



Dated: January 03, 2025

The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata-700 001

Dear Sir/Madam,

Sub.: Postal Ballot Notice

Ref.: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

In continuation of the Outcome of Meeting of the Board of Directors of the Company dated 31st December, 2025, and pursuant to Regulation 30 read with Part A of Schedule III of the Listing Regulations, we enclose a copy of the Notice of Postal Ballot dated 31st December, 2025 together with Explanatory Statement pursuant to the applicable provisions of the Companies Ac4t, 2013 read with Listing Regulations, which is forming part of the Postal Ballot Notice for approval of the Members of the Company.

In accordance with the General Circulars issued by the Ministry of Corporate Affairs as listed in the Notice, the Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members/List of Beneficial Owners as received from S K Infosolutions Private Limited, the Company's Registrar and Transfer Agent ('RTA') /Depositories as on Friday, December 26, 2025 ('Cut-Off date') and whose email addresses are registered with the Company / RTA / Depository Participants (in case of electronic shareholding) or who will register their email address in accordance with the process outlined in the Notice. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.

Further the Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-voting facility to its members and accordingly, the communication of assent or dissent of the Members would only take place through the remote e-voting system. The remote e-voting shall commence on Monday, January 05, 2026, from 9:00 A.M. (IST) and shall end on Tuesday, February 03, 2026, till 5:00 P.M. (IST). Thereafter the remote e-voting module shall be disabled by NSDL for voting thereafter.

The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off date. The instructions for remote e voting are provided in the Notes to Postal Ballot Notice and the results of the Postal Ballot along with the Scrutinizer's report shall be announced on or before Thursday, February 05, 2026.

The Postal Ballot Notice is also being made available on the website of the Company at www.reliancejute.com and on the website of NSDL at www.evoting.nsdl.com.

We request you to kindly take the above information on your record.

Thanking you,

Yours faithfully,

For Reliance Jute Mills (International) Ltd.

RAHUL
AGARWAL

Digitally signed by
RAHUL AGARWAL
Date: 2026.01.05
13:05:12 +05'30'

(Rahul Agarwal)

Company Secretary

Encl: As stated above

UNIT: RELIANCE JUTE MILLS

13/C, KASHINATH MULLICK LANE, FIRST FLOOR, KOLKATA-700073

Email : mktgho@reliancejute.com, financeho@reliancejute.com,

storesho@reliancejute.com, legal@reliancejute.com, Web: www.reliancejute.com

CIN: L17125WB1996PLC081382



CIN: L17125WB1996PLC081382

Registered Office: 13/C, KASHINATH MULLICK LANE, FIRST FLOOR, KOLKATA-700073
Email: financeho@reliancejute.com, legal@reliancejute.com,
Tel: 033 4802 6946, Web: www.reliancejute.com

POSTAL BALLOT NOTICE

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

Notice is hereby given that the resolution(s) set out below are proposed to be passed by the Members of Reliance Jute Mills (International) Limited ("the Company") by means of Postal Ballot through remote electronic voting ("remote e-voting") pursuant to the provisions of Sections 108, 110 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") [including any statutory modifications or re-enactments thereof, for the time being in force] and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for inter-alia conducting postal ballot through remote e-voting vide General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, read with other related circulars including General Circular No. 03/2025 dated September 22, 2025 ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations (if any).

The explanatory statement pursuant to Section 102(1) of the Act setting out all material facts relating to the resolution(s) mentioned in this Postal Ballot Notice is attached.

In compliance with the MCA Circulars and pursuant to Section 110 of the Act and the Rules made thereunder, the Company will send Postal Ballot Notice only by e-mail to all its shareholders who have registered their e-mail addresses with the Company/ Registrar and Share Transfer Agent ("RTA") or Depository/ Depository Participants and physical copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot. Accordingly, shareholders are required to communicate their assent or dissent through the remote e-voting process only. The Board of Directors of the Company have appointed Smt. Kanchan Yadav of M/s. K Y & Associates, Company Secretary in Whole-time Practice (CP No. 14939), as Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner and she has communicated her willingness to be appointed and will be available for the said purpose.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI LODR Regulations and the MCA Circulars, the Company has provided remote e-voting facility only for this postal ballot process. The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to the Members of the Company. Please refer instructions for remote e-voting given after the proposed resolution(s) for the process and way remote e-voting is to be carried out.

Remote e-voting period shall commence on **Monday, January 05, 2026 (9:00 A.M. IST)** and end on **Tuesday, February 03, 2026 (5:00 P.M. IST)**. Members are requested to carefully read the instructions while expressing their assent or dissent and cast vote through remote e-voting not later than the close of working hours at **5:00 P.M. (IST) on Tuesday, February 03, 2026**.

Upon completion of remote e-voting, the Scrutinizer will submit her report to the Chairman of the Company or any other person authorized by him in writing, who shall countersign the same. The results of postal ballot will be announced on or before **5:00 P.M. (IST), Thursday, February 05, 2026**, at the Registered Office of the Company. The results along with the Scrutinizer's report would be displayed at the Registered Office of the Company and shall be submitted with the National Stock Exchange of India Limited and The Calcutta Stock Exchange Limited where the shares of the Company are presently listed. Additionally, the results will also be uploaded on the Company's website viz. www.reliancejute.com and on website of NSDL viz. www.evoting.nsdl.com.



CIN: L17125WB1996PLC081382

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SPECIAL BUSINESS

1. Payment of remuneration to Directors other than Managing Director or Whole-time Director.

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

"RESOLVED THAT pursuant to the provisions of Section 197, 198 and Schedule V and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for payment of remuneration to Shri Mayank Goyal (DIN: 06476192), Non-Executive Director of the Company @ Rs.5,00,000/- (Rupees Five Lacs) only per month with effect from 1st October, 2025 which may exceed one percent per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013, as amended,

RESOLVED FURTHER THAT the consent of the members of the Company be and is hereby accorded for payment of aforesaid remuneration even if due to the above payment the total managerial remuneration is in excess to the over-all limit specified in Section 197 of the Act for respective year.

RESOLVED FURTHER THAT the above remuneration shall be in addition to fee payable to the Director(s) for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever, and in the event there is no profit or inadequate profit, they shall be paid such amount as may be decided by the Board of Directors, in accordance with the limits specified in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and / or expedient in connection therewith or incidental thereto, to give effect to this resolution including but not limited to alter and vary remuneration as it may deem fit within the aforesaid limit."

2. Payment of remuneration to Directors other than Managing Director or Whole-time Director.

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

"RESOLVED THAT pursuant to the provisions of Section 197, 198 and Schedule V and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for payment of remuneration to Shri Akhil Jain (DIN: 06635949), Non-Executive Director of the Company @ Rs.5,00,000/- (Rupees Five Lacs) only per month with effect from 1st October, 2025 which may exceed one percent per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013, as amended,

RESOLVED FURTHER THAT the consent of the members of the Company be and is hereby accorded for payment of aforesaid remuneration even if due to the above payment the total managerial remuneration is in excess to the over-all limit specified in Section 197 of the Act for respective year.



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RESOLVED FURTHER THAT the above remuneration shall be in addition to fee payable to the Director(s) for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever, and in the event there is no profit or inadequate profit, they shall be paid such amount as may be decided by the Board of Directors, in accordance with the limits specified in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and / or expedient in connection therewith or incidental thereto, to give effect to this resolution including but not limited to alter and vary remuneration as it may deem fit within the aforesaid limit."

3. Approval of remuneration to be paid to Non-Executive Non-Independent Director of the Company who will hold an Office or Place of Profit in the Company

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

"RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and after taking into account recommendation of the Nomination and Remuneration Committee and Audit Committee and of the Board of Directors, the consent of the members of the Company be and is hereby accorded for payment of remuneration by way of monthly salary of Rs.5,00,000/- (Rupees Five Lacs) only with effect from October 01, 2025 to Shri Mayank Goyal , (DIN:06476192) Non-Executive Director, who will hold office or place of profit, as Non-Executive Non-Independent Director in accordance with the policy of the Company .

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary the present remuneration in accordance with the provisions of the Companies Act, 2013, of Shri Mayank Goyal holding office or place of profit within the maximum limit as approved by the shareholders.

RESOLVED FURTHER THAT the Board of Directors or any other person authorised by the Board of Directors be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolutions."

4. Approval of remuneration to be paid to Non-Executive Non-Independent Director of the Company who will hold an Office or Place of Profit in the Company

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

"RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and after taking into account recommendation of the Nomination and Remuneration Committee and Audit Committee and of the Board of Directors, the consent of the members of the Company be and is hereby accorded for payment of remuneration by way of monthly salary of Rs.5,00,000/- (Rupees Five Lacs) only with effect from October 01, 2025 to Shri Akhil Jain, (DIN:06635949) Non-Executive Director, who will hold office or place of profit, as Non-Executive Non-Independent Director in accordance with the policy of the Company .

RESOLVED FURTHER THAT the Board of Directors has the liberty to alter and vary the present remuneration in accordance with the provisions of the Companies Act, 2013, of Shri Mayank Goyal holding office or place of profit within the maximum limit as approved by the shareholders.



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RESOLVED FURTHER THAT the Board of Directors or any other person authorised by the Board of Directors be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolutions."

By Order of the Board
For Reliance Jute Mills (International) Ltd

Place: Kolkata

Date: 31st December, 2025

Rahul Agarwal

Company Secretary

Membership No. ACS-49475

NOTES:

1. Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") setting out material facts relating to the Special Business (being considered unavoidable by the Board of Directors) is annexed hereto.
2. In compliance with the circulars issued by the Ministry of Corporate Affairs for inter-alia conducting postal ballot through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, read with other related circulars including General Circular No. 03/2025 dated September 22, 2025 ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India ("SS-2"), this Postal Ballot Notice along with explanatory statement ("Notice") and remote e-voting instructions are being sent only by e-mail to all those Members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent ("RTA") or Depository/Depository Participants ("DP") and whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, January 02, 2026**. Members may note that this Notice will also be available on Company's website (www.reliancejute.com), Stock Exchange's website (www.cse-india.com) and National Securities Depository Limited ('NSDL') website (www.evoting.nsdl.com).
5. In compliance with the requirements of MCA Circulars, physical copy of this Notice along with postal ballot forms and pre-paid business envelope will not be sent to the members for this postal ballot and accordingly, the members are required to communicate their assent or dissent through remote e-voting process only.
6. Voting right of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on **Friday, January 02, 2026** ("Cut-off date"). A person, whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the **Cut-off date** shall only be entitled to cast their vote through remote e-voting. A person who is not a member as on the **Cut-off date** should treat this Notice for information purpose only.
7. To comply with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI LODR Regulations, SS-2 and MCA Circulars, Members are provided with the facility to cast their vote electronically through remote e-voting services provided by NSDL. Instructions for remote e-voting are provided in the Notice.
8. Remote e-voting period shall commence on **Friday, January 05, 2026 (9:00 A.M. IST)** and end on **Tuesday, February 03, 2026 (5:00 P.M. IST)**. During this period, Members of the Company holding shares either in physical or dematerialized form as on the **Cut-off date, i.e. Friday, January 02, 2026** (including those Members who may not have received this Notice due to non-registration of their e-



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mail address with the Company or the Depositories/ Depository Participants), may cast their vote electronically in respect of the resolution(s) as set out in this Notice only through remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter.

9. During the remote e-voting period, members can login at NSDL e-voting platform any number of times till they have voted on the resolution(s). Once the vote on resolution is cast by a Member, whether partially or otherwise, Member shall not be allowed to change it subsequently or cast the Vote again.
10. Results of postal ballot will be announced not later than by **5:00 P.M. (IST) on Thursday, February 05, 2026**, at Registered Office of the Company. The results declared along with the Scrutinizer's Report would be displayed at the Registered Office of the Company, will be submitted with The Calcutta Stock Exchange Limited where the shares of the Company are presently listed. Additionally, the results along with the Scrutinizer's Report will also be uploaded on the Company's website viz. www.reliancejute.com and on website of NSDL viz. www.evoting.nsdl.com.
11. The resolution(s), if passed by requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e. **February 03, 2026**.
12. Members are requested to note that S. K. Infosolutions Private Limited, D/42, Katju Nagar Colony, Near South City Mall, PO & PS-Jadavpur, Kolkata-700032, is Registrar and Share Transfer Agent ('RTA') of the Company to manage the work related to shares held in physical and dematerialized form.
13. Members holding shares in physical form and who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail to the Company at legal@reliancejute.com or by sending a request to S. K. Infosolutions Private Limited, RTA through e-mail at contact@skcinfo.com and skcdilip@gmail.com or contact at 033-2412 0027/2412 0029. Members holding Shares in demat form are requested to register their e-mail address with their Depository Participants only. The registered e-mail address will be used for sending future communications.
14. SEBI vide its notifications dated June 8, 2018, November 30, 2018, and January 24, 2022, mandated that securities of listed companies can be transferred only in dematerialized form. Accordingly, the Company has stopped accepting any fresh lodgement of transfer of shares in physical form including transmission and transposition requests. In view of the above and to avail various benefits of dematerialization, Members holding shares in physical form are requested to dematerialize the shares held by them in physical form.
15. SEBI has mandated furnishing of PAN, KYC details (i.e., Postal Address with PIN Code, email address, mobile number, bank account details) by holders of securities in physical form and nomination details by all security holders. Any service request or complaint received from a member holding shares in physical form will not be processed until the aforesaid details / documents are provided to RTA. Relevant details and prescribed forms in this regard are available on website of the Company at www.reliancejute.com
16. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023 and SEBI/ HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 20, 2023 read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated December 28, 2023 had issued guidelines towards an additional mechanism for investors to resolve their grievances by way of Online Dispute Resolution ('ODR') through a common ODR portal. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievance with the Company/its RTA directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal <https://smartodr.in/login>. Members can access the SEBI Circulars on the website of SEBI at www.sebi.gov.in.
17. Instructions for remote e-voting are as below:
Step 1: Log-in to NSDL e-voting system at www.evoting.nsdl.com
Step 2: Cast your vote electronically on NSDL e-voting system.



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Details on Step 1 are mentioned below:

1. Login method for remote e-voting for individual shareholders holding securities in demat mode

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on 'e-voting facility provided by Listed Companies' read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/ Depository Participants to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and email ID with their DPs to access e-voting facility.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. OTP based login</p> <p>(i) Click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp.</p> <p>(ii) Enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP.</p> <p>(iii) Enter the OTP received on registered email id/mobile number and click on login.</p> <p>(iv) After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page.</p> <p>(v) Click on company name or e-voting service provider i.e. NSDL. You will be redirected to e-voting website of NSDL to cast your vote during the remote e-voting period.</p> <p>2. (i) Visit e-services website of NSDL viz. https://eservices.nsdl.com</p> <p>(ii) Click on the 'Beneficial Owner' icon under 'Login' available under 'IDeAS' section.</p> <p>(iii) Enter User ID and Password. After successful authentication, click on 'Access to e-Voting' appearing on the left-hand side under e-voting services and you will be able to see e-voting page.</p> <p>(iv) Click on Company name or e-voting service provider i.e. NSDL. You will be re-directed to e-voting website of NSDL to cast your vote during the remote e-voting period.</p> <p>3. User not registered for IDeAS facility</p> <p>(i) Click on link: https://eservices.nsdl.com and select 'Register Online for IDeAS Portal'</p> <p style="text-align: center;">OR</p> <p>Click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>(ii) Proceed with completing the required fields.</p> <p>(iii) Follow steps mentioned in point no. 1 above.</p> <p>4. Alternatively, by directly accessing the e-voting website of NSDL</p> <p>(i) Visit e-voting website of NSDL viz. https://www.evoting.nsdl.com</p> <p>(ii) Click on the icon 'Login' available under 'Shareholder/Member' section.</p> <p>(iii) On the Login page, enter your User ID (i.e. your 16 characters demat account number held with NSDL), Password/ OTP and a verification code as shown on the screen.</p> <p>(iv) After successful authentication, you will be redirected to NSDL website wherein you can see e-voting page. Click on Company name or e-voting service provider i.e. NSDL. You will be re-directed to e-voting website of NSDL to cast your vote during the remote e-voting period.</p>

Type of shareholders	Login Method
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5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. User already registered for Easi/Easiest:
 - (i) Visit URL: <https://web.cdslindia.com/myeasitoken/home/login>
OR
www.cdslindia.com and click on ‘Login’ and select ‘My Easi New (Token)’
 - (ii) Enter your User ID and Password.
 - (iii) After successful authentication, the user will be able to see the e-voting menu having link of e-voting service provider i.e. NSDL. Click on NSDL to cast your vote.
2. User not registered for Easi/Easiest:
 - (i) Click on link: URL: <https://web.cdslindia.com/myeasitoken/home/login> and register for Easi or Easiest
 - (ii) Proceed with completing the required fields.
 - (iii) Follow steps mentioned in point no. 1 above.
3. Alternatively, by directly accessing the e-Voting website of CDSL:
 - (i) Visit www.cdslindia.com and select ‘E Voting’.
 - (ii) Provide your demat account number and PAN.
 - (iii) System will authenticate user by sending OTP on registered Mobile No. & Email Id as recorded in the demat account.
 - (iv) After successful authentication, user will be provided link for the e-voting service provider i.e. NSDL where the e-voting is in progress.

Type of shareholders	Login Method
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Individual Shareholders (holding securities in demat mode) login through their Depository Participant (DP)

- (i) You can login using the credentials of your demat account through the website of your DP registered with NSDL/CDSL, for remote e-Voting.
- (ii) Once logged-in, you will be able to see ‘e-Voting’ option. Once you click on ‘e-Voting’ option and after successful authentication, you will be re-directed to e-voting module of NSDL/CDSL wherein you can see e-Voting feature.
- (iii) Click on options available against Company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL to cast 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 above-mentioned website(s).

Helpdesk details 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	Please contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at toll free no.: 022-4886-7000
Individual Shareholders holding securities in demat mode with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800-21-09911

2. Login Method for remote e-voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

1. Visit the e-voting website of NSDL. Open web browser by clicking the 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, Password/OTP and a verification code as shown on the screen.
4. 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.
5. 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***

6. 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 e-mail ID. Trace the e-mail 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 address are not registered'.



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

Details on Step 2 are mentioned below:

Step 2: 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 is in active status.
2. Select ‘EVEN’ of the Company 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 ‘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 / Corporate 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 at sanjaygrover7@gmail.com with a copy marked to evoting@nsdl.com. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ 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 query, 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 toll free no. 022-4886-7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com or at 301, 3rd Floor, Naman Chambers, G Block, Plot No. C-32, Bandra Kurla Complex, Bandra East, Mumbai-400051.



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Process for those shareholders whose email address are not registered with the Depositories for procuring user id and password and registration of email address for e-voting on the resolution(s) set out in this Postal Ballot Notice:

1. **Physical Holding:** Send a request to S K Infosolutions Private Limited, Registrar and Share Transfer Agent at contact@skcinfo.com or skcdilip@gmail.com providing your name, folio no., scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card and self-attested scanned copy of Aadhaar Card, for registering e-mail address.
2. **Demat Holding:** Please contact your DP and register your e-mail address in your demat account, as per the process advised by your DP.
If you are an individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 i.e. Login method for remote e-voting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholders 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 no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on 'e-voting facility provided by Listed Companies' read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1 & 2

The Company's Non-Executive Directors are professionals with high level of expertise and have rich experience in functional areas such as business strategy, business development, corporate governance, finance & taxation, security-IT domain expertise, risk management amongst others.

Non-Executive Directors are actively involved in various decision-making process and are making valuable contributions towards business development, governance, long term strategy and compliances.

Regulatory requirements, corporate governance norms have been strengthened by the Companies Act, 2013 (Act) and the SEBI LODR with key emphasis on effective governance, risk management, statutory compliances etc. and thereby placing increased accountability on the Board. The role and responsibilities of the Board particularly the Non-Executive Directors have increased more requiring greater time commitments and attention, which reflects in the financial performance.

The threshold limit prescribed for remuneration payable to Non-Executive Directors under Section 197 of the Act is 1% of the net profits of the Company if there is a Managing Director, Whole-time Director or Manager. However, sitting fees paid to the Non-Executive Directors are outside the purview of the above limits. The threshold limit of 1% can be modified by passing a **Special Resolution** by the shareholders of the company.

The Board has at its meeting held on **December 31, 2025** on recommendation of Nomination and Remuneration Committee, subject to the approval of the Members, approved payment of remuneration exceeding in aggregate, 1% per annum of the net profits of the Company computed in the manner referred to in Section 198 of the Companies Act, 2013 to Shri Mayank Goyal and Shri Akhil Jain, Non-Executive Non-Independent Directors of the Company with effect from October 01, 2025.

In the event there are no profits or profits are inadequate, the Company shall pay to Shri Mayank Goyal and Shri Akhil Jain, Non-Executive Non-Independent Directors of the Company by way of monthly remuneration of Rs.5,00,000/- (Rupees Five Lacs) only to each of them in accordance with the limits specified in Schedule V to the Companies Act, 2013.



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Shri Mayank Goyal and Shri Akhil Jain, Non-Executive Non-Independent Directors along with their relatives are deemed to be concerned or interested, financially or otherwise in the Resolution at Item No.1 & 2 of the Notice to the extent of remuneration that may be received by them.

Except Shri Surendra Kumar Agarwal, Executive Chairman and Shri Sunil Jain, Managing Director, no other Director and/or Key Managerial Personnel of the Company and/or their relatives are financially or otherwise interested in this resolution.

Disclosure as required under Schedule V to the Companies Act, 2013 is given hereunder:

I. General Information

1.	Nature of Industry	Manufacturing of Jute Bags, Jute Yarn, Hessian and other related jute products, selling and exporting the same.			
2.	Date or expected date of commencement of commercial production	1 st October, 1996			
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable			
4.	Financial Performance on key indicators	Standalone Financial Performance (Rs. In Lacs)			
		Years	2024-25	2023-24	2022-23
	Revenue from operations and other income	34,699.39	33,578.11	30,470.40	
	Total Expenses	34,410.72	33,405.40	31,552.14	
	Profit/(loss) before tax (continuing operations)	288.67	118.82	(1,019.86)	
	Profit/(loss) after tax (continuing operations)	55.34	2,808.62	(1,021.91)	
5.	Foreign Investment or Collaborations, if any	There is no foreign collaboration in the Company.			

II. Information about the Directors

Sl. No.	Particulars	Shri Mayank Goyal	Shri Akhil Jain
1.	Background details	Shri Mayank Goyal, aged about 39 years, has over 12 years of experience in finance and administration. He has brilliant professional skills, and his decision-making capacity is excellent. He is self-motivated dynamic Director dedicated to building strong and beneficial relationships with the persons through strategic planning to promote growth. He is B. Com., CA, and CS.	Shri Akhil Jain, aged about 38 years, has over 12 years of experience in marketing. His marketing skills are excellent. He is young and highly motivated enthusiastic Director. He is very energetic and highly trained marketing person devoted to effective and innovative ideas to increase the sale of products with a wide reach to the buyers. He is B. Com., MBA.



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2.	Past Remuneration	He has not received any remuneration from the Company since his appointment.	He has not received any remuneration from the Company since his appointment.
3.	Recognition or Awards	N.A.	N.A.
4.	Job profile and his suitability	Shri Mayank Goyal has over 12 years of experience and has skills/expertise in formulation of business, strategy and business development, business governance and administration.	Shri Akhil Jain has over 12 years of experience and has skills/expertise in marketing and communication
5.	Remuneration proposed	Monthly salary of Rs. 5,00,000/- (Rupees Five Lacs) only as recommended by the Board of Director on recommendation of Nomination and Remuneration Committee of the Company which may exceed the limits prescribed under Sections 197 and 198 of the Companies Act, 2013 read with Schedule V.	Monthly salary of Rs. 5,00,000/- (Rupees Five Lacs) only as recommended by the Board of Director on recommendation of Nomination and Remuneration Committee of the Company which may exceed the limits prescribed under Sections 197 and 198 of the Companies Act, 2013 read with Schedule V.
6.	Comparative remuneration profile with respect of industry, size of Company, profile of the position and person (in case of expatriates the relevant details would be with reference to the country of his origin.)	Considering the size of the Company, industry benchmark in general, profile, position, responsibility and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.	Considering the size of the Company, industry benchmark in general, profile, position, responsibility and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the Company or the relationship with the Managerial Personnel, if any.	Shri Mayank Goyal holds 3,00,000 equity shares of the Company forming part of the promoter group. He is son of Shri Surendra Kumar Agarwal, Promoter and Executive Chairman of the Company. There is no other pecuniary relationship with the Company or Managerial Personnel.	Shri Akhil Jain holds 2.70.386 equity shares of the Company forming part of the promoter group. He is son of Shri Sunil Jain, Promoter and Managing Director of the Company. There is no other pecuniary relationship with the Company or Managerial Personnel.

III. Other Information

1.	Reasons for loss or inadequate profits	During the FY 2023-24 and FY 2024-25, the performance of the Company was better as compared to previous Financial Years but it fell short of adequate profits for payment of managerial remuneration under Section 197 and Schedule V of the Companies Act, 2013. The main reasons for loss/inadequacy of profits during the previous financial years were high labour cost, borrowing cost, business condition in global markets and cost of other inputs for the industry.
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2.	Steps taken or proposed to be taken for improvements	The Company has taken several steps to reduce the cost of production and other operational expenses to improve the profit. Further, steps have been taken for fast renovation of the existing machineries. Traditional machinery are being replaced by modern automatic machinery to increase the production and productivity of working at the Mill. The Company is also exploring new export markets to increase its exports.
3.	Expected increase in productivity and profits in measurable terms	The Company expects that the financial health of the Company will gradually improve in the following years.

IV. Other Disclosures

1.	Remuneration Package	Details of remuneration package has been mentioned in the resolutions proposed to be passed.
2.	Details of Fixed Component and performance linked incentives along with the performance criteria	The remuneration package is fixed as a consolidated amount by way of monthly salary. No performance linked incentive is proposed to be given.
3.	Service Contracts. Notice Period, Severance fees, etc.	The position of Non-Executive Non-Independent Directors is subject to retirement by rotation at the Annual General Meeting and are re-appointed at the same General Meeting by the members of the Company if they are not disqualified otherwise and offer themselves for re-appointment. They are free to cease to be Director by serving 30 days' Notice to the Company.
4.	Stock Option Details, if any	NA

Item No. 3 & 4: Approval for payment of remuneration to Shri Mayank Goyal and Shri Akhil Jain Non-Executive Non-Independent Directors who will hold an office or place of profit in the Company

Shri Mayank Goyal and Shri Akhil Jain were appointed as Director of the Company with effect from 22nd June 2022 in the category of Non-Executive Non-Independent Directors. Considering the financial health of the Company, both Directors waived to accept even the sitting fees for attending the Board or Committee meetings of the Company. Since, the Company has started to earn profits for the last two financial years and the contribution made by them to the Company's affairs, it is proposed to pay them remuneration by way of monthly salary of Rs.5,00,000/- (Rupees Five Lacs) only to each of them with effect from October 01, 2025.

Shri Mayank Goyal is son of Shri Surendra Kumar Agarwal, Promoter and Executive Chairman and Shri Akhil Jain is son of Shri Sunil Jain, Promoter and Managing Director of the Company. Moreover, both Directors hold shares in the Company and belong to Promoter group. If the proposed remuneration by way of monthly salary will be paid to them by the Company, their office will be treated as holding an office or place of profit in the Company with effect from October 01, 2025.

The provisions of Section 188(1)(f) of the Companies Act, 2013 ("the Act"), govern the related party/ies appointment to any office or place of profit in the Company, and the Company is required to seek approval of shareholders by way of an Ordinary Resolution, when proposed remuneration exceeds the thresholds provided in Rule 15(3)(b) of Companies (Meetings of Board and its Powers) Rules, 2014.

The Board of Directors of the Company on the recommendation of the Audit Committee and Nomination & Remuneration Committee, at its meeting held on December 31, 2025, has approved for payment of remuneration by way of monthly salary of Rs. 5,00,000/- (Rupees Five Lacs) only to each of Shri Mayank Goyal and Shri Akhil Jain as per the policy of the Company which may exceed the threshold limit of 1% of the net profit of the Company as provided under Section 197 of the Companies Act, 2013.



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Shri Mayank Goyal and Shri Akhil Jain, Non-Executive Non-Independent Directors along with their relatives are deemed to be concerned or interested, financially or otherwise in the Resolution at Item No.3 & 4 of the Notice to the extent of remuneration that may be received by them.

Except Shri Mayank Goyal and Shri Akhil Jain, Directors, Shri Mayank Goyal and Shri Akhil Jain, Directors, Shri Surendra Kumar Agarwal, Executive Chairman and Shri Sunil Jain, Managing Director, no other Director and/or Key Managerial Personnel of the Company and/or their relatives are financially or otherwise interested in this resolution.

A statement of disclosures as required under Rule 15 (3) of the Companies (Meetings of Board and its Powers) Rules 2014 is given hereunder:

1.	Name of the Related Party	Shri Mayank Goyal	Shri Akhil Jain
2.	Name of the Directors or Key Managerial Personnel who is related	Shri Surendra Kumar Agarwal, Executive Chairman	Shri Sunil Jain, Managing Director
3.	Nature of relationship	Shri Mayank Goyal is son of Shri Surendra Kumar Agarwal, Promoter and Executive Chairman of the Company	Shri Akhil Jain is son of Shri Sunil Jain, Promoter and Managing Director of the Company
4.	Nature, material terms, monetary value and particulars of the contract or arrangement	In the proposed arrangement Shri Mayank Goyal will be paid monthly salary of Rs.5,00,000/- (Rupees Five Lacs) only with effect from October 01, 2025	In the proposed arrangement Shri Akhil Jain will be paid monthly salary of Rs.5,00,000/- (Rupees Five Lacs) only with effect from October 01, 2025
5.	Any other information relevant or important for the members to take a decision on the proposed resolution	Shri Mayank Goyal, aged about 39 years, has over 12 years of experience in finance and administration. He has brilliant professional skills, and his decision-making capacity is excellent. He is self-motivated dynamic Director dedicated to building strong and beneficial relationships with people through strategic planning to promote growth. He is B. Com., CA and CS.	Shri Akhil Jain, aged about 38 years, has over 12 years of experience in marketing. His marketing skills are excellent. He is young and highly motivated enthusiastic Director. He is very energetic and highly trained marketing person devoted to effective and innovative ideas to increase the sale of products with a wide reach to the buyers. He is B. Com., MBA
		Pursuant to the recommendations of the Audit Committee and Nomination & Remuneration Committee, the Board of Directors recommends the Resolution set out in Item No. 3 & 4 as an Ordinary Resolutions for your approval. Other than Shri Mayank Goyal and Shri Akhil Jain, Non-Executive Directors, Shri Surendra Kumar Agarwal, Executive Chairman and Shri Sunil Jain, Managing Director, none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the above Resolutions.	

By Order of the Board
For Reliance Jute Mills (International) Ltd

Rahul Agarwal

Company Secretary

Membership No. ACS-49475

Place: Kolkata

Date: December 31, 2025

