

JECO EXPORTS & FINANCE LIMITED

Registered Office, C/O Century Aluminium Mfg. Co. Ltd. Raja Road, P.O. Sukchar, 24 Parganas (North), Kolkata-700115
TEL: (91) (33) 2553 3160, 2523 2443, FAX: (91) (33) 2553 2738
E-MAIL ID: camco@camcoindia.com
CIN NO: L51109WB1982PLC035005

Date: 09.08.2022

To, The Secretary, Metropolitan Stock Exchange of India Limited Vibgyor Towers, 4th floor, Plot No. C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai – 400098 Scrip Code – JECOEXP Series – BE	To, The Secretary, The Calcutta Stock Exchange Limited, Listing Department 7, Lyons Range Kolkata-700001 Scrip Code – 10020034
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Dear Sir/Madam,

Sub:- Notice of the 40th Annual General Meeting of the Company for the financial year 2021–22.

Pursuant to Regulations 30 read with Para A, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Please find enclosed herewith the Notice of the 40th AGM of Jeco Exports & Finance Limited scheduled to be held on Wednesday, the **31st day of August, 2022 at 11:00 A.M.** at the registered office of the company at Raja Road, P.O. Sukchar, 24 Paraganas (N) Kolkata-700115, Indian Standard Time ("IST").
The said Notice forms part of the 40th Annual Accounts of the Company for the Financial Year 2021-22.

The Notice of the 40th AGM and the Annual Report are also being uploaded on the website of the Company at www.jecoexports.com

You are requested to take the afore-mentioned information on record and oblige.

Yours faithfully,

For Jeco Exports & Finance Limited



Name: Dinesh Kumar Pandey
Designation: Director
DIN: 01676842

Encl: Notice of the 40th Annual General Meeting of the Company for the financial year 2021 – 22.



JECO EXPORTS & FINANCE LIMITED

Registered office: Raja Road, P.O. Sukchar, 24 Paraganas (N) Kolkata-700115,

Phone No: +91 33 2553 3160/ 2523 2443 Email id: camco@camcoindia.com;

Website: www.jecoexports.com

CIN: L51109WB1982PLC035005

NOTICE

Notice is hereby given that the **Fortieth (40th) Annual General Meeting** ("AGM") of shareholders of Jeco Exports & Finance Limited (the "Company") will be held on Wednesday, the **31st day of August, 2022**, at the registered office of the company at Raja Road, P.O. Sukchar, 24 Paraganas (N) Kolkata- 700115 at 11:00 A.M. to transact the following businesses:

ORDINARY BUSINESS::

ITEM NO. 1

TO CONSIDER & ADOPT ACCOUNTS.

To receive, consider and adopt the Audited Balance Sheet for the period ended 31st March, 2022 including the Statement of Profit & Loss Account for the year ended on that date and the Reports of the Board of Directors & Auditors thereon.

AS A SPECIAL BUSINESS

ITEM NO. 2

RE-APPOINTMENT OF SMT. MOUL SHREE JHUNJHUNWALA (DIN: 00185781) AS A MANAGING DIRECTOR OF THE COMPANY W.E.F. 29.05.2022 FOR A FURTHER PERIOD OF 3 YEAR I.E. TILL 28.05.2025.

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

"**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions if any, read with Schedule V of the Companies Act, 2013 ('Act') and pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and any subsequent amendment/ modification in the Rules, Act and/or applicable laws in this regard, the approval of the Members of the Company be and is hereby accorded for the re-appointment and payment of remuneration to Smt. Moul Shree Jhunjhunwala (DIN: 00185781) as a Managing Director of the Company for a period of three years effective from 29.05.2022 to 28.05.2025, on the terms and conditions as set out in the Explanatory Statement annexed to the notice convening this meeting and specifically approved with powers to the Board of Directors (which term shall be deemed to include any committee thereof for the time being and from time to time, to which all or any of the powers hereby conferred on the Board by this resolution may have been delegated) to alter, amend, vary and modify the terms and conditions of the said re-appointment and remuneration payable from time to time as they deem fit in such

manner and within the limits prescribed under Schedule V to the said Act or any statutory amendment(s) and/or modification(s) thereof:

RESOLVED FURTHER THAT Smt. Moul Shree Jhunjhunwala (DIN: 00185781) as a Managing Director of the Company be and is hereby authorised, empowered and vested with the substantial powers of the Management of the Company for carrying out the affairs and activities of the Company subject to the superintendence, control and direction of the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised 'Committee' thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

Registered Office:
Raja Road, P.O. Sukchar,
24 Paraganas (N)
Kolkata- 700 115

Date: 30.05.2022

By order of the Board
For Jeco Exports & Finance Ltd

Sd/-
Deepa Agarwal
Company Secretary

NOTES:

- 1. MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE VALID MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY.**
2. The Register of Members and Share Transfer Books of the Company shall remain closed from **25.08.2022** to **31.08.2022** (Both days inclusive) for AGM.
3. Shareholders desiring any information as regards the Accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready.
4. In case of joint holder attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Members, who hold the shares in de-materialized form, are requested to bring their client ID and DP ID Nos. for easier identification of attendance at the meeting.
6. Members who hold shares in physical form are requested to notify any change in their address/mandate/bank details/e-mail address to Niche Technologies Pvt Ltd, the Registrar and Share Transfer Agents of the Company and always quote their Folio Number in all correspondence with the Company.
7. Brief particulars of the Directors of the Company proposed to be appointed or re-appointed if any at the ensuing Annual General Meeting are given in the annexure.
8. Members / Proxies should bring the Attendance Slip duly filled in for attending the meeting.

9. Electronic copy of the Notice of the aforesaid Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the Company's Registrar and Share Transfer Agents/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same.
10. The Notice of the 40th AGM and the Annual Report of the Company including the financial statements for the financial year ended 31st March, 2022 ("Annual Report") will be sent only by email to all those Members, whose email addresses are registered with the Company or with the Company's Registrar and Share Transfer Agent, namely Niche Technologies Pvt. Ltd. ("RTA") or with their respective Depository Participants ("Depository"), in accordance with the MCA Circulars and the SEBI Circular. The instructions for joining the 40th AGM of the Company and the manner of participation in the remote electronic voting system or casting vote through the e-voting system during the 40th AGM of the Company will be provided in the Notice of the 40th AGM. The Notice of the 40th AGM and the Annual Report of the company for the financial year ended 31st March, 2022 will also be available on website of the company, viz, www.jecoexports.com and the website of the Stock Exchanges namely Metropolitan Stock Exchange of India Limited (MSEI) at [www. https://www.msei.in/](https://www.msei.in/) and Calcutta Stock Exchange Limited (C.S.E.) at [www. https://www.cse-india.com/](https://www.cse-india.com/) respectively as well as on the website of the Central Depository Services (India) Limited (CDSL) the agency for providing our remote electronic voting at www.evotingindia.com.
11. In view of the COVID-19 pandemic, resultant difficulties involved in dispatching of physical copies of the Annual Report and in line with the said Circulars issued by the MCA and said SEBI Circular, the Annual Report including Notice of the 40th AGM of the Company inter alia indicating the process and manner of e-voting is being sent only by e-mail, to all the Shareholders whose E-mail IDs are registered with the Company/ Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled.
12. Members (Physical/ Demat) who have not registered their e-mail addresses with the company can get the same registered with the company by requesting through sending an email to nichetechpl@nicetechpl.com and camco@camcoindia.com Please submit duly filled and signed member updation form to the abovementioned email(s). Upon verification of the Form the email will be registered with the Company.
13. Members are requested to register their e-mail addresses with the Company / Depository Participant to enable us to send you the Report and Accounts, Notices etc. in electronic mode, as a measure of support to the Green Initiative in Corporate Governance of the Ministry of Corporate Affairs, Government of India.
14. Members are requested to bring the admission slips along with their copies of the Annual Report to the meeting.
15. The Company has provided facility of e-voting to its members as prescribed under the Companies Act, 2013. The instructions for e-voting are annexed to this Notice.
16. Corporate Members intending to send their authorized representative are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
17. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

18. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 read with Rules issued there under will be available for inspection by the members at the Annual General Meeting.

19. The instructions for e-voting are as under:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

III. The process and manner for remote e-voting are as under:-

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

(i) The voting period begins on **28th August, 2022** at 9:00 A.M. (IST) and ends on **30th August, 2022**, at 5:00 P.M. (IST) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. **24th August, 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting, thereafter

(ii) Shareholders who have already voted prior to the meeting date would not be entitled for e-voting at the Annual General Meeting.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** 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 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/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 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 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/myeasi/Registration/EasiRegistration 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 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 or joining virtual meeting & voting during the meeting. 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 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
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 website 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. CDSL and NSDL

<u>Login type</u>	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 022- 23058738 and 22-23058542-43.
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

(i) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” 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 Shareholders holding shares in Demat Form other than individual and Physical 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.
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 as mentioned in instruction (v).

- (ii) After entering these details appropriately, click on "SUBMIT" tab.
- (iii) 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.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant Company Name i.e. **JECO EXPORTS & FINANCE LIMITED** on which you choose to vote.
- (vi) 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.
- (vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (viii) 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.
- (ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

- (xi) 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.
- (xii) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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 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 viz; camco@camcoindia.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. 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 Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Other Instructions-

1. The E-voting rights of the shareholders / beneficial owners shall be reckoned on the paid-up value of equity shares held by them as on August 24, 2022.
2. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. August 24, 2022, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com or Issuer/RTA at 'nichetechpl@nichetechpl.com
3. Mrs. Ekta Chhaparia (FCA Membership No. 301367), partner of E Chhaparia & Associates, Practicing Chartered Accountants has been appointed as the Scrutinizer to scrutinize the remote e-voting process and the voting process at the AGM in a fair and transparent manner, whose e-mail address is echhaparia.associates@gmail.com
4. The Results shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website **www.jecoexports.com** and on the website of CDSL and to the Stock Exchanges on which the shares of the Company are listed within two(2) days of passing of the resolutions at the AGM of the Company.

**Registered Office:
Raja Road, P.O. Sukchar,
24 Paraganas (N)
Kolkata- 700 115**

Date: 30.05.2022

**By order of the Board
For Jeco Exports & Finance Ltd**

**Sd/-
Deepa Agarwal
Company Secretary**

ANNEXURE TO NOTICE

I. EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required under section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the special business set out in Item No. 2 of the accompanying Notice Dated 30.05.2022.

Item No. 2:

Smt. Moul Shree Jhunjunwala (DIN: 00185781), aged about 56 years, is a Commerce Graduate and has been working as a Director in the Company since May 1995. Smt Moul Shree Jhunjunwala has deep insight in the areas of commerce with her rich experience in the field of NBFC business and particularly in running of the Company.

Smt. Moul Shree Jhunjunwala, with her vision and sheer dedication, who was well-versed in understanding NBFC industry, was also equally excellent in ensuring growth by, cost control, small size operations & consistently improving quality and her services were indispensable. She had been actively involved in business strategy, business development functions in the Company. She is a wife of Shri. Vikram Jhunjunwala. As on the date of notice, she is not holding any kind of shares of the company.

Smt. Moul Shree Jhunjunwala was appointed pursuant to provisions of Sections 196, 197, 203 read with Schedule V to the Companies Act, 2013 by the members of the Company at the 37th Annual General Meeting held on 30th day of September, 2019 for a period of 3 years w.e.f. 29.05.2019 and her term has expired on 28.05.2022.

As per the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on 30th May, 2022, subject to approval of Members at this General Meeting and considering the increased activities, responsibilities and contribution of Smt. Moul Shree Jhunjunwala in development and growth of the Company, consent of the Members was sought for the re-appointment of Smt. Moul Shree Jhunjunwala as a Managing Director of the Company for further period of 3 years w.e.f. 29.05.2022 to 28.05.2025, on the terms and conditions as set out in this item of the Notice and as enumerated in the Agreement dated 29.05.2022 entered into between the Company and Smt. Moul Shree Jhunjunwala.

Smt. Moul Shree Jhunjunwala satisfied all the conditions set out in Part-I of Schedule V to the Companies Act, 2013 (including any amendments thereto) as also the conditions set out under sub-section (3) of Section 196 of the Companies Act, 2013 for being eligible for re-appointment.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for re-appointment of Smt. Moul Shree Jhunjunwala as a Managing Director of the Company w.e.f. 29.05.2022 to 28.05.2025.

A Copy of Agreement entered into between the Company and Smt. Moul Shree Jhunjunwala for re-appointment of her terms is available for inspection between 11.00 a.m. to 1.00 p.m. during office hours on all working days except Sundays and Holidays at the Registered Office of the Company.

Further, the terms and conditions as mentioned below and specifically approved with powers to the Board of Directors (which term shall be deemed to include any committee thereof for the time being and from time to time, to which all or any of the powers hereby conferred on the Board by this resolution may have been delegated) to alter, amend, vary and modify the terms and conditions of the said re-appointment and remuneration payable from time to time as they deem fit in such manner and within the limits prescribed under Schedule V to the said Act or any statutory amendment(s) and/or modification(s) thereof:

1. Term of Appointment: With effect from 29th May, 2022 to 28th May, 2025.

Terms & Conditions:

1. This agreement shall be effective from 29th May, 2022 and shall remain effective for 3 years till 28th May, 2025.
2. Smt. Moul Shree Jhunjhunwala entrusted with substantial powers of management which are in connection with and in the best interests of the business of the Company and the business of any one or more of its associated companies and / or subsidiaries, including performing duties as assigned by the Board from time to time by serving on the boards of such associated companies and / or subsidiaries or any other executive body or any committee of such a company.
3. Smt. Moul Shree Jhunjhunwala shall devote her whole time and attention to the business of the Company and carry out such duties as may be entrusted to her by the Board from time to time and separately communicated to her, Subject to the supervision, control and direction of the Board.
4. Smt. MOUL SHREE JHUNJHUNWALA undertakes to employ the best of her skill and ability to make her utmost endeavours to promote the interests and welfare of the Company and to conform to and comply with the directions and regulations of the Company and all such orders and directions as may be given to her from time to time by the Board.
5. This Agreement may be terminated earlier by either Party by giving to the other Party notice of such termination. If such notice is given, the agreement shall come to an end with immediate effect as and when such notice is given.

Remuneration:

6. Smt. MOUL SHREE JHUNJHUNWALA performs her duties without remuneration.

Sitting Fees:

7. Smt. MOUL SHREE JHUNJHUNWALA will be paid sitting fees for attending the meetings of the Board of Directors or any Committee thereof. She will be reimbursed the entertainment and other expenses actually incurred for the business of the Company subject to such limits as may be fixed by the Board from time to time.

Miscellaneous:

8. Subject to the provisions of the Act, Smt. MOUL SHREE JHUNJHUNWALA shall not retire as director by rotation till She continues to hold office of the Managing Director.
9. Her office of the Managing Director will come to an end if She ceases to hold office as director for any reason.
10. While She holds the office of Managing Director or at any time thereafter Smt. MOUL SHREE JHUNJHUNWALA will not reveal to any person, or use for her own or somebody else's benefit, any confidential information concerning Company's business or affairs or any trade secrets or processes of the Company and also use her best endeavors to prevent any other person from doing so.
11. This Agreement contains the entire understanding between the Parties and supersedes all previous written or oral agreements, arrangements, representations, and understandings (if any) relating to the subject matter hereof. Parties confirm that they have not entered into this Agreement upon the basis

of any representations that are not expressly incorporated into this Agreement. Neither oral explanation nor oral information given by any Party shall alter or affect the interpretation of this Agreement.

None of the Directors, key managerial personnel and their relatives except Smt. Moul Shree Jhunjunwala is interested, financially or otherwise in the above Resolution.

II. DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE SEBI LISTING REGULATIONS AND APPLICABLE SECRETARIAL STANDARDS 2 (SS - 2) BY ICSI:

(iii) Re-appointment of Smt. Moul Shree Jhunjunwala (DIN: 00185781), as a Managing Director of the Company-(ITEM NO. 2).

Smt. Moul Shree Jhunjunwala (DIN: 00185781), aged about 56 years, is a Commerce Graduate and has been working as a Director in the Company since May 1995. Smt Moul Shree Jhunjunwala has deep insight in the areas of commerce with her rich experience in the field of NBFC business and particularly in running of the Company.

Smt. Moul Shree Jhunjunwala, with her vision and sheer dedication, who was well-versed in understanding NBFC industry, was also equally excellent in ensuring growth by, cost control, small size operations & consistently improving quality and her services were indispensable. She had been actively involved in business strategy, business development functions in the Company. She is a wife of Shri. Vikram Jhunjunwala. As on the date of notice, she is not holding any kind of shares of the company.

Smt. Moul Shree Jhunjunwala is not the Chairman of any Committee of any other listed company, however she is a member of Nomination and Remuneration Committee of Vintage Securities Limited. Smt. Moul Shree Jhunjunwala is not related to any other directors of the company. The Board recommends the Resolution in relation to reappointment of Smt. Moul Shree Jhunjunwala as a Managing Director, for the approval by the Members of the Company. Except Smt. Moul Shree Jhunjunwala being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise, in the Resolution as set out at Item No.2 of the Notice. This Explanatory Statement may also be regarded as a disclosure under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) of ICSI.

JECO EXPORTS & FINANCE LIMITED

Registered office: Raja Road, P.O. Sukchar, 24 Paraganas (N) Kolkata-700115,

Phone No: +91 33 2553 3160/ 2523 2443 Email id: camco@camcoindia.com;

Website: www.jecoexports.com

CIN: L51109WB1982PLC035005

39th ANNUAL GENERAL MEETING

ATTENDANCE SLIP

DATE	VENUE	TIME
Wednesday, 31st August, 2022	Registered Office	11:00 A.M.
Name of the Member(s)/ Proxy:		
Address:		
E-mail id:		
Folio No./Client id:		

I certify that I am a Member/Proxy for the Member holding _____ Equity Shares. I hereby record my presence at the 40th Annual General Meeting of the shareholders of the Company.

Please ✓ in the box Member Proxy

Name of the Proxy in Block letter

Signature of the Attending Member/Proxy

Notes: Shareholder/Proxy wishing to attend the meeting must bring the Attendance Slip to the meeting and hand over at the entrance duly signed.

1. The electronic voting particulars are set out below:

EVSN (E-Voting Sequence No.)	User ID	PAN / Sequence No.
220729012		

Please refer to the attached AGM Notice for instructions on E-Voting.

2. E-Voting facility is available during the following period:

Commencement of E-Voting	End of E-Voting
August 28, 2022 at 9:00 A.M.	August 30, 2022 at 5:00 P.M.

JECO EXPORTS & FINANCE LIMITED

Registered office: Raja Road, P.O. Sukchar, 24 Paraganas (N) Kolkata-700115,

Phone No: +91 33 2553 3160/ 2523 2443 Email id: accounts1@camcoindia.com;

Website: www.jecoexports.com

CIN: L51109WB1982PLC035005

40th ANNUAL GENERAL MEETING

Form No. MGT-11- PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)/ Proxy:	
Address:	
E-mail id:	
Folio No./Client id:	DP Id:

I/ We being the member ofequity shares of the above mentioned company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:

or failing him

2. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 40th Annual General Meeting of members of the Company, to be held on Wednesday, 31st August, 2022 at 11:00 A.M. at the registered office of the Company, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Brief description of Resolution
1	Ordinary Business:- To receive, consider and adopt the Audited Balance Sheet for the period ended 31st March, 2022 including the Statement of Profit & Loss Account for the year ended on that date and the Reports of the Board of Directors & Auditors thereon.
2	Special Business:- Re-Appointment Of Smt. Moul Shree Jhunjhunwala (DIN: 00185781) As a Managing Director Of the Company w.e.f. 29.05.2022 For a Further Period of 3 year i.e. till 28.05.2025.

Signed this _____ day of August, 2022.

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.