



Date: August 28, 2024

To,

Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Script Code: 517063

Dear Sir/Madam,

Sub: Notice of the 40th Annual General Meeting ('AGM') of the Company for FY 2023-24

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith is the Notice and the Explanatory Statement of the 40th Annual General Meeting of the Company scheduled to be held on Friday, September 20, 2024 at 11.30 a.m. (IST)) through Video Conference ("VC") / Other Audio Visual Means ("OAVM") to transact the business set out in the Notice of the AGM.

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations, the Company is providing remote e-voting facility to its Shareholders before AGM to cast their votes on all resolutions set out in the Notice of the AGM. Additionally, the Company is providing the facility of voting through the e-voting system during the AGM ("e-voting"). The e-Voting instructions is set out in the AGM Notice.

The Annual Report for the financial year 2023-24 is also available on the website of the Company at <https://www.jetking.com/investors>.

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

This is for your information and records.

Thanking you,

Yours faithfully,
For **Jetking Infotrain Limited**

Deepesh Shah
Company Secretary
A52042

Encl: As above

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 40TH (FORTIETH) ANNUAL GENERAL MEETING OF THE MEMBERS OF JETKING INFOTRAIN LIMITED WILL BE HELD ON FRIDAY, 20TH SEPTEMBER, 2024 AT 11:30 A.M. THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS. THE VENUE OF THE MEETING SHALL BE DEEMED TO BE AT OFFICE NO. 503, 5TH FLOOR, AMORE COMMERCIAL PREMISES CO-OP SOCIETY LTD, CTS NO. JUNCTION OF 2ND & 4TH ROAD, KHAR (WEST), MUMBAI- 400052.

ORDINARY BUSINESS:**1. Adoption of Financial Statements for the Financial Year ended March 31, 2024:**

To receive, consider and adopt the Audited Standalone Financial Statements for the year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements for the year ended March 31, 2024 and the reports of auditors thereon.

2. Re-appointment of retiring Director

To appoint a director in place of Mr. Avinash Bharwani (DIN: 00981105) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:**3. Appointment of Ms. Pooja Motwani (DIN: 10550663) as an Independent Director of the Company:**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 ("the Rules") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations ") including any statutory modification or re-enactment thereof for the time being in force, Ms. Pooja Motwani (DIN: 10550663), who was appointed as Additional Director (Non- Executive in the Capacity of Independent Director) of the Company and who is eligible for appointment and who has consented to act as a Director and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act, proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152 of the Act, read with Schedule IV and other applicable provisions of the Act (including any statutory modification(s), amendment(s), or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable Regulations of Listing Regulations, as amended, and the Articles of Association of the Company, the appointment of Ms. Pooja Motwani (DIN: 10550663), who meets the criteria for Independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, and who has submitted a declaration to that effect, and who is eligible for appointment, be and is hereby appointed, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) years commencing from July 18, 2024 to July 17, 2029 (both days inclusive).

RESOLVED FURTHER THAT any one of the Director(s) or Company Secretary of the Company be and are hereby severally authorised on behalf of the company to sign and execute all such applications, forms and documents as required, and to do all such acts, deeds, matter and things as may be necessary, and to settle any questions, difficulties or doubt that may arise in this regard, and to do such modifications to the aforementioned resolution as may be suggested by the Registrar of Companies, or such other authority arising from or incidental to the said amendment without requiring any further approval of the Board."

4. Adoption of New Set of Memorandum of Association of the Company as per Companies Act, 2013

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 4, 13 of the Companies Act, 2013 (the 'Act') and any other applicable provisions and rules made thereunder, including any statutory modifications(s) thereto or re-enactments(s) thereof for the time being force and such other approvals, permissions and sanctions of statutory authority as may be required, the consent of the Members of the Company be and is hereby accorded to substitute the existing Memorandum of Association of the Company with a new set of Memorandum of Association (MOA) so as to confirm with the Form specified in Table A of Schedule I as per the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT any one of the Director (s) or Company Secretary of the Company be and are hereby severally authorised on behalf of the company to sign and execute all such applications, forms and documents as required, and to do all such acts, deeds, matter and things as may be necessary, and to settle any questions, difficulties or doubt that may arise in this regard, and to do such modifications to the aforementioned resolution as may be suggested by the Registrar of Companies, or such other authority arising from or incidental to the said amendment without requiring any further approval of the Board."

5. Alteration of Memorandum of Association of the Company

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 4 and 13 and any other applicable provisions of the Companies Act, 2013 read with rule made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), the consent of Members of the Company be and is hereby accorded for amendment in the ancillary object clause III (B) of the Memorandum of Association ('MOA') of the Company in following manner:

The existing Ancillary Object Clause III (B) of the MOA be altered by adding the following clause:

"To invest, acquire, hold, sell, trade and deal in any type of virtual and/or digital assets, including but not limited to fungible tokens, non-fungible tokens and other blockchain-based assets. To facilitate such activities, the Company can open, maintain and operate accounts with permissible exchanges or trade desks, for the purpose of investing, trading, holding, and managing digital assets in compliance with applicable laws and regulations as deemed necessary or desirable for the business."

RESOLVED FURTHER THAT any one of the Director(s) or Company Secretary of the Company be and are hereby severally authorised on behalf of the company to sign and execute all such applications, forms and documents as required, and to do all such acts, deeds, matter and things as may be necessary, and to settle any questions, difficulties or doubt that may arise in this regard, and to do such modifications to the aforementioned resolution as may be suggested by the Registrar of Companies, or such other authority arising from or incidental to the said amendment without requiring any further approval of the Board."

6. Adoption of New Set of Articles of Association of the Company as per Companies Act, 2013

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 5, 14 of the Companies Act, 2013 (the 'Act') and any other applicable provisions and rules made thereunder, including any statutory modifications(s) thereto or re-enactments(s) thereof for the time being force and such other approvals, permissions and sanctions of statutory authority as may be required, the consent of the Members of the Company be and is hereby accorded to substitute the existing Articles of Association of the Company with a new set of Articles of Association (AOA) so as to confirm with Table- F as per the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT any one of the Director(s) or Company Secretary of the Company be and are hereby severally authorised on behalf of the company to sign and execute all such applications, forms and documents as required, and to do all such acts, deeds, matter and things as may be necessary, and to settle any questions, difficulties or doubt that may arise in this regard, and to do such modifications to the aforementioned resolution as may be suggested by the Registrar of Companies, or such other authority arising from or incidental to the said amendment without requiring any further approval of the Board" "

By Orders of the Board
For **Jetking Infotrain Limited**

Sd/-
Deepesh Shah
Company Secretary
ACS 52042

Registered Office:

Jetking Infotrain Limited
434, Bussa Udyog Bhavan,
Tokersey Jivraj Road, Sewree (W),
Mumbai – 400 015

Place: Mumbai

Date: 06th August 2024

Notes:

1. Pursuant to General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2023 dated September 25, 2023 respectively, issued by the Ministry of Corporate Affairs (collectively 'MCA Circulars'), SEBI Master Circular dated July 11, 2023 read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities and Exchange Board of India (collectively 'SEBI Circulars') and in compliance with the provisions of the Companies Act, 2013 ('the Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the 40th Annual General Meeting ('40th AGM') of the Company is being conducted through VC/ OAVM Facility, which does not require the physical presence of members at a common venue.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended, and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 40th AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ('NSDL') for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting, participation in the AGM through VC/OAVM and the e-voting system on the date of the 40th AGM will be provided by NSDL.
3. For convenience of the members and proper conduct of the AGM, Members can login and join the AGM in the VC/OAVM mode at least 15 minutes before the time scheduled of the commencement of the Meeting by following the procedure mentioned below. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, and Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022, and General Circular No. 09/2023 dated September 25, 2023 respectively, as the AGM shall be conducted through VC/OAVM, the AGM shall be conducted through VC/OAVM, the facility for appointment of proxy by the members to attend and cast vote for the members is not available for this AGM and hence the proxy form and attendance slip including Route map are not annexed to the Notice. However, in pursuance of Section 113 of the Companies Act, 2013, the Body Corporate member/ institutional members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate and cast their votes through e-voting. Accordingly, Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at investors@jetking.com.
6. Regulation 36 (1)(b) and (c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 prescribes that a listed entity shall send a hard copy of the statement containing salient features of all the documents, as prescribed in Section 136 of the Companies Act, 2013 to the shareholders who have not registered their email addresses and hard copies of full annual reports to those shareholders, who request for the same, respectively. However, in line with the MCA General circular No. 10/2022 dated December 28, 2022 issued by MCA and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by SEBI, relating to dispatch of hard copies of Annual Report for the Financial Year 2023-24 and the Notice of AGM are being sent in electronic mode to Members whose names appear on the Register of Members/ List of Beneficial owners as received from M/s. Link Intime India Pvt. Ltd. ("RTA") and whose email address is available with the RTA, the Company or the Depository Participant(s) as on Friday, August 23, 2024. Members may note that, Notice and Annual Report 2023-24 can also be accessed from the website of the Company at www.jetking.com and on website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://www.evoting.nsdl.com/>.
7. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the 40th AGM and the relevant details of director seeking appointment and re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and as required under Secretarial Standards -2 on General Meetings issued by the Institute of Company Secretaries of India is annexed thereto.
8. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April, 2020. In view of the above, Members are advised to dematerialize shares held by them in physical form.
9. Members holding the shares in physical form are requested to notify immediately any update/change of address and/or details of PAN and Bank account to M/s. Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company. In case shares held in dematerialized form, the information regarding change/update of address, details of bank and PAN should be given to their respective Depository Participant.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. The register of Members and Share Transfer Books of the Company will remain closed from Friday, September 13, 2024, to Thursday, September 19, 2024 (both days inclusive) for the purpose of the 40th AGM of the Company.
12. Members who wish to claim dividends, which have remained unclaimed, are requested to contact the Secretarial Department, at the Registered Office of the Company or office of the Registrar and Share Transfer Agent ('RTA') of the Company i.e. M/s. Link Intime India Private Limited. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account will be transferred to the Investor Education Protection Fund ('IEPF'), as per provisions of Section 124 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) for the time being in force).

13. Shareholders can avail the facility of nomination in respect of shares held by them in physical form, pursuant to the provisions of Section 72 of the Companies Act, 2013 read with the Rules framed thereunder. Members desiring to avail of this facility may send their nomination in the prescribed **Form No. SH-13** duly filled in to Link Intime India Pvt. Ltd. Members holding in electronic form may contact their respective Depository Participants for availing this facility.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in dematerialized form are, therefore, requested to submit their PAN to the Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Link Intime (India) Pvt. Ltd.
15. Shareholders holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend whenever declared. For the safety and interest of the Shareholders, it is important that bank account details are correctly provided to the Depository Participants and registered against their demat account.
16. Shareholders holding shares in physical mode, who have not provided the information regarding bank particulars, are requested to register/update their Bank details (e.g. name of the bank and the branch, bank account number, 9 digits MICR number, 11 digit IFS Code and the nature of account) online with Link Intime India Pvt. Ltd. on its website (at <https://www.linkintime.co.in/>) along with the copy of the signed request letter mentioning the name and address of the Shareholder, scanned copy of the Share Certificate (front and back), self-attested copy of the PAN Card, and self-attested copy of any document (eg.: Driving License, Election Identity Card, Passport) in support of the address of the Shareholder along with a copy of latest cancelled cheque with the Shareholder's name. Shareholders holding shares in electronic mode are requested to register their Bank details with the relevant Depository Participant.
17. SEBI has mandated those securities of listed companies can be transferred only in dematerialized form from April 01, 2020, except in case of transmission and transposition of securities. In view of the same and to avail various benefits of dematerialization, Shareholders are advised to dematerialize shares held by them in physical form and for ease in portfolio management. Shareholders can contact the Company or Link Intime India Pvt. Ltd. for assistance in this regard. Shareholders holding shares in more than one folio in the same name(s) are requested to send the details of their folios along with share certificates so as to enable the Company to consolidate their holding into one folio.
18. The Board of Directors have appointed Mr. Anand Mukherjee (Membership No. FCS 11804) Partner of M/s. AVS & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the votes cast through the e-voting system at the meeting and remote e-voting process in a fair and transparent manner.
19. The Scrutinizer shall submit his report to the Chairman of the Meeting or any person authorized by him within 2 Working days of the conclusion of the AGM. The Results declared along with the report of Scrutinizer shall be placed on the website of the Company www.jetking.com and on website of NSDL immediately after declaration of results by the Chairman or person authorized by him in this behalf. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.
20. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, September 13, 2024 ("Cut-off date"), are entitled to avail the facility of remote e-voting as well as e-voting system as on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
21. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Friday, September 13, 2024 shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned below.

22. The remote e-voting period will commence at 9.00 a.m. on Tuesday, September 17, 2024 and will end at 5.00 p.m. on Thursday, September 19, 2024. In addition, the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible for e-voting at the AGM. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.
23. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of Companies Act, and all other documents referred to in the Annual Report, will be available in electronic mode. Members can inspect the same by sending an email to investors@jetking.com.

Instructions to members for Remote E-voting:

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

The remote e-voting period begins on Tuesday, September 17, 2024 and will end at 5.00 p.m. on Thursday, September 19, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 13, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 13, 2024.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

Type of shareholders	Login Method
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

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

5. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - 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.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- 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.
 - Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to anand.mukherjee@avsassociates.co.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Rimpa Bag) at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@jetking.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@jetking.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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

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

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

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

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

Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item no. 3

The Board of Directors of the Company on the recommendation of the Nomination & Remuneration Committee and pursuant to Section 161 of Companies Act, 2013 and other applicable provisions of the Act, read with the Articles of Association of the Company, had appointed Ms. Pooja Motwani (DIN: 10550663) as an Independent Director of the Company for a term of (5) five consecutive years with effect from 18th July 2024 to 17th July 2029 (both days inclusive) subject to the approval of the shareholders and shall not be liable to retire by rotation.

In accordance with the provisions of Regulation 17 (1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier, Accordingly, it is proposed to seek approval of members by way of a Special Resolution through a postal ballot to appoint Ms. Pooja Motwani as an Independent Director for a term of (5) five years with effect from 18th July 2024 to 17th July 2029, not liable to retire by rotation.

Ms. Pooja Motwani is currently an Independent Marketing Consultant, working closely with CNBC TV-18. Until August 2024, Pooja serves as Vice President at HSBC India, leading marketing for their Commercial Banking business. Her role involves driving marketing strategies to promote HSBC's global products and services catering to the diverse needs of corporate clients, ranging from small enterprises to international businesses. Her journey to this influential position is shaped by a decade of success in brand and digital marketing roles across prominent sectors such as FMCG, Media & Entertainment, and BFSI. In a remarkable career transition in 2019, she ventured into the BFSI sector, bringing her wealth of experience to redefine marketing strategies. Notably, her previous role as Assistant Vice President Marketing at HDFC Bank, India's largest private sector bank, for over four years, showcases her exceptional ability to drive impactful campaigns in the financial sector. Pooja holds an MBA in Marketing and has strengthened her expertise by acquiring prestigious certifications in Digital Marketing from MICA and Product Management from the renowned Kellogg School of Management.

In the opinion of the Board, Ms. Pooja Motwani fulfils the conditions specified in the Companies Act, 2013 and rules made there under and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 for her appointment as an Independent Director of the Company.

Further, Ms. Pooja Motwani has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company.

None of the Promoters, Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the resolution as set out in **Item No. 3** of this notice for the approval by the shareholders of the Company by way of **Special Resolution**

The profile and specific areas of expertise and other relevant information as required under the LODR Regulations and SS-2 are provided below in this Notice.

Item No 4 & 6

The existing Memorandum of Associations (MOA) and Articles of Association (AOA) are based on the Companies Act, 1956 and several regulations in the existing MOA & AOA contained references to specific of the Companies Act, 1956 and some regulations in the existing MOA & AOA are no longer in conformity with the Companies Act, 2013.

Taking the same into account, it is considered expedient to adopt new set of AOA and MOA to be substituted in place of the existing AOA and MOA, based on "Table F and Table A" of the Companies Act, 2013, respectively, as amended from time to time which sets out the model articles of association and Memorandum of Association for a company limited by shares.

Members are requested to note that the in terms of Section 13 and 14 of the Act and rules made thereunder, any alteration in the MOA and AOA of the Company shall require approval of the Members of the Company by way of Special Resolution and accordingly, approval of the Members of the Company is sought to adopt new set of MOA and AOA.

A copy of the Memorandum of Association and Articles of Association of the Company incorporating the above proposed changes is available for inspection at the registered office of the Company on any working day during working hours except on holidays.

None of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the said resolution.

The Board of Directors of the Company recommends the Special Resolution set forth in Item No. 4 & 6 of the Notice for approval by the Members.

Item No 5

In continuation of above, the Company also proposes to amend the ancillary object clause of the company's Memorandum of Association ('MOA'), subject to the approval of Shareholders.

During the Board of Directors' meeting on August 6th, 2024, the Board approved, subject to shareholder consent, the amendment of the ancillary object clause by introducing a new clause (details provided in Item No. 5 of the resolution above). This amendment aims to better align the MOA with the company's current and future business interests and to capitalize on emerging market opportunities.

Accordingly, pursuant to provision of Section 4, 13 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, shall require approval of the Members of the Company by way of Special Resolution and accordingly, the Company seeks the approval of its Members to modify ancillary object clause III (B) of its MOA.

None of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned in the said resolution.

The Board of Directors of the Company recommends the Special Resolution set forth at Item No. 5 of the Notice for approval by the Members.

Details of the Directors seeking Appointment /Re-appointment/ Variation/ Revision in terms of remuneration at the Annual General Meeting as required under Regulation 36(3) of SEBI (LODR) Regulations 2015 and applicable provisions of Secretarial Standard – 2:

Name of Director	Pooja Motwani
Director Identification Number	10550663
Age	40 years
Date of Birth	13/06/1984
Nature of expertise in specific functional areas and experience	Marketing expert in financial sector including certification in Digital Marketing
Qualification	MBA in Marketing and has strengthened her expertise by acquiring prestigious certifications in Digital Marketing from MICA and Product Management from the renowned Kellogg School of Management.
Terms and Condition of Appointment & Last Remuneration	As Independent Director for 5 years. Last Remuneration Drawn as Director - NIL
Remuneration sought to be paid, in case appointment is approved	Not applicable
Directorship in other Companies including Listed Company and name of listed entities from which the person has resigned in the past three years as Director	Nil
Membership of Committees Of other Companies including Listed Company (Audit Committee/ Nomination Remuneration Committee/ Stakeholders Relationship Committee)	Nil
No. of Shares held in the Company	Nil
Date of First Appointment on the Board	18th July 2024
Relationship with other Director, Manager & KMP	Nil
Board Meeting Attended (FY. 2023-24)	Not applicable
Skills and capabilities required for the role and the manner in which proposed Independent Director meets such requirements	Refer to the Item no. 3 of the explanatory statement.

By Orders of the Board
For **Jetking Infotrain Limited**

Deepesh Shah
Company Secretary
ACS 52042

Registered Office:

Jetking Infotrain Limited
434, Bussa Udyog Bhavan,
Tokersey Jivraj Road, Sewree (W),
Mumbai – 400 015

Place: Mumbai

Date: 06th August 2024