above information on record and arrange for dissemination.

For Newjaisa Technologies Limited

Vishesh Handa
Managing Director
DIN: 07842847



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EXTRAORDINARY GENERAL MEETING NOTICE

Notice is hereby given that the Extraordinary General Meeting ("EGM" or 'the Meeting') of the Members of Newjaisa Technologies Limited will be held on Thursday, September 18, 2025 at 01:00 P.M. (IST) through video conferencing facility ('VC') / other audio visual means ('OAVM') for which purpose the Registered office of the Company shall be deemed as the venue for the Meeting and the proceedings of the EGM shall be deemed to be made thereat, to transact the following business:

SPECIAL BUSINESS:

Item No. 1: To consider and approve appointment of Mrs. Pooja Jain (DIN 08985766) as Non-Executive Independent Director of the Company.

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

"RESOLVED THAT pursuant to provisions of sections 149, 150, 152, 161 read with Schedule IV of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Act, including any modification or re-enactment thereof, applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mrs. Pooja Jain (DIN 08985766), who was appointed as an Additional Director (Non-Executive & Independent) of the Company by the Board of Directors with effect from June 20, 2025 and who holds office up to the date of ensuing General Meeting, being eligible, and whose appointment as an Independent Director is recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years with effect from June 20, 2025 up to June 19, 2030 (both days inclusive) and the term shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board (which term shall include any Committee thereof for the time being exercising the powers conferred on the Board by this resolution) be and is hereby authorised to file necessary e-form(s) with the Registrar of Companies and to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."



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Item No. 2: To consider and approve appointment of Mr. Sachin Khandelwal (DIN 07448157) as Non-Executive Independent Director of the Company.

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

“RESOLVED THAT pursuant to Section 149, 150, 152,161 read with Schedule IV of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Act, including any modification or re-enactment thereof, applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr. Sachin Khandelwal (DIN 07448157), who was appointed as an Additional Director (Non-Executive & Independent) of the Company by the Board of Directors with effect from June 20, 2025 and who holds office up to the date of ensuing General Meeting, being eligible, and whose appointment as an Independent Director is recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years with effect from June 20, 2025 up to June 19, 2030 (both days inclusive) and the term shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the LODR Regulations, Mr. Sachin Khandelwal (DIN 07448157), be paid such commission as the Board may approve from time to time subject to overall limits prescribed from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board (which term shall include any Committee thereof for the time being exercising the powers conferred on the Board by this resolution) be and is hereby authorised to file necessary e-form(s) with the Registrar of Companies and to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”



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Item No. 3: To approve redesignation of Mr. Purav Dineshchandra Shah (DIN: 05126728) as Non-Executive Non-Independent Director of the Company.

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

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval and recommendation of the Nomination and Remuneration Committee and that of the Board, consent of the Members be and is hereby accorded for redesignation of Mr. Purav Dineshchandra Shah (DIN: 05126728) as Non-Executive Non-Independent Director of the Company with effect from June 27, 2025.

RESOLVED FURTHER THAT the designation of Mr. Purav Dineshchandra Shah (DIN: 05126728) shall accordingly be changed to Non-Executive Non-Independent Director in all the committees of the Board where he is currently a member, and all necessary records and filings be updated to reflect this change.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board (which term shall include any Committee thereof for the time being exercising the powers conferred on the Board by this resolution) be and is hereby authorised to file necessary e-form(s) with the Registrar of Companies and to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**For and on behalf of the Board of Directors
Newjaisa Technologies Limited**

**Vishesh Handa
Managing Director
DIN: 07842847
Place: Bengaluru
Date: 22nd August 2025**



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NOTES:

1. The Board of Directors of the Company at its Meeting held on **August 22, 2025** considered that the special businesses under Item No. 1 to 3 be transacted at the Extraordinary General Meeting of the Company.
2. Pursuant to the General Circular No. 09/2024 dated 19 September 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated 3 October 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM shall be conducted through VC / OAVM. Further, in compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the EGM of the Company is being convened through VC / OAVM. Hence, members can attend and participate in the ensuing EGM through VC/OAVM. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system provided during the meeting while participating through VC facility. The Company will also publish an advertisement in newspaper containing the details about the EGM i.e., the conduct of the EGM through VC/OAVM, date and time of the EGM, availability of the notice of EGM at the Company’s website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/RTA and other matters as may be required.
3. In compliance with the Circulars issued by MCA and SEBI, Notice of the EGM along with annexures (if any) is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/Depository Participants. Physical copy of the notice of the EGM and annexures shall be sent to those Members who request for the same. Members may note that the Notice will also be available on the website <https://newjaisa.com/>, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at <https://www.nseindia.com/>, and on the website of NSDL <https://www.evoting.nsdl.com>.
4. An Explanatory Statement pursuant to Section 102 of the Act in respect of the businesses set out above and additional information, pursuant to Regulation 36 of the LODR Regulations forms part of this Notice.
5. Ms. Priyanka Rajora, Practicing Company Secretary [C P No. 22886] (Proprietor of M/s. Rajora and Co, Practicing Company Secretaries) has been appointed by the Board of Directors as the Scrutinizer to scrutinize the e-voting system during EGM and remote e-voting process in a fair and transparent manner. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board Resolution or Authority letter, etc., authorizing its representative [with attested specimen signature of the duly authorized signatory(ies)] to attend the



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EGM through VC / OAVM on its behalf and/or to vote through remote e-voting/e-voting system provided in EGM. The said Resolution/Authority letter shall be sent to the Scrutinizer by email through its registered email address to priyanka@rajoraandco.com with a copy marked to evoting@nsdl.co.in. 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. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

6. Members who have not yet registered their email addresses are requested to register their email addresses in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company’s Registrar and Transfer Agent, M/s. Bigshare Services Private Limited.
7. Further, it is to inform you that the Company’s Registrars and Transfer Agents, Bigshare Services Private Limited have a facility to register email address on their website at <https://www.bigshareonline.com/>
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form.
9. Members holding shares in demat mode and have not updated their KYC details are requested to register/update the email, bank account details and other KYC details with their depositories through their depository participants.
10. Also, SEBI has issued a Press Release dated March 08, 2023 advising all investors to ensure linking of their PAN with Aadhaar number prior to March 31, 2023, for continual and smooth transactions in securities market and to avoid consequences of non-compliance with the CBDT Circular No. 7 of 2022 (Notification F.No.370142/14/2022-TPL) dated March 30, 2022, as such accounts would be considered non-KYC compliant, and there could be restrictions on securities and other transactions until the PAN and Aadhaar are linked.
11. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same. Members are requested to submit the nomination details to their DP in case the shares are held by them in electronic form.
12. The Company has designated an exclusive email ID cs@newjaisa.com, which would enable the investors/ shareholders to post their grievances, if any, by quoting their Registered Folio Number, Client ID, and Number of shares. However, it may be noted that the Company would not respond to any kind of malicious allegations made by the shareholders with ulterior motives.



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13. Members who would like to express their views or have questions or seeking any information with regard to the businesses covered under the Notice of EGM, are requested to write to the Company mentioning their name, demat account number/folio number, email id, mobile number on or before September 11, 2025 through email on cs@newjaisa.com.
14. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of EGM. Members seeking to inspect such documents can send an email to cs@newjaisa.com.
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
17. Non-Resident Indian Members are requested to inform RTA, immediately on:
 - (a) Change in their residential status on return to India for permanent settlement;
 - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code number, if not furnished earlier.
18. Instructions for e-voting and joining the EGM are as follows.

GENERAL INSTRUCTIONS FOR ACCESSING AND PARTICIPATING IN THE EGM THROUGH VC/OAVM FACILITY AND VOTING THROUGH ELECTRONIC MEANS INCLUDING REMOTE E-VOTING

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM.



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However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at <https://newjaisa.com/>. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **September 15, 2025 at 9:00 A.M.** and ends on **September 17, 2025 at 5:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **September 11, 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **September 11, 2025**.

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





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

Step 1: Access to NSDL e-Voting system**c) Login method for e-Voting and joining virtual meeting 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.	<ol style="list-style-type: none">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 or joining virtual meeting & voting during the meeting.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 or joining virtual meeting & voting during the meeting.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.jsp4. 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

	<p>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 or joining virtual meeting & voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 e-Voting is in progress as per the information provided by company. On clicking the e-Voting 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 or joining virtual meeting & voting during the meeting. 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.



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	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 e-Voting 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 or joining virtual meeting & voting during the meeting.

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 e-Voting and joining virtual meeting 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.



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Website: <https://newjaisa.com>

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 use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.



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(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.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
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 priyanka@rajoraandco.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.



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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 Mr. Swapneel Puppala and Mr. Falguni Chakraborty at evoting@nsdl.com, SwapneelP@nsdl.com and FalguniC@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 cs@newjaisa.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@newjaisa.com . If you are an Individual shareholder 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 and joining virtual meeting 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:



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1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@newjaisa.com . The same will be replied by the company suitably.
6. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM.

OTHER INSTRUCTIONS

1. Any person other than Individual shareholder holding securities in demat mode and shareholders holding securities in physical mode and becomes member of the Company after, the notice is send through e-mail and holding shares as of the cut-off date i.e. **September 11, 2025**, may follow steps mentioned in this notice under Step 1 (B) w.r.t Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. **September 11, 2025** may follow steps mentioned in the Notice of the EGM under Step 1 (A) w.r.t Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode”. Such shareholders can also send a request at evoting@nsdl.co.in or to Issuer/RTA to obtain login id and password.
2. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the EGM and submit 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/board, who shall countersign the same.



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3. The result declared along with the Scrutinizer's Report shall be placed on the Company's website i.e., <https://newjaisa.com/> and on the website of NSDL i.e., <https://www.evoting.nsdl.com/> immediately after the result is declared by the Chairman or by any other person authorized by the Chairman and the same shall also be communicated to National Stock Exchange of India Limited, where the shares of the Company are listed.

4. In case of any queries with respect to remote e-voting, 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 and 022 - 2499 7000. You may also send a request to evoting@nsdl.co.in or contact Mr. Amit Vishal, Asst. Vice President – President – NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, e-mail: evoting@nsdl.co.in, phone no. 022-24994360, or call on 022 - 4886 7000 and 022 - 2499 7000 who will address the grievances on remote e-voting or in case of any technical assistance is required at the time of log in/ assessing/ e-voting at the Meeting through VC/OAVM or who need assistance with using the technology before or during the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT

Item No. 1: To Consider and approve appointment of Mrs. Pooja Jain (DIN 08985766) as Non-Executive Independent Director of the Company.

The Board of Directors appointed Mrs. Pooja Jain (DIN 08985766) as an Additional Director (Non-Executive & Independent) effective from June 20, 2025 in its meeting dated June 20, 2025 in terms of Section 161 of the Companies Act, 2013 (the "Act") and is eligible for regularisation at Extraordinary General Meeting as may be conducted within 3 (three) months of such appointment. Based on the recommendation of Nomination & Remuneration Committee and approval of the Board, and subject to approval of shareholders, she is appointed as an Independent Director of the Company for a period of five years with effective from June 20, 2025, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act') and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015').

Notices in writing have been received from Member of the Company under Section 160 of the Companies Act, 2013 signifying his intention to propose Mrs. Pooja Jain as candidate for the office of the Director at the EGM of the Company.

Profile, Key Strengths & Areas of Expertise of Mrs. Pooja Jain:

Mrs. Pooja Jain is a qualified Company Secretary with over 10 years of experience in corporate compliance, governance, and secretarial practices across listed and unlisted entities. She holds degree of B. Com, LL.B., is an Associate Member of ICSI, and is registered as an Independent Director with the Indian Institute of Corporate Affairs.

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Her expertise spans SEBI compliance, preferential allotments and corporate restructuring. She has worked with stock exchanges, depositories, and regulatory bodies, handling key responsibilities like board governance, statutory filings, investor relations, and mergers & acquisitions.

Her appointment brings legal acumen, governance ethics, and practical experience that aligns well with the compliance objectives of the Company.

As per the requirements of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Clause 1.2.5 of the Secretarial Standard 2 (Revised) as issued by the Institute of Company Secretaries of India, a statement containing the requisite details of Mrs. Pooja Jain seeking appointment is given below:

Name of the Director	Mrs. Pooja Jain
DIN	08985766
Date of Birth	January 04, 1992
Date of first appointment on the Board	June 20, 2025
Age	33 years
Brief Resume	Mrs. Pooja Jain is an accomplished Company Secretary with over 10 years of experience in corporate compliance, governance, and secretarial practices across listed and unlisted entities.
Qualification	She holds degree of B.Com, LL.B., and is an Associate Member of ICSI.
Experience	With over 10 years of experience in corporate compliance and governance, she has expertise in SEBI compliance, and corporate restructuring, having worked closely with stock exchanges, depositories, and regulatory bodies.
Terms & Conditions of appointment along with Remuneration sought to be paid	Draft letter of appointment of Independent Director setting out the terms and conditions would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day (i.e. except Saturdays, Sundays & Public Holidays) up to the date of conclusion of remote e-voting. Sitting fees for attending Board and / or Committee Meetings is sought to be paid to Mrs. Pooja Jain.
Remuneration last drawn	NIL
Disclosure of relationships between directors inter-se/Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company	The appointee has no relationship with any of the Directors, Manager, or other Key Managerial Personnel of the Company.
Nature of her expertise in specific functional areas	Corporate Law, SEBI regulations, and corporate restructuring, with hands-on exposure to stock exchanges, depositories, and regulatory filings.
Number of Meetings of the	NIL



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Board attended during the year 2024-25	
Names of Companies/LLP in which she holds the directorship	Nil except for Newjaisa Technologies Limited
Names of listed entities in which she holds the directorship	Nil except for Newjaisa Technologies Limited
Names of Companies in which she holds the membership of Committees of the Board	Nil except for Newjaisa Technologies Limited
Names of listed entities in which she holds the membership of Committees of the board	Nil except for Newjaisa Technologies Limited
Shareholding in the Company including shareholding as a beneficial owner	NIL
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements/ the justification for choosing the appointee	Mrs. Pooja Jain brings over a decade of diverse experience in corporate compliance, SEBI regulations, and secretarial functions across both listed and unlisted companies. Her practical exposure to regulatory authorities, stock exchanges, and depositories, along with her credentials as a Company Secretary, Law Graduate, and IICA-registered Independent Director, align well with the responsibilities of the role. Her appointment is expected to enhance the Company's governance standards and compliance effectiveness, and is in the best interests of the Company.

Mrs. Pooja Jain has given her consent to act as Director of the Company. She also confirmed her eligibility to be appointed as Director on the Company's Board and also that she does not attract any of the disqualifications prescribed under the Companies Act, 2013.

Mrs. Pooja Jain is not disqualified from being appointed as Director in terms of Section 164 of the Act. In accordance with circular no. NSE/CML/2018/02, dated June 20, 2018, issued by National Stock Exchange of India Limited ("NSE"), she is not debarred from holding the office of Director, by virtue of any SEBI order or any other such authority.

The Company has also received declaration from Mrs. Pooja Jain that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She declared that she is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact her ability to discharge her duties with an objective independent judgment and without any external influence. She has complied with sub-rule (1) and sub-rule (2) of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.



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In the opinion of the Board, Mrs. Pooja Jain fulfils the conditions for appointment as an Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She does not hold any shares in the Company either directly or on beneficial basis. As on date, she does not hold membership of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee of the Board in any listed entity.

There is no relationship between directors inter-se. The Board of Directors further confirm that in the opinion of the Board, Mrs. Pooja Jain, proposed to be appointed as Independent Director possesses the relevant expertise, have rich experience and fulfils the conditions specified in the Act and the rules made thereunder and that the proposed director is independent of the management of the Company.

Hence, it is proposed to appoint Mrs. Pooja Jain as Non-Executive Independent Director of the Company and to hold office for five consecutive years with effect from June 20, 2025.

Necessary documents in this regard including copy of the draft of appointment letter of Mrs. Pooja Jain as Non-Executive Independent Director setting out the terms and conditions, are available for inspection and such documents shall be so made available for inspection in physical or in electronic form during normal business hours on any working day (i.e. except Saturdays, Sundays & Public Holidays) up to the date of conclusion of E voting at the Registered Office of the company and copies thereof shall also be made available for inspection in physical or electronic form at the Registered Office of the company. The terms & conditions of appointment of Independent Directors are also available on the website of the Company viz., <https://www.newjaisa.com>

Mrs. Pooja Jain and her relatives are interested in the special resolution set out at Item No. 1 of the notice relating to her appointment. Save and except as aforesaid, none of the Directors and Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the notice.

As per Regulation 17(1C)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholders for appointment or reappointment of a person on the board of directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Also, as per Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment or re-appointment of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution.

The Board of Directors, considering above said provisions, considering experience and expertise of Mrs. Pooja Jain and based on recommendation of Nomination and Remuneration Committee, recommends the special resolution at Item No. 01 of the Notice for approval of the members of the Company.

Item No. 2: To consider and approve appointment of Mr. Sachin Khandelwal (DIN 07448157) as Non-Executive Independent Director of the Company.



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The Board of Directors appointed Mr. Sachin Khandelwal (DIN 07448157) as an Additional Director (Non-Executive & Independent) effective from June 20, 2025 in its meeting dated June 20, 2025 in terms of Section 161 of the Companies Act, 2013 (the "Act") and is eligible for regularisation at Extraordinary General Meeting as may be conducted within 3 (three) months of such appointment. Based on the recommendation of Nomination & Remuneration Committee and approval of the Board, and subject to approval of shareholders, he is appointed as an Independent Director of the Company for a period of five years with effective from June 20, 2025, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ("the Act") and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015').

Notices in writing have been received from Member of the Company under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Sachin Khandelwal (DIN 07448157) as candidate for the office of the Director at the EGM of the Company.

Profile, Key Strengths & Areas of Expertise of Mr. Sachin Khandelwal:

Mr. Sachin Khandelwal is an accomplished professional with over 23 years of experience spanning private equity investing, business strategy, and operations. He has spent more than 8 years in private equity and over 15 years in senior advisory and leadership roles across diverse sectors.

Mr. Sachin Khandelwal has held leadership positions including Managing Director at TPG NewQuest, where he led the India business and was responsible for the complete investment cycle including deal sourcing, execution, value creation, and exit strategies. His contributions have earned him industry recognition, including two APAC AVCJ Awards in 2021 – "Operating Value Add of the Year" and "Small Cap Exit of the Year". He has also been involved in raising over USD 1.5 billion across multiple funds.

Before his stint in private equity, he spent a decade in management consulting, including with Bain & Company, where he helped build their Consumer & Retail practice in India. He has advised CEOs and founders on strategic growth, M&A, operations, and digital transformation, and co-authored multiple thought leadership reports in collaboration with Google, Inc.

Mr. Khandelwal began his career with Hindustan Unilever Limited (HUL), where he held roles across sales and marketing in the FMCG sector.

He holds an MBA in Finance & Strategy from the Indian Institute of Management (IIM), Calcutta, and a BTech in Chemical Engineering from the Indian Institute of Technology (IIT), Bombay.

Mr. Sachin Khandelwal's key areas of expertise include private equity investing, fundraising, and strategic growth planning. He has strong experience in mergers and acquisitions, business turnaround, and improving profitability. His work also spans digital transformation, consumer strategy, and operational efficiency, along with leadership, board advisory, and team development.

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His appointment will strengthen the Company's strategic direction, given his expertise in private equity, business growth, and operational improvement. His experience aligns with the Company's expansion plans and will support value creation, and readiness for public market responsibilities.

As per the requirements of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Clause 1.2.5 of the Secretarial Standard 2 (Revised) as issued by the Institute of Company Secretaries of India, a statement containing the requisite details of Mr. Sachin Khandelwal seeking appointment is given below:

Name of the Director	Mr. Sachin Khandelwal
DIN	07448157
Date of Birth	July 31, 1978
Date of first appointment on the Board	June 20, 2025
Age	47 years
Brief Resume	Mr. Sachin Khandelwal is an investor and advisor with 23+ years of experience in private equity, strategy consulting, and business operations. He has led investments, turnarounds, and exits across multiple sectors, including an INR 40 Cr investment in a leading online furnishings company during his tenure as Managing Director at TPG NewQuest. Earlier, he built Bain & Company's Consumer & Retail practice in India and started his career with Hindustan Unilever.
Qualification	MBA (Finance & Strategy) – Indian Institute of Management (IIM) Calcutta and B.Tech (Chemical Engineering) – Indian Institute of Technology (IIT) Bombay
Experience	<p>He brings over 23 years of experience across Private Equity (8+ years) and business strategy & operations (15 years). He is an active investor and advisor to mid-market companies, combining capital with hands-on value creation. Most recently, he led an INR 40 Cr investment in a leading Indian online home & baby furnishings brand.</p> <p>Previously, he was Managing Director at TPG NewQuest, where he led the India business, overseeing the full investment lifecycle and driving successful turnarounds and growth stories. His efforts earned him two AVCJ APAC Awards in 2021. He also played a key role in raising over \$1.5 billion across multiple funds.</p> <p>Earlier, he spent ~10 years in strategy consulting at Bain & Company, advising top CEOs and helping build its Consumer & Retail practice in India. He began his career in sales and marketing at Hindustan Unilever.</p>
Terms & Conditions of appointment along with Remuneration sought to be paid	Draft letter of appointment of Independent Director setting out the terms and conditions would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day (i.e. except Saturdays, Sundays & Public Holidays) up to the date of conclusion of remote

	e-voting. Sitting fees for attending Board and / or Committee Meetings and Commission within the monetary limit prescribed by the Act calculated as per Section 198 read with Schedule V, and 1% of the profits of the Company computed as per the applicable provisions of the Act are sought to be paid to Mr. Sachin Khandelwal.
Remuneration last drawn	NIL
Disclosure of relationships between directors inter-se/Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company	The appointee has no relationship with any of the Directors, Manager, or other Key Managerial Personnel of the Company.
Nature of his expertise in specific functional areas	Mr. Sachin Khandelwal has expertise in private equity investing, strategic planning, business turnaround, operational improvement, mergers and acquisitions, and corporate governance.
Number of Meetings of the Board attended during the year 2024-25	NIL
Names of Companies/LLP in which he holds the directorship	Forward Capital Partners LLP – Designated Partner Decor Collective LLP- Designated Partner
Names of listed entities in which he holds the directorship	Nil except for Newjaisa Technologies Limited
Names of Companies in which he holds the membership of Committees of the Board	Nil except for Newjaisa Technologies Limited
Names of listed entities in which he holds the membership of Committees of the board	Nil except for Newjaisa Technologies Limited
Shareholding in the Company including shareholding as a beneficial owner	NIL
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements/ the justification for choosing the appointee	The role requires strategic insight, investment acumen, and experience in scaling businesses, particularly in a dynamic and growth-oriented environment. Mr. Sachin Khandelwal, with over two decades of experience in private equity, business strategy, and operational leadership, possesses the necessary skills to guide the Company through its next phase of growth. His proven track record in value creation, governance, and advisory roles makes him a suitable and strategic choice for the position.

Mr. Sachin Khandelwal has given his consent to act as Director of the Company. He also confirmed his eligibility to be appointed as Director on the Company's Board and also that he does not attract any of the disqualifications prescribed under the Companies Act, 2013.

Mr. Sachin Khandelwal is not disqualified from being appointed as Director in terms of Section 164 of the Act. In accordance with circular no. NSE/CML/2018/02, dated June 20, 2018, issued by National Stock



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CIN: U32106KA2020PLC134935

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Exchange of India Limited (“NSE”), he is not debarred from holding the office of Director, by virtue of any SEBI order or any other such authority.

The Company has also received declaration from Mr. Sachin Khandelwal that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He declared that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. He has complied with sub-rule (1) and sub-rule (2) of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

In the opinion of the Board, Mr. Sachin Khandelwal fulfils the conditions for appointment as an Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He does not hold any shares in the Company either directly or on beneficial basis. As on date, he does not hold membership of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee of the Board in any listed entity.

There is no relationship between directors inter-se. The Board of Directors further confirm that in the opinion of the Board, Mr. Sachin Khandelwal, proposed to be appointed as Independent Director possesses the relevant expertise, have rich experience and fulfils the conditions specified in the Act and the rules made thereunder and that the proposed director is independent of the management of the Company.

Hence, it is proposed to appoint Mr. Sachin Khandelwal as Non-Executive Independent Director of the Company and to hold office for five consecutive years with effect from June 20, 2025.

Necessary documents in this regard including copy of the draft of appointment letter of Mr. Sachin Khandelwal as Non-Executive Independent Director setting out the terms and conditions, are available for inspection and such documents shall be so made available for inspection in physical or in electronic form during normal business hours on any working day (i.e. except Saturdays, Sundays & Public Holidays) up to the date of conclusion of E voting at the Registered Office of the company and copies thereof shall also be made available for inspection in physical or electronic form at the Registered Office of the company. The terms & conditions of appointment of Independent Directors are also available on the website of the Company viz., <https://www.newjaisa.com>

Mr. Sachin Khandelwal and his relatives is interested in the special resolution set out at Item No. 2 of the notice relating to his appointment. Save and except as aforesaid, none of the Directors and Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the notice.

As per Regulation 17(1C)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholders for appointment or reappointment of a person on the board of directors is taken at the next general meeting or within a time period of three months



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from the date of appointment, whichever is earlier. Also, as per Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment or re-appointment of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution.

The Board of Directors, considering above said provisions, considering experience and expertise of Mr. Sachin Khandelwal and based on recommendation of Nomination and Remuneration Committee, recommends the special resolution at Item No. 2 of the Notice for approval of the members of the Company.

Item No. 3: To approve redesignation of Mr. Purav Dineshchandra Shah (DIN: 05126728) as Non-Executive Non-Independent Director of the Company.

Mr. Purav Dineshchandra Shah (DIN: 05126728) was appointed as an Independent Director on the Board of the Company and has, from time to time, provided valuable guidance and strategic inputs. In view of the Company's evolving needs and to enhance his involvement in a broader advisory capacity, the Board of Directors, approved the re-designation of Mr. Purav Dineshchandra Shah as a **Non-Executive Non-Independent Director** of the Company, with effect from June 27, 2025 subject to the approval of shareholders in ensuing Annual General Meeting and as an Extraordinary General Meeting is being called prior to AGM, the redesignation is proposed in ensuing General Meeting.

Additional information on directors recommended for reappointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards issued by ICSI:

Name of the Director	Mr. Purav Dineshchandra Shah
DIN	05126728
Date of Birth	May 29, 1977
Date of first appointment on the Board	June 08, 2023
Age	48 years
Brief Resume and Qualification	He holds Master's degree in Information Technology from Griffith University and Bachelor of Science from Sardar Patel University. He has over 25 years of professional experience under Information Technology sector.
Experience	Mr. Purav Dineshchandra Shah has over 2 decades of experience in strategy consulting, digital transformation, and entrepreneurship. He has worked with Big 4 firms, IT service leaders, and built multiple start-ups with successful exits. His expertise spans product innovation, business scaling, consultative sales, and global operations, making him well-suited to support the Company's strategic growth and governance.
Terms & Conditions of appointment along with Remuneration sought to be paid	Redesignated as Non-Executive Non-Independent Director) and the remuneration shall be as decided by the Board/ Nomination and Remuneration Committee of the Company in alignment with Nomination Remuneration Evaluation Policy.



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Remuneration last drawn	NIL- Mr. Purav Dineshchandra Shah in capacity of Independent Director of the Company for FY 2024-25 was payable of Sitting Fee and no remuneration was paid to him for the said period.
Disclosure of relationships between directors inter-se/Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company	The appointee has no relationship with any of the Directors, Manager, or other Key Managerial Personnel of the Company.
Nature of his expertise in specific functional areas	Mr. Purav Dineshchandra Shah has expertise in strategy consulting, digital transformation, product innovation, business development, and global operations.
Number of Meetings of the Board attended during the year 2024-25	11
Names of Companies/LLP in which he holds the directorship	Hoshira Capital Ventures Private Limited- Director Picu Agri Private Limited- Director Blue IT Consulting India Private Limited- Director Crop Corporation Private Limited- Director Hoshira Management LLP- Designated Partner Hojo Fresh LLP- Designated Partner
Names of listed entities in which he holds the directorship	Nil except for Newjaisa Technologies Limited
Names of Companies in which he holds the membership of Committees of the Board	Nil except for Newjaisa Technologies Limited
Names of listed entities in which he holds the membership of Committees of the board	Nil except for Newjaisa Technologies Limited
Shareholding in the Company including shareholding as a beneficial owner	NIL

Accordingly, the resolution for regularizing his re-designation is being placed before the members for approval. The Board is of the view that the Company will continue to benefit from Mr. Purav Dineshchandra Shah's extensive experience and contributions in his new role, and recommends passing the resolution as set out in the notice.

Mr. Purav Dineshchandra Shah and his relatives are interested in this resolution set out at Item No. 3 of the notice relating to his appointment. Save and except as aforesaid, none of the Directors and Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the notice.



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The Board recommends the resolution set forth in Item No. 3 for the approval of the members as a Special Resolution.

For and on behalf of the Board of Directors
Newjaisa Technologies Limited

Vishesh Handa
Managing Director
DIN: 07842847
Place: Bengaluru
Date: 22nd August 2025