



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

Date: 22.07.2025

To,

BSE Limited

Corporate Relation Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip Code: 540311

Through: BSE Listing Centre

National Stock Exchange of India Ltd.,

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

Scrip Code: JITFINFRA

Through: NEAPS

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

Dear Sirs,

This is with reference to the captioned subject, please find attached a certified true copy of minutes of the Extra Ordinary General Meeting of the Company held on Monday, the 23rd June 2025 at 12:00 Noon at A1, UPSIDC Indl. Area, Nandgaon Road, Kosi Kalan, Distt. Mathura (U.P.) 281403.

This is for your information and record please.

Thanking You,

Yours Faithfully

FOR JITF INFRALOGISTICS LIMITED

.....
ALOK KUMAR
COMPANY SECRETARY
ACS No. 19819
Encl: As Above

JITF INFRALOGISTICS LIMITED

MINUTES OF THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF JITF INFRALOGISTICS LIMITED HELD ON MONDAY, THE 23RD DAY OF JUNE 2025 AT A-1, UPSIDC INDUSTRIAL AREA, NANDGAON ROAD, KOSI KALAN, MATHURA, UTTAR PRADESH-281403 WHICH COMMENCED AT 12.00 NOON AND CONCLUDED AT 12.30 P.M.

PRESENT:

Mr. Amarendra Kumar Sinha	Whole Time Director, Chairman of the Meeting, Member of Audit Committee, Member of Stake holder Relationship Committee.
Mr. Pranay Kumar	Non- Executive Director
Mr. Manoj Kumar Agarwal	Chief Financial Officer
Mr. Alok Kumar	Company Secretary

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

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

Mr. Amarendra Kumar Sinha, Whole Time Director of the company was elected as Chairman of the meeting and accordingly, occupied the Chair and conducted the proceedings of the EGM.

The Chairman of the meeting announced that the requisite quorum for the meeting was present and thereafter called the meeting to order. He informed that representatives of 12 bodies corporate holding 1,10,68,904 (One Crore Ten Lakh Sixty-Eight Thousand Nine hundred and Four Only) equity shares were present in the meeting.

The Chairman also explained the reasons for absence of other Directors namely, Dr. Raj Kamal Agarwal, Independent Director, Mr. Dhananjaya Pati Tripathi, Independent Director, Ms. Kanika Sharma, Non-Executive Director, Mr. Girish Sharma, Independent Director.

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

- i. Notice convening the Extra Ordinary General Meeting.

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

Thereafter the Chairman commenced the formal agenda of the Extra Ordinary General Meeting and with the consent of the Members present, the Notice convening the meeting, were taken as read.

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

The Chairman informed that the Company had provided the facility of e-voting to its Shareholders to exercise their vote on the Resolutions proposed to be passed at the EGM. The

Sharma
Certified true copy

Chairman then requested Mr. Alok Kumar, Company Secretary to brief the Members about the e- voting procedure at the EGM.

Mr Alok Kumar informed the shareholders that as per the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically. The remote e-voting was open from 09.00 A.M on 20th June, 2025 and ends at 05:00 P.M. on 22nd, June, 2025. The detailed procedure of e-voting was also mentioned in the Notice of the Extra Ordinary General meeting. The arrangements had been made for e-voting at the venue of the meeting for those Shareholders who had not cast their vote by remote e-voting.

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

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

1.1 Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with Siddeshwari Tradex Private Limited.

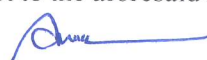
To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLUTION NO.1.1/F.Y. 2025-2026

“RESOLVED THAT pursuant to Regulation 23(4), 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), the applicable provisions of the Companies Act, 2013 (‘Act’), if any, read with related rules, if any, each as amended from time to time, the Company’s Policy on Materiality of Related Party Transaction(s), and based on the prior approval of the Audit Committee, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/transaction(s), (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with Siddeshwari Tradex Private Limited (“STPL”) part of the promoter group company and accordingly, a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations on such terms and conditions as may be agreed between the Company (including any of its subsidiary/associates/joint ventures) and Siddeshwari Tradex Private Limited from time to time, for an aggregate value up to Rs 6500 crore, for availing of financial services and other transactions for the purpose of business, to be entered during FY2025-26 and Rs.7000 crores to be entered during Financial Year2026-27, subject to such contract(s)/ arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

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

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


Certified True Copy

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

1.2 Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with JITF Commodity Tradex Limited.

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

RESOLUTION NO.1.2/F.Y. 2025-2026

“**RESOLVED THAT** pursuant to Regulation 23(4), 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), the applicable provisions of the Companies Act, 2013 (‘Act’), if any, read with related rules, if any, each as amended from time to time, the Company’s Policy on Materiality of Related Party Transaction(s), and based on the prior approval of the Audit Committee, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/transaction(s), (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with JITF Commodity Tradex Limited (“JCTL”) part of the promoter group company and accordingly, a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations on such terms and conditions as may be agreed between the Company (including any of its subsidiary/associates/joint ventures) and JITF Commodity Tradex Limited from time to time, for an aggregate value up to Rs1500 crore, for availing of financial services and other transactions for the purpose of business, to be entered during FY2025-26 and Rs 2000 crores to be entered during Financial Year2026-27, subject to such contract(s)/ arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.


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

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

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

1.3 Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with SPML Infra Limited.

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


Certified True Copy

RESOLUTION NO.1.3/F.Y. 2025-2026

“RESOLVED THAT pursuant to Regulation 23(4), 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), the applicable provisions of the Companies Act, 2013 (‘Act’), if any, read with related rules, if any, each as amended from time to time, the Company’s Policy on Materiality of Related Party Transaction(s), and based on the prior approval of the Audit Committee, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/transaction(s), (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with SPML Infra Limited (“SPML”), a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations on such terms and conditions as may be agreed between the Company (including any of its subsidiary/associates/joint ventures) and SPML Infra Limited from time to time, for an aggregate value up to Rs 1500 crore, for availing of financial services, rendering of services, sale of products, and other transactions for the purpose of business, to be entered during FY2025-26 and Rs 2000 crores to be entered during Financial Year2026-27, subject to such contract(s)/ arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

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

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


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

1.4. Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with Jindal Saw Limited.

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

RESOLUTION NO.1.4/F.Y. 2025-2026

“RESOLVED THAT pursuant to Regulation 23(4), 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), the applicable provisions of the Companies Act, 2013 (‘Act’), if any, read with related rules, if any, each as amended from time to time, the Company’s Policy on Materiality of Related Party Transaction(s), and based on the prior approval of the Audit Committee, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/transaction(s), (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with


Certified True Copy

Jindal Saw Limited (“JSAW”) part of the promoter group company and accordingly, a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations on such terms and conditions as may be agreed between the Company (including any of its subsidiary/associates/joint ventures) and Jindal Saw Limited from time to time, for an aggregate value up to Rs 1500 crores, for rendering of services, sale of products, and other transactions for the purpose of business, to be entered during FY2025-26 and Rs 2000 crores to be entered during Financial Year 2026-27, subject to such contract(s)/ arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

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

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

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


1.5 Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with JWIL Infra Limited.

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

RESOLUTION NO.1.5/F.Y. 2025-2026

“**RESOLVED THAT** pursuant to Regulation 23(4), 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), the applicable provisions of the Companies Act, 2013 (‘Act’), if any, read with related rules, if any, each as amended from time to time, the Company’s Policy on Materiality of Related Party Transaction(s), and based on the prior approval of the Audit Committee, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/transaction(s), (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with JWIL Infra Limited (“JWIL”) is step-down subsidiary of the company and part of the promoter group company and accordingly, a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations on such terms and conditions as may be agreed between the Company (including any of its subsidiary/associates/joint ventures) and JWIL Infra Limited from time to time, for an aggregate value up to Rs 2500 crore, for availing of financial services, rendering of services, sale of products, leasing of assets and other transactions for the purpose of business, to be entered during FY2025-26 and Rs 3000 crores to be entered during Financial Year 2026-27, subject to such contract(s)/ arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

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


Certified True Copy

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

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

1.6. Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with Joint Ventures and/or associates of JITF Infralogistics Limited.

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

RESOLUTION NO.1.6/F.Y. 2025-2026

“**RESOLVED THAT** pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), the applicable provisions of the Companies Act, 2013 (‘Act’), if any, read with related rules, if any, each as amended from time to time, the Company’s Policy on Materiality of Related Party Transaction(s), the approval of the Members of the Company be and is hereby accorded to enter into contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series) with Joint Ventures and/or associates of JITF Infralogistics Limited, a related party on such terms and conditions as may be agreed between the Company (including any of its subsidiary/associates/joint ventures) and JWIL Infra Limited & its Subsidiaries/Joint Ventures/ Associates from time to time, for an aggregate amount of upto Rs. 2500 crores to be entered during Financial Year2025-26 and Rs 3000 crores to be entered during the Financial Year2026-27, provided that such contract(s)/arrangement(s)/transaction(s) shall always be carried out at arm’s length and in the ordinary course of business of the Company.


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

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company.

With the consent of the Members present, Item No. 1 to 6 of the Notice was taken as read and adopted as an ordinary resolution. The Chairman then invited Shareholders who would like to make comments, make observations and seek clarification.


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

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


Certified True Copy

The Ordinary Resolution stand passed under remote e-voting combined with Poll at the Extraordinary General Meeting of the Company with requisite majority and the results of voting pursuant to provisions of Section 108 and Section 109 of the companies Act, 2013 readwith Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Ordinary resolution was as under:-

Item No. of Notice	Resolutions	No. of valid vote cast	No. of Votes in favour (% of total votes cast)	No. of votes against (% of total votes cast)	Results
1.	Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with Siddeshwari Tradex Private Limited.	1,42,906 (Equity Shares)	89,180 (62.40%)	53,726 (37.60%)	Ordinary Resolution passed with requisite majority.
2.	Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with JITF	1,42,906 (Equity Shares)	89,180 (62.40%)	53726 (37.60%)	Ordinary Resolution passed with requisite majority.
	Commodity Tradex Limited.				
3.	Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with SPML Infra Limited.	1,42,906 (Equity Shares)	89,180 (62.40%)	53,726 (37.60%)	Ordinary Resolution passed with requisite majority.


Certified True Copy

4.	Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with Jindal Saw Limited.	1,42,906 (Equity Shares)	89,180 (62.40%)	53,726 (37.60%)	Ordinary Resolution passed with requisite majority.
5.	Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with JWIL Infra Limited.	1,42,906 (Equity Shares)	89,180 (62.40%)	53,726 (37.60%)	Ordinary Resolution passed with requisite majority.
6.	Approval of Material Related Party Transactions between JITF Infralogistics Limited and Its Subsidiaries with Joint Ventures and/or associates of JITF Infralogistics Limited.	1,42,910 (Equity Shares)	89,184 (62.41%)	53,726 (37.59%)	Ordinary Resolution passed with requisite majority.


The Ordinary Resolution having been passed through remote e-voting and poll at the Extraordinary General Meeting of the Company with requisite majority.

1.7 Vote of Thanks

There being no other business to be transacted, the Meeting concluded at 12:30 P.M. with a vote of thanks to the Chair.

Date of Entry: 22.07.2025

Place: New Delhi


(CHAIRMAN)
Certified True Copy