

JEET MACHINE TOOLS LIMITED

(CIN: L28900MH1984PLC032859)

Reg Office: 25 Ambalal Doshi, Marg Hamam Street Fort, Mumbai, Maharashtra, India 400001

Corporate Off: Parekh Vora Chambers, Ground Floor, 62 Nagindas Master Road, Fort, Mumbai - 400 001

Email: jmt_ltd@yahoo.co.in , info@gmt-india.com **Tel No:** +91 022 22675720/ 22655782

Website- www.jeetmachinetools.in

Notice is hereby given that the Extra Ordinary General Meeting (EGM) of the Members of Jeet Machine Tools Limited will be held on Monday, July 22, 2024 at 4.00 P.M. through Video Conferencing ("VC") Or Other Audio-Visual Means ('OAVM'), to transact the following business:

SPECIAL BUSINESS:

Item No. 1

Appointment of Mr. Kawaljit Singh Chawla as Managing Director of the Company and payment of remuneration.

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof, for the time being in force) based on the recommendation of Nomination and Remuneration Committee, the approval of the members of the Company be and is hereby accorded to appoint Mr. Kawaljit Singh Chawla (DIN: 00222203) as a Managing Director of the Company for a term of 3 (Three) years with effect from April 27, 2024 on the terms and conditions as under:

- a) Salary: Rs. 50,000/- per month
- b) Period of appointment: From April 27, 2024 to April 26, 2027.
- c) Perquisites and benefits as per Schedule V of the Act.
- d) Powers and duties as per the provisions of the Articles of Association of the Company.

RESOLVED FURTHER THAT in the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Kawaljit Singh Chawla shall be governed by Section II of Part II of Schedule V of the Act and rules made thereunder, as amended from time to time.

RESOLVED FURTHER THAT the remuneration payable to Mr. Kawaljit Singh Chawla shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT the Board of Directors / Nomination and Remuneration Committee be and is hereby authorized to vary or modify the above terms including salary, from time to time, during the term of his appointment, without any further reference to the Company in General Meeting, provided however that such variation is within the limits fixed aforesaid."

Item No. 2

APPOINTMENT OF Mr. RAJKARAN CHAWLA (DIN: 02313404) AS DIRECTOR OF THE COMPANY:

To consider and if though fit, to pass with or without modification(s) the following resolution as a Special Resolution

“RESOLVED THAT pursuant to Section 152 and 161 of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, sections, rules of the Companies Act, 2013 including any statutory modification or re-enactment thereof for the time being in force), Securities and Exchange Board of India (LODR) Regulations, 2015 as amended from time to time, the Articles of Association of the Company and based on recommendation of the Nomination and Remuneration Committee, Mr. Rajkaran Singh Chawla (DIN: 02313404) who was appointed by the board of Directors as an Additional Executive Director on the Board of the Company for a term of 3 (Three) years with effect from April 22, 2024 and who has given his consent to act as Director of the Company and who is not Disqualified under Section 164 of Act be and is hereby appointed as an Executive Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT due to non availability of adequate profits, no remuneration shall be given to Mr. Rajkaran Chawla, Director of the company however if financial performance of the Company improves in future, the Board may decide to pay him remuneration in accordance with the provisions of Section 197 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 as amended from time to time

RESOLVED FURTHER THAT in case of loss or inadequacy of profits, remuneration payable to Mr. Rajkaran Chawla (DIN: 02313404) shall be in accordance with by Section II of Part II of Schedule V of the Companies Act, 2013.”.

RESOLVED FURTHER THAT the Board of Directors of the Company / Committee of the Board be and is hereby authorized to alter, amend or vary the terms and conditions as may be agreed to between the Board of Directors and Mr. Rajkaran Chawla within such guidelines or amendments as may be prescribed under the Companies Act, 2013 or subject to such approval as may be required.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Place: Mumbai

Date: 27/06/2024.

By order of the Board

Sd/-

Kawaljit Singh Chawla
Managing Director
(DIN: 00222203)

Registered Office

25 Ambalal Doshi

Marg Hamam Street

Fort, Mumbai, Maharashtra 400023

(CIN: L28900MH1984PLC032859)

Tel: +91 022 22675720

Website: www.jeetmachinetools.in

NOTES

1. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out the material facts and reasons for the proposed Resolutions, is annexed hereto. Further, disclosures as required under the Reg 36(3) of SEBI LODR Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India with respect to details of Directors who are proposed to be re-appointed is also enclosed.
2. The Ministry of Corporate Affairs ("MCA") has vide its Circular dated September 25, 2023 and January 13, 2020 read with the Circulars dated April 8, 2020, April 13, 2020, May 5, 2020, December 28, 2022 (collectively referred to as "MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD/PoD-2/P/CIR/2023/167 dated October 7, 2023 (collectively referred to as "SEBI Circulars"), permitted the holding of the Extra Ordinary General Meeting ("EGM") through VC, without the physical presence of the Members at a common venue till 30th September, 2024. Hence, in compliance with the MCA Circulars and SEBI Circulars, the EGM of the Company is being held through VC / OAVM on Friday, March 22, 2024 at 11: 00 A.M. (IST).

In compliance of Section 20 of the Companies Act, 2013 and further to the aforesaid MCA Circulars and SEBI Circulars, notice of the EGM along with the explanatory statement is being sent only through electronic mode to the Members whose e-mail addresses are registered with the Company / Depositories. Members may note that the Notice of EGM will also be available on the Company's Website: www.jeetmachinetools.in Website of the Stock Exchanges i.e., BSE Limited: www.bseindia.com and on the Website of NSDL: www.evoting.nsdl.com.

3. Pursuant to the provisions 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 SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. 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 agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of EGM will be provided by NSDL. The manner and process of e-voting remotely by Members is provided in the instructions for e-voting which forms part of this Notice.
4. The Board of Directors has appointed Mr. Yogesh D. Dabholkar (FCS No: 6636) of M/s Yogesh D. Dabholkar & Co., Practicing Company Secretaries, Dombivli as the Scrutinizer for conducting the EGM through the e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed for the said purpose.
5. The Voting Rights of the Shareholders for voting through remote e-voting at the EGM shall be in proportion to their share of the Paid-up Equity Share Capital of the Company as on Monday, July 15, 2024 ('Cut-Off Date'). A Person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date, only shall be entitled to avail the facility of remote e-voting or of voting at the EGM and who is not a Member as on the Cutoff Date shall treat this Notice for information purposes only.

6. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The 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 EGM without restriction on account of first come first served basis.
7. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. Since this EGM is being held pursuant to the MCA circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by members will not be available for the EGM and hence, Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
9. Authorized representatives of the corporate members/institutional investors intending to participate in the EGM pursuant to Sec 113 of the Act, are requested to send to the Company certified copy of Board Resolution along with Authority letter etc. authorizing them to attend the EGM, by email to info@qmt-india.com or upload on the VC portal / e-voting portal not later than 48 hours before the scheduled time of the commencement of the Meeting.
10. Members may contact Ms. Pooja Mishra, Company Secretary, for any grievances connected with electronic means at info@qmt-india.com.
11. All documents referred to in the Notice calling the EGM and the Explanatory Statement are available on the website of the Company for inspection by the Members.
12. Members holding shares in physical form are requested to immediately intimate any change in their residential address to Link Intime Private Limited, 1st Floor, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai City, Maharashtra, 400083 Registrar and Share Transfer Agent of the Company, so the change could be affected in Register of Members.

(ii) Members who are holding shares in demat mode are requested to notify any change in their residential address, Bank A/c details and/ or email address immediately to their respective Depository Participants.
13. Members holding shares in dematerialised form are requested to intimate particulars of bank mandates, nominations, power of attorney, e-mail address, contact numbers, change of address, etc. to their Depository Participant (DP). Members holding shares in physical form are requested to intimate these details to the RTA.
14. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs if not submitted earlier. Members holding shares in physical form are requested to submit their PAN to the RTA if not submitted earlier.
15. All documents referred to in the Notice calling the EGM and the Explanatory Statement are available on the website of the Company for inspection by the Members.

Others Information

16. The remote e-voting period commences on Friday, 19 July 2024 and ends on Sunday, 21 July, 2024. Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Monday, 15 July, 2024, may opt for remote e-voting and cast their vote electronically. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or e-voting at the Meeting. Any person, who acquires shares of the Company and becomes Shareholder of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Monday, 15 July, 2024, may obtain the login ID and password by sending an email to evoting@nsdl.co.in by mentioning their Folio No. / DP ID and Client ID No. However, if you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forget Password"
17. SEBI vide its Circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2002 8 dated 25th January, 2022 has mandated the listed companies to issue securities in dematerialised Form only while processing certain prescribed service requests. Accordingly, the members are requested to make service request by submitting a duly filled and signed Form ISR 4, the format of which is available on the Company's website at www.jeetmachinetools.in. Members are requested to note that any service request would only be processed after the folio is KYC Compliant.
18. Members holding shares in physical form in single name are advised to avail of nomination facility. As per the provisions of Section 72 of the Act, the facility for making nomination is available for Members in respect of shares held by them. Members, who have not yet registered their nomination, are requested to register the same by submitting Form No. SH-13. Nomination form can be downloaded from the website of the Company www.asianstargroup.com or obtained from the RTA. Members are requested to submit the said details to their DP in case shares are held in electronic form and to the RTA in case shares are held in physical form.
19. Members are requested to:-
 - a. Quote DP ID and Client ID/Ledger Folio numbers in all their correspondence;
 - b. Approach the RTA for consolidation of multiple ledger folios into one; and
 - c. To avoid inconvenience, get shares transferred in joint names, if they are held in a single name and/or appoint a nominee.
20. The members / investors may send their complaints/ queries, if any by email mentioning their name, Demat account number/Folio number, email id, mobile number at info@qmt-india.com, jmt_ltd@yahoo.co.in or RTA at chg_unit@linkintime.co.in.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 1:

To consider and approve appointment of Mr. Kawaljit Singh Chawla as Managing Director of the Company and payment of remuneration.

Delisting committee of BSE Ltd has passed order dated January 5, 2024 and ordered the company to complete all pending compliance. In compliance with the said order and as per Section 203 of Companies Act 2013, the management of the company has appointed Mr. Kawaljit Singh Chawla as Managing Director of the Company for period of Three (3) years from April 27, 2024 to April 26, 2027 on recommended by Nomination and Remuneration Committee and approved by the Board of Directors.

Mr. Kawaljit Singh Chawla is the promoter of the company and has been associated with the company since 2009 and also has experience in this industry for around 14 years. He is visionary businessman.

The main terms of remuneration are as follows:

- a) Salary: Rs. 50,000/- (Rupees fifty thousand only) per month.
- b) Reimbursement of Actual Expenses and Benefits
- c) Perquisites and benefits as per Schedule V of the Act.
- d) Powers and duties as per the provisions of the Articles of Association of the Company.

The Board of Directors of the Company / Committee of the Board be and is hereby authorized to alter, amend or vary the terms and conditions as may be mutually agreed to between the Board of Directors and Mr. Kawaljeet Singh Chawla, within such guidelines or amendments as may be prescribed under the Companies Act, 2013 or subject to such approval as may be required.

Requisite information in terms of the provisions of Section II of Part II of Schedule V to the Act is as follows:

I. General Information:

1. Nature of industry:

Jeet Machine Tools Limited ("the Company") engaged in business of manufacturing, trading, distribution, export, and import of heavy fabricated metal products and machinery, along with their component parts.

2. Date of commencement of commercial production: Not Applicable.

3. In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.

4. Standalone Financial performance based on given indicators

(Rs. In Lakhs)

Particulars	FY ended 31.03.2023	FY ended 31.03.2022
Total Income	0.16	0.17
Profit before Tax	-12.89	-9.43
Finance Cost	0.01	0.01
Depreciation	-	-
Tax Expense	3.08	-26.07
Net Profit	5.31	-16.25

5. **Foreign Investments and Collaborations:** The Company has not made any Foreign Investments and neither entered into any collaborations during the financial year ended March 31, 2024 and does not have made any such investments and collaboration since its incorporation till date.

II. Information about the Appointees:

1. **Background Details:** As stated in Explanatory Statement above.
2. **Remuneration Previous:** Mr. Kawaljeet Singh Chawla was drawing a remuneration of Rs. 20,000/- per month.
3. **Recognition or awards:** Not Applicable.
4. **Job profile Suitability:** Mr. Kawaljit Singh Chawla, is one of the promoters of the Company and has been associated with the Company since 2009. Mr. Chawla is actively associated with the heavy fabricated metal products and machinery. As Key person of the Company, he is charged with the responsibility of enhancing the value of the Company.
5. **Remuneration proposed:** As stated in resolution 1 above.
6. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):** Taking into consideration the size of the Company, the profile, knowledge, skills and responsibilities over Mr. Kawaljit Chawla, the remuneration proposed to be paid is commensurate with the remuneration packages is comparatively very less as paid to their similar counterparts in other companies.
7. **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:** None of the Managerial Personnel of the Company except Mr. Rajkaran Chawla, Executive Director and Mr. Harveer Ajit Chawla, CFO are his nephew.

III. Other Information:

Mr. Chawla has confirmed that he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor debarred from holding office as a Director of the company, by virtue of any SEBI Order or any other such authority.

The details, in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including Secretarial Standard-2 on General Meetings ("SS-2") are given in the notice in Annexure-I.

Except Mr. Kawaljit Singh Chawla, Mr. Rajkaran Chawla and Mr. Harveer Ajit Chawla, none of the Directors and Key Managerial Personnel of the Company or their relatives, other than to the extent of their shareholding is concerned or interested, financial or otherwise, in the resolution as set out at Item No. 1 of the Notice.

The Board recommends the resolution set forth in Item No. 1 for approval of the members as a Special Resolution.

Item No. 2

Mr. Rajkaran Chawla (DIN: 02313404) was appointed as Additional Director (Executive) effective from April 22, 2024 in terms of the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

Mr. Rajkaran Chawla, aged 36 years, has done MBA in marketing from Jamnalal Bajaj Institute of Management Studies, Mumbai. In past Mr. Chawla has worked as Product Manager in Quality Machine Tools Limited and has experience of more than a decade in the field.

Mr. Rajkaran Chawla is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and the same has been intimated by him in form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules 2014 and has given his consent to act as Director in form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014.

Since company does not have adequate profits yet, As mutually decided no remuneration will be paid to Mr. Rajkaran Chawla, Director of the company however if financial performance of the Company improves in future, the Board may decide to pay him remuneration in accordance with the provisions of Section 197 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 as amended from time to time.

The Board of Directors of the Company / Committee of the Board be and is hereby authorized to alter, amend or vary the terms and conditions as may be mutually agreed to between the Board of Directors and Mr. Rajkaran Chawla, within such guidelines or amendments as may be prescribed under the Companies Act, 2013 or subject to such approval as may be required.

Requisite information in terms of the provisions of Section II of Part II of Schedule V to the Act is as follows:

I. General Information:

1. Nature of industry:

Jeet Machine Tools Limited ("the Company") engaged in business of manufacturing, trading, distribution, export, and import of heavy fabricated metal products and machinery, along with their component parts.

2. **Date of commencement of commercial production:** Not Applicable.
3. **In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable.
4. **Standalone Financial performance based on given indicators**
(Rs. In Lakhs)

Particulars	FY ended 31.03.2023	FY ended 31.03.2022
Total Income	0.16	0.17
Profit before Tax	-12.89	-9.43
Finance Cost	0.01	0.01
Depreciation	-	-
Tax Expense	3.08	-26.07
Net Profit	5.31	-16.25

5. **Foreign Investments and Collaborations:** The Company has not made any Foreign Investments and neither entered into any collaborations during the financial year ended March 31, 2024 and does not have made any such investments and collaboration since its incorporation till date.

III. Information about the Appointees:

1. **Background Details:** As stated in Explanatory Statement above.
2. **Previous Remuneration:** Not applicable
3. **Recognition or awards:** Not Applicable.
4. **Job profile Suitability:** Mr. Rajkaran Chawla, is one of the promoters of the Company. Mr. Rajkaran Chawla is appointed on the Board as an Additional Director (Executive) w.e.f 22nd April, 2024. He is responsible for handling the administrative function of the Board.
5. **Remuneration proposed:** As stated in resolution 1 above.
6. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):** Taking into consideration the size of the Company, the profile, knowledge, skills and responsibilities over Mr. Rajkaran Chawla, the remuneration proposed to be paid is commensurate with the remuneration packages is comparatively very less as paid to their similar counterparts in other companies.
7. **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:** None of the Managerial Personnel of the Company except Mr. Kawaljeet Singh Chawla, Managing Director and Mr. Harveer Ajit Chawla, CFO, who are his uncle and cousin brother.

Mr. Rajkaran Chawla has confirmed that he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor debarred from holding office as a Director of the company, by virtue of any SEBI Order or any other such authority.

Details as per Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India are annexed to the Notice.

Mr. Rajkaran Chawla, Executive Director of the Company, is deemed as concerned and interested in the above resolution. Mr. Kawaljit Singh Chawla, Managing Director and Mr. Harveer Ajit Chawla, CFO being relatives is interested in the resolution set out at item no. 2 of the notice.

The Board of Directors recommends the Special Resolution as set out in item no. 2 of this notice for approval by the members of the Company

Place: Mumbai

Date: 27/06/2024.

By Order of the Board

Registered Office

25 Ambalal Doshi,

Marg Hamam Street

Fort, Mumbai 400023

(CIN: L28900MH1984PLC032859)

Sd/-

Kawaljit Singh Chawla

Managing Director

(DIN: 00222203)

Details of Directors seeking re-appointment (pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards 2 on General Meetings)

Name of Director	Kawaljit Singh Chawla	Rajkaran Chawla
DIN	00222203	02313404
Date of Birth	31/07/1966	03/09/1987
Age	57	36
Date of First Appointment	27/08/2009	22/04/2024
Qualification	BBA from Purdue University (USA).	MBA in Marketing from Jamnalal Bajaj Institute of Management Studies.
Expertise in specific / functional areas	He is having expertise in the field of purchase, marketing, business management and administration.	He has expertise in the field of general administration.
Shareholding in the Company as on 31 st March, 2024.	3,66,400	1,04,700
Terms & conditions of re-appointment/ variation of remuneration	Appointed as Managing Director of the Company for a term of Three years.	Appointed as Executive Director of the Company.
Remuneration last drawn	Mr. Kawaljeet Singh Chawla was drawing a remuneration of Rs. 20,000/- per month as a executive Director of the Company	N.A
Chairman/Member of the Mandatory Committees of the Board	Chairman of Nomination and Remuneration Committee, Member of Audit Committee.	NIL
Directorship held in other Companies	Ajeet Machine Tools Private Limited	Nil
Names of the Listed entities from which the Director has resigned in past 3 years	NIL	NIL
Inter-se relationship with other directors/ Key Managerial Personnel	Mr. Kawaljeet Singh Chawla is an uncle of Mr. Rajkaran Chawla and Mr. Harveer Ajit Chawla, Additional Director (Executive) and CFO of the company	Mr. Kawaljeet Singh Chawla, Managing Director and Mr. Harveer Ajit Chawla, CFO are his uncle and cousin brother respectively.
No. of Board meetings attended during the year 2023-24.	5 out of 5	N.A

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

The remote e-voting period begins on Friday, 19 July, 2021 at 9:00 A.M. and ends on Sunday, 21 July, 2024 at 5:00 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. Monday, 15 July, 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 Monday, 15 July, 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: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.





i. 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.	<ol style="list-style-type: none">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.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

	<p>3. 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.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their 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 www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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 toll free no.: 1800 1020 990 and 1800 22 44 30
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 or 022-23058542-43

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. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) 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.
- c) How to retrieve your 'initial password'?
 - (i) 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'.
 - (ii) 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:

- a) 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.
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) 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.

- d) 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 General 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 yddcsecretarial@gmail.com with a copy marked to evoting@nsdl.co.in.
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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request Mr. Sanjeev Yadav, Assistant Manager 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 info@qmt-india.com, jmt_ltd@yahoo.co.in.
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 info@qmt-india.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 EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM 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 EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
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 EGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM 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 link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General 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 info@qmt-india.com, jmt.ltd@yahoo.co.in. The same will be replied by the company suitably.
6. For ease of conduct, Members who would like to ask questions may send their questions in advance at least (7) days before EGM mentioning their name, demat account number / folio number, email id, mobile number at info@qmt-india.com, jmt.ltd@yahoo.co.in and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM.