



JKTIL:SECTL:SE:2022

Date: 29 DEC 2022

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Scrip Code: 530007	National Stock Exchange of India Ltd. Exchange Plaza, C -1, Block G, Bandra -Kurla Complex, Bandra (E), Mumbai - 400 051. Scrip Code: JKTYRE
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Dear Sir,

Re. **Notice of Postal Ballot**

(1) This is further to our letter dated 1st November 2022, informing that the Board of Directors appointed Shri Subhrakant Panda (DIN: 00171845) as an Additional Director in the category of Independent Director, subject to requisite approval of the Members of the Company.

(2) In this connection, we enclose herewith Notice of Postal Ballot dated 22nd December 2022 being dispatched to the members, as on 16th December 2022. The resolution together with the Statement under Section 102 of the Companies Act, 2013 and instructions for voting are self-explanatory.

(3) We may further inform that the voting period begins on 1st January 2023 (10.00 A.M.) and ends on 30th January 2023 (5.00 P.M.).

Thanking you,

Yours faithfully,
For JK Tyre & Industries Ltd.

(PK Rustagi)
Vice President (Legal) & Company Secretary

cc to:

- (1) National Securities Depository Ltd.
Trade World, 4th Floor Kamala Mills,
Compound, Senapati Bapat Marg,
Lower Parel, Mumbai-400 013
- (2) Central Depository Services (India) Ltd.
A Wing, 25th Floor, Marathon Futurex,
Mafatlal Mills Compound, NM Joshi Marg,
Lower Parel (E), Mumbai - 400013
- (3) Alankit Assignments Ltd.,
4E/2, Alankit House,
Jhandewalan Extension,
New Delhi-110 055

Encl: As Above

Admin. Off.: 3, Bahadur Shah Zafar Marg, New Delhi-110 002, Fax: 91-11-23322059, Phone: 91-11-66001112, 66001122

Regd. Off.: Jaykaygram, PO - Tyre Factory, Kankroli - 313 342 (Rajasthan), Fax : 02952-232018, Ph. : 02952-233400 / 233000

Website : www.jktyre.com CIN : L67120RJ1951PLC045966



VIKRANT



3, Bahadur Shah Zafar Marg, New Delhi-110 002

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013)

Notice is hereby given to the Members of the Company, pursuant to the provisions of Section 110 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules 2014, other applicable laws and regulations, including any statutory modification(s) or re-enactment(s) thereof, if any, that the resolution(s) appended below is/are proposed to the Members of the Company to be passed as Special Resolution(s) by way of Postal Ballot:

To consider and, if thought fit, to give assent or dissent to the following Special Resolution(s):

“RESOLVED that Shri Subhrakant Panda (DIN: 00171845), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 2nd November, 2022 in terms of Section 161 of the Companies Act, 2013 read with the Articles of Association of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

“RESOLVED FURTHER that pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Subhrakant Panda be and is hereby appointed as an Independent Director of the Company to hold the office for a term of five consecutive years with effect from 2nd November, 2022.”

Regd. Office: By Order of the Board
Jaykaygram, PO-Tyre Factory,
Kankroli - 313 342(Rajasthan)
Phone: 02952-233400/233000
Fax: 02952-232018
Email id: investorjktyre@jkmail.com
CIN: L67120RJ1951PLC045966 Pawan Kumar Rustagi
Website: www.jktyre.com Vice President (Legal)
Date: 22nd December, 2022 & Company Secretary

NOTES:

- Statement pursuant to Section 102 of the Companies Act, 2013 (Act), setting out the material facts concerning the resolution mentioned in this Postal Ballot Notice is annexed hereto.
- The Company has appointed Smt. Preeti Grover (Certificate of Practice no. 6065) of M/s PG & Associates, Company Secretaries, as Scrutinizer and Shri Satish K. Kapoor (Membership no. 094823) of M/s Satish K. Kapoor & Co., Chartered Accountants, as Alternate Scrutinizer, for conducting the postal ballot/remote e-voting in a fair and transparent manner and she/he has communicated her/his willingness to be appointed and be available for the purpose of ascertaining the requisite majority.
- Relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Act, shall be available for inspection at the Registered Office and the copies thereof at the Administrative Office of the Company during normal business hours (between 11.00 A.M. to 1.00 P.M.) on all working days up to and including the date of declaration of the results of Postal Ballot.
- The Notice is being sent to all the Members/Beneficiaries, whose names appear on the Register of Members/Record of Depositories as on 16th December, 2022. Voting Rights shall be reckoned on the paid-up value of shares registered in the name of the Member(s) as on that date and any person who is not a member as on that date should treat this Notice for information purposes only.
- The Postal Ballot Notice is being sent to the Members whose email addresses are registered with the Company/Depository Participants through e-mail and to all other Members by post along with Postal Ballot Form and self-addressed Business Reply Envelope. The Notice of Postal Ballot is also placed on the website of the Company at www.jktyre.com and websites of the stock exchanges, i.e., BSE Ltd. and National Stock Exchange of India Ltd. at www.bseindia.com and www.nseindia.com, respectively. The Notice of the Postal Ballot is also available on the website of Central Depository Services (India) Ltd. (CDSL) at www.evotingindia.com
- In compliance with the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “the SEBI Listing Regulations”), the Company is pleased to offer remote e-voting facility as an option to all its Members to enable them to cast their vote electronically instead of dispatching postal ballot forms through e-voting services provided by CDSL. Remote E-voting is optional for Members. The detailed instructions for remote e-voting are given in this Postal Ballot Notice.
- Please note that Members cannot vote both by post and e-voting and in case of voting by both the modes, voting through post shall be treated as invalid.
- The Members who have been sent this Notice electronically and who do not want to avail e-voting facility organized through CDSL or any member who has not received Postal Ballot Form, such Member may send a request to the Registrar and Share Transfer Agent of the Company at their e-mail id ‘rta@alankit.com’, for obtaining the Notice and Postal Ballot form/Duplicate Postal Ballot form, in physical form from the Company. The Members should send back the Postal Ballot Form duly completed, so as to ensure that it reaches back the Scrutinizer by 5:00 P.M. on or before 30th January, 2023.
- There will be one Postal Ballot Form/e-voting for every Folio/Client ID irrespective of the number of joint holders.
- Voting rights in the Postal Ballot cannot be exercised by a proxy.
- The Scrutinizer will submit her/his report as soon as possible after the last date of receipt for postal ballot forms/e-voting i.e., 30th January, 2023, but not later than 1st February, 2023.
- The Scrutinizer’s decision on the validity of a postal ballot/e-voting will be final.
- The Chairman and in his absence any other authorised representative will declare/announce the result of the postal ballot/e-voting at the Administrative Office of the Company on or before Wednesday, 1st February, 2023, before close of business hours. The resolution(s) of postal ballot shall be deemed to have been passed on 30th January, 2023, being the last date for receipt of duly completed postal ballot forms and e-voting.
- The Results declared along with the Scrutinizer’s Report shall be placed on the website of the Company at www.jktyre.com and on the website of CDSL at www.evotingindia.com and communicated to the Stock Exchanges on which equity shares of the Company are listed i.e., www.bseindia.com and www.nseindia.com. The results of the voting of postal ballot will also be displayed at the Notice Board at the Registered Office and the Administrative Office of the Company.

15. APPOINTMENT OF DIRECTOR:

Brief profile of the Director proposed to be appointed:

Shri Subhrakant Panda, aged 51 years, is Managing Director of Indian Metals & Ferro Alloys Ltd. which was established in 1961 and is today the country's leading producer of value added ferro chrome with own chrome ore mines and captive power generation.

He is currently President of the Federation of Indian Chambers of Commerce & Industry (FICCI), India's apex business chamber, having earlier served as Chairman of the Odisha State Council and the National Manufacturing Committee. He is Past President of the International Chamber of Commerce (India Chapter) and is also only the third Indian to have been elected President (2013-15) of the Paris based International Chromium Development Association (ICDA).

Shri Panda graduated with honours *summa cum laude* from the Questrom School of Business, Boston University in 1993 with a dual concentration in Finance and Operations Management. He has been recognised for his outstanding scholastic achievement by being named to the *Beta Gamma Sigma Honour Society for Collegiate Schools of Business and Golden Key National Honour Society*. He is a keen reader and his interests include technology. Shri Subhrakant Panda has skills in the areas of business philosophy, entrepreneurship, community service, finance, operations management and technology and meets the requirements.

After Shri Subhrakant Panda was appointed as a director on the Board and up to the date of the Notice of Postal Ballot, no Board Meeting was held. Shri Subhrakant Panda does not hold any Equity Share of the Company and he is not related to any director or Key Managerial Personnel of the Company. The terms and conditions of his appointment are as per the Resolution as given in the Notice of Postal Ballot read with statement under Section 102 of the Companies Act, 2013. As an Independent Director of the Company, he is entitled to fee for participating in the meetings of the Board or committees thereof, reimbursement of expenses for participating in the said meetings and profit related commission, within the limits stipulated under the Companies Act, 2013 and the approval of the Members, wherever applicable.

His other Directorships: (A) Listed Companies - He is the Managing Director of Indian Metals & Ferro Alloys Limited. He is a Director of Paradeep Phosphates Limited and Goa Carbon Limited. (B) Unlisted Companies – He is Chairman of Utkal Coal Limited and a Director of Utkal Real Estate Private Limited and Carolina Consulting Private Limited. Chairmanship/ Membership of Shri Panda in the Committees of Directors in other Companies in terms of Regulation 26 of the SEBI Listing Regulations - NIL. Listed entities from which Shri Panda has resigned in the past three years - NIL. His Director Identification Number is 00171845.

16. Voting through Electronic Mode

A. THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 1st January, 2023 from 10.00 A.M. and ends on 30th January, 2023 at 5.00 P.M. During this period, members of the Company holding equity shares either in physical form or in dematerialized form, as on the cut-off date i.e., 16th December, 2022 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to the said SEBI Circular dated 9th December, 2020, under Regulation 44 of the SEBI Listing Regulations, all individual shareholders holding equity shares of the Company in demat mode can cast their vote, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to the above said SEBI Circular dated 9th December, 2020, login method for e-Voting **for Individual shareholders holding securities in Demat Mode with CDSL/NSDL**, is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL's 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 URLs for users to login to Easi/Easiest are https://web.cdslindia.com/myeasinew/home/login or visit www.cdslindia.com and click on login icon and select New System Myeasi. 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. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasinew/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile Number & Email Id as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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. After successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider’s website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
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 22 55 33.
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.co.in or call at toll free no. 1800 1020 990 and 1800 22 44 30.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- iv) Login method for remote e-Voting for **Physical shareholders and shareholders other than individual, holding in Demat form**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com
 - 2) Click on “Shareholders/Members” module.
 - 3) Now enter your User ID:-
 - a. For CDSL: 16 digits Beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in physical form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user, follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. The sequence number is printed on the forwarding advice/Physical Postal Ballot form.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or Company, please enter the Member Id/folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (vii) For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN relevant for 'JK Tyre & Industries Ltd.'
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option 'YES' or 'NO' as desired. The option 'YES' implies that you assent to the Resolution and option 'NO' implies that you dissent to the Resolution.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA, if any uploaded, which will be made available to the Scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote e-Voting only**
 - Non-Individual shareholders (i.e., other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
 - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non Individual shareholders are required to mandatorily send the relevant Board Resolution/ Authority letter, etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address i.e., investorjkyre@jkmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

(xvi) Additional Facility for Non – Individual Shareholders and Custodians – For Remote e-Voting only

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
- It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to mandatorily send the relevant Board Resolution/ Authority letter, etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address i.e., investorjkyre@jkmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

B. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ID /MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES:

- (i) For Physical shareholders - please provide necessary details like 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 investorjkyre@jkmail.com or rta@alankit.com.
- (ii) For Demat shareholders - Please update your email id & mobile number with your respective Depository Participant (DP).
- (iii) For Individual Demat shareholders – Please update your email id & mobile number with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

C. OTHER INSTRUCTIONS:

- (i) If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

- (ii) All grievances connected with the facility for voting by electronic means may be addressed to Shri Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mills Compound, N.M. Joshi Marg, Lower Parel (East), Mumbai - 400 013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Based on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 1st November, 2022 appointed Shri Subhrakant Panda as an Additional Director in the category of Independent Director for a term of five consecutive years w.e.f. 2nd November, 2022, subject to approval of the members of the Company within stipulated time of three months from the date of appointment.

Pursuant to the provisions of Section 161 of the Companies Act, 2013 (Act), Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the Articles of Association of the Company, Shri Subhrakant Panda holds office only upto the date of the next annual general meeting or for a period of three months from the date of appointment, whichever is earlier. The proposed resolution in the Notice of Postal Ballot is for approval of the members for appointment of Shri Subhrakant Panda as a Director of the Company and also as an Independent Director for a period of five consecutive years.

The Company has received declaration from Shri Subhrakant Panda that he meets the criteria of independence and is not aware of any circumstance or situation, which exists 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, as prescribed under the said Act and the Listing Regulations. Shri Subhrakant Panda is not disqualified from being appointed as a Director in terms of Section 164 of the said Act or debarred from holding the office of a Director pursuant to any SEBI Order or any such authority. The Company has also received a notice under Section 160 of the Companies Act, 2013 from a shareholder proposing name of Shri Subhrakant Panda for appointment as an Independent Director of the Company.

In the opinion of the Board, Shri Subhrakant Panda fulfills the conditions specified in the said Act and Rules made thereunder and Listing Regulations for his appointment as an Independent Director of the Company and is independent of the Management. His appointment on the Board also satisfies the requirement of the Listing Regulations for appointment of an Independent Director on the Board of the Company. As an Independent Director, he will not be liable to retire by rotation and accordingly while ascertaining total number of directors for the purposes of determining directors liable to retire by rotation, Independent Director shall not be included.

Copy of the draft letter of appointment of Shri Subhrakant Panda as Independent Director setting out the terms and conditions would be available for inspection. Brief resume of Shri Subhrakant Panda is given in the notes appended to this Notice.

The Board recommends the aforesaid Resolution for approval by the members.

Except Shri Subhrakant Panda and his relatives to the extent of their shareholding, if any, in the Company, none of the Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the aforesaid resolution.

Regd. Office:
Jaykaygram, PO-Tyre Factory,
Kankroli - 313 342(Rajasthan)
Phone: 02952-233400/233000
Fax: 02952-232018
Email id: investorjkyre@jkmail.com
CIN: L67120RJ1951PLC045966
Website: www.jktyre.com
Date: 22nd December, 2022

By Order of the Board

Pawan Kumar Rustagi
Vice President (Legal)
& Company Secretary



Regd. Office: Jaykaygram, PO - Tyre Factory, Kankroli - 313 342(Rajasthan)
Phone: 02952-233400/233000; Fax: 02952-232018; Email id: investorjktyre@jkmil.com
CIN: L67120RJ1951PLC045966; Website: www.jktyre.com

POSTAL BALLOT FORM

Sl. No:

1. Name and Address of the sole/first named shareholder :

2. Name(s) of the joint holders, if any :

3. Sequence Number for Evoting[§] :

4. Registered Folio No./DP ID No./Client ID No.* :
(*Applicable to investors holding shares in dematerialized form)

5. No. of Equity Share(s) held :

6. I/We hereby exercise my/our vote in respect of the Special Resolution(s) to be passed through postal ballot for the business stated in the Notice of the Company dated 22nd December, 2022 by sending my/our assent or dissent to the said resolution(s) by placing the tick(√) mark at the appropriate box below:-

Description of the resolution(s)	No. of Equity Share(s) for which vote cast	I/We assent to the resolution(s) (FOR)	I/We dissent to the resolution(s) (AGAINST)
Special Resolution(s) for taking approval of the shareholders for appointment of Shri Subhrakant Panda as a Director liable to retire by rotation and also as an Independent Director of the Company for a term of five consecutive years w.e.f. 2 nd November, 2022.			

Place :

Date :

Signature of the Shareholder

[§] Applicable for shareholders who have not updated their PAN with the Company/Depository Participant.

Notes:

1. Please read carefully the instructions printed overleaf, before exercising the vote.
2. Last Date for receipt of Postal Ballot Forms by the Scrutinizer is Monday, 30th January, 2023 by 5.00 p.m.

INSTRUCTION FOR VOTING IN PHYSICAL FORM

- (i) A Member desiring to exercise voting right by postal ballot may complete the Postal Ballot Form (no other form or photocopy thereof is permitted) and send it in the attached self-addressed Business Reply Envelope, so as to reach the Scrutinizer on or before 30th January, 2023 (5.00 P.M.). The Postal Ballot Forms received after this date will be treated as if the reply from the Member has not been received.
- (ii) Envelopes containing postal ballots, if sent by courier at the expense of the registered member will also be accepted.
- (iii) The votes should be cast either in favour or against the resolution by putting the tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing (✓) mark in both the columns will render the form invalid.
- (iv) Incomplete, unsigned or incorrectly filled Postal Ballot Forms will be rejected. Form which is defaced or mutilated in such a way that its identity as a genuine form cannot be established will be treated as invalid. Any amendment to the resolution or imposition of any condition by any member while exercising his vote shall render the postal ballot form invalid.
- (v) The Postal Ballot Form should be completed and signed by the sole/first named Member and in his absence, by the next named Member, as per specimen signature registered with the Company. In case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the board resolution/ authority letter, together with attested specimen signature(s) of the authorised signatory(ies).
- (vi) Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.
- (vii) Members are requested not to send any other paper along with Postal Ballot Form in the enclosed self-addressed business reply envelope and any extraneous paper found in the envelope will be destroyed by the Scrutinizer.
- (viii) A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified in Point No.(i) above.
- (ix) Any Member who wants to cast his vote electronically instead of physical Postal Ballot Form, may refer the detailed procedure mentioned in the Notes to the Postal Ballot Notice.