

NOTICE

NOTICE is hereby given that **Forty Fifth Annual General Meeting** of Jupiter International Limited will be held at on Saturday, 28th September 2024, at 11.30 am at the registered office of the Company at “UNNAYANAM”, 20A, Ashutosh Chowdhury Avenue, Kolkata- 700019 to transact the following Business.

ORDINARY BUSINESS:

1. To receive, consider and adopt –
 - a) The Audited Standalone Financial Statement of the Company for the Financial Year ended 31st March, 2024, together with the Reports of the Board of Directors and Auditors thereon.
 - b) The Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2024, together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Alok Garodia (DIN: 00081848), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Ratification of Remuneration of Cost Auditor

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

“**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 30,000/- (Rupees Thirty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses payable to M/s. CL BANSAL & ASSOCIATES, Cost Accountants (Firm Registration No. 101042) of Mr. Chaman Lal Bansal (Proprietor), who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditor of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending 31st March, 2025;

**By Order of the Board of
Jupiter International Limited**

Date: 29.08.2024
Place: Kolkata

Sd/-
Ashish Kumar Dhandhanya
Company Secretary
Mem. No. 29105

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE ‘MEETING’) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as Proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) per cent of the total share capital of the Company carrying voting rights. However, a Member holding more than 10 (ten) per cent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act as Proxy for any other Member. The Instrument appointing the Proxy, in order to be valid and effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (forty-eight) hours before the commencement of the meeting.
2. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
3. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialized form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting
4. The Register of Directors’ and Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of contracts or arrangements in which Directors are interested, maintained under Section 189(1) of the Companies Act, 2013, will be available for inspection by the Members at the Meeting.
5. Relevant documents referred to in the Notice are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, Sundays and public holidays between 11.00 A.M. and 1.00 P.M. upto the date of the Meeting and also during the continuance of the Meeting.
6. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed.
7. Members are requested to notify immediately any change in their addresses.
8. A Route Map showing directions to reach to the venue of the AGM of the Company is given at the end of this Notice.

**By Order of the Board of
Jupiter International Limited**

**Date: 29.08.2024
Place: Kolkata**

**Sd/-
Ashish Kumar Dhandhanya
Company Secretary
Mem No. A29105**

EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 3 of the accompanying Notice dated 29th August, 2024.

ITEM NO. 3

The Company is required to undertake the audit of its cost records for products covered under the Companies (Cost Records and Audit) Rules, 2014 conducted by a Cost Accountant in practice, in terms of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time.

In compliance with the above, the Audit Committee of the Company at its meeting held on 29th August, 2024, considered the appointment of M/s. CL BANSAL & ASSOCIATES, Cost Accountants (Firm Registration No. 101042), as the Cost Auditors of the Company for FY 2024-25. At the said meeting, the Audit Committee also considered the remuneration of Rs. 30,000/- (Rupees Thirty Thousand only) (plus applicable taxes and reimbursement of out-of-pocket expenses) payable to the Cost Auditors for the financial year 2024-25.

Accordingly, the Audit Committee recommended to the Board, the appointment of M/s. CL BANSAL & ASSOCIATES, Cost Accountants (Firm Registration No. 101042) as the Cost Auditors of the Company for the financial year 2024-25 at a remuneration of Rs. 30,000/- (Rupees Thirty Thousand only) (plus applicable taxes and reimbursement of out-of-pocket expenses).

The Board, on the recommendation of the Audit Committee approved the appointment of M/s CL BANSAL & ASSOCIATES, Cost Accountants (Firm Registration No. 101042) as the Cost Auditors of the Company for the FY 2024-25 at a remuneration of Rs. 30,000/- (Rupees Thirty Thousand only) (plus applicable taxes and reimbursement of out-of-pocket expenses) payable to Cost Auditors for the financial year 2024-25. In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors must be ratified by the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company, or their respective relatives is concerned or interested, in the Resolution mentioned at Item No. 3 of the Notice.

The Board recommends the passing of the Resolution set forth in Item No. 3 for the approval of the Members as an Ordinary Resolution.

**By Order of the Board of
Jupiter International Limited**

Date: 29.08.2024
Place: Kolkata

Sd/-
Ashish Kumar Dhandhanya
Company Secretary
Mem No. A29105

PROXY FORM
Form No. MGT – 11
(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014)

CIN:			
Name of the Company:			
Registered Office:			
Name of the Member(s):			
Registered address:			
E-mail Id:			
Folio No/ Client Id:		DP ID :	

I/We, being the Member (s) holding shares of the above-named Company, hereby appoint

1.	Name			
	Address			
	E-mail Id	Signature		
	or failing him			
2.	Name			
	Address			
	E-mail Id	Signature		
	or failing him			
3.	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 the 45th Annual General Meeting of the members of the Company to be held on Saturday, the 28th September, 2024 at 11.30 a.m. at its registered office at '20A Ashutosh Chowdhury Avenue, Kolkata - 700019, West Bengal and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (Optional)	
		For	Against
Ordinary Business			
1(a)	The Audited Standalone Financial Statement of the Company for the Financial Year ended 31st March, 2024, together with the Reports of the Board of Directors and Auditors thereon.		
1(b)	The Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2024, together with the Report of the Auditors thereon.		
2.	To appoint a Director in place of Mr. Alok Garodia (DIN: 00081848), who retires by rotation and being eligible, offers himself for re-appointment.		
Special Business			
3	Ratification of Remuneration of Cost Auditor		

Signed this day of 2024.

Signature of Shareholder : _____

Affix Revenue Stamp

JUPITER INTERNATIONAL LIMITED

Manufacturing Unit: Village Katha, P.O. & Tehsil Baddi, District: Solan, Himachal Pradesh - 173 205, India; P: +91 1795 247585
Reg. & Corporate Office: UNNAYANAM, 20A Ashutosh Chowdhury Avenue, Kolkata - 700 019, India;
P: +91 33 4015 9000; F: +91 4015 9037; E: info@jil-jupiter.com; W: www.jil-jupiter.com;
ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018 certified
CIN: U51109WB1978PLCO31668



Note:

1. 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.
2. Any alteration or correction made to this Proxy form must be initialled by the signatory/signatories.
3. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "**For**". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "**Against**". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.

JUPITER INTERNATIONAL LIMITED

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ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018 certified
CIN: U51109WB1978PLC031668



ATTENDANCE SLIP

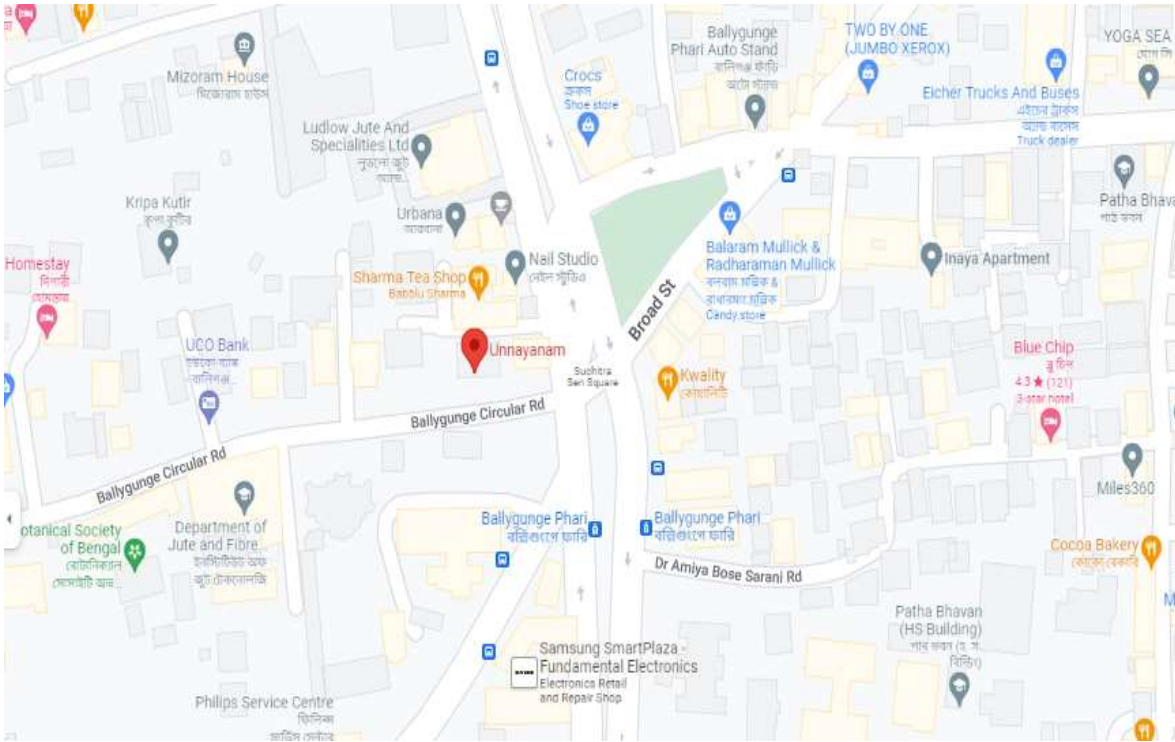
NAME (IN BLOCK LETTERS)	
ADDRESS	
REGISTERED FOLIO NO. / DP ID & CLIENT ID	
SHAREHOLDER / PROXY/ AUTHORISED REPRESENTATIVE	

I/We hereby record my/our presence at the **45th Annual General Meeting** of the Company held on Saturday, the 28th September, 2024 **at 11.30 a.m.** at its registered office at '20A Ashutosh Chowdhury Avenue, Kolkata - 700019, West Bengal

Signature of the Shareholder / Proxy / Authorised Representative

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting venue.

Route Map



Jupiter International Limited
Registered Office Address:
20A, Ashutosh Chowdhury Avenue,
Kolkata, 700019
Phone No. 033 4015 9000
Mail: legal@jil-jupiter.com

JUPITER INTERNATIONAL LIMITED

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