



(Under Corporate Insolvency Resolution Process)

## JVL AGRO INDUSTRIES LIMITED

Corporate Identification Number (CIN) : L15140UP1989PLC011396

Registered Office: Village Tilmapur, Ghazipur Road, Ashapur, Varanasi - 221 007 (UP), India

Tel : +91 542 2595930-32; Fax : +91 542 2595941

E-mail : rpjvl@bdo.in || Website : [www.jvlagro.com](http://www.jvlagro.com)

### NOTICE OF ANNUAL GENERAL MEETING

The National Company Law Tribunal ("NCLT") Allahabad Bench, vide order dated 25th July, 2018 ("Insolvency Commencement Order") has initiated Corporate Insolvency Resolution Process ("CIRP") of JVL Agro Industries Ltd. (hereinafter referred to as the "**Company**") based on petition filed by Standard Chartered Bank under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("the Code"). Mr Avishek Gupta (IP Registration No. IBBI/PA-003/IP-N000135/2017-18/11499) was appointed as Interim Resolution Professional (IRP) to manage the affairs of the Company in accordance with the provisions of the Code. In the first meeting of Committee of Creditors (CoC) held on Thursday, 23rd August, 2018, re-appointment of Mr Gupta, the IRP, as Resolution Professional (RP) was rejected by the members of the CoC. Vide order dated 10th September, 2018 of the Hon'ble Tribunal, Mr Supriyo Kumar Chaudhuri (IP Registration no. IBBI/PA-001/IP-P00644/2017-18/11098) was appointed as Resolution Professional (RP) to manage the affairs of the Company in accordance with the provisions of the Code. Pursuant to the Insolvency Commencement Order and in line with the provisions of the Code, the powers of the Board of Directors were suspended and the same were to be exercised by RP. This meeting is being convened by the Resolution Professional only to the limited extent of discharging the powers of the Board of Directors of the Company which has been conferred upon him in terms of provisions of Section 17 of the Code while emphasising that the duties and responsibilities of the erstwhile Directors remain in relation to the period for which this meeting is being convened.

**NOTICE** is hereby given that the 29th Annual General Meeting (AGM) of the Shareholders of JVL Agro Industries Limited will be held on Tuesday, 21st January, 2020 at 11.00 AM at Hotel Surabhi International, Hall Darbar, Pahariya, Sarnath, Varanasi - 221 007, (U.P.), India to transact following businesses:

#### ORDINARY BUSINESS:

1. To consider and adopt both Standalone and Consolidated Audited Financial Statements of the Company for the year ended on 31st March, 2018, the reports of the Board of Directors and Auditors thereon and in this regard to consider

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

"Resolved that the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended on 31st March, 2018, the reports of the Board of Directors and Auditors thereon, be and are hereby received, considered and adopted."

2. To re-appoint Mr. Dina Nath Jhunjunwala (DIN : 00189195), Director of the Company, who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"Resolved that Mr. Dina Nath Jhunjunwala, (DIN : 00189195), Director of the Company, retiring by rotation at the 29th Annual General Meeting of the Company, being eligible for re-appointment, be and is hereby re-appointed as Director of the Company, who shall be liable to retire by rotation."

3. To appoint M/s A.K. Agrawal & Co., Chartered Accountants, Varanasi as Statutory Auditors in place of M/s SPARSH & Co., Chartered Accountants who has resigned w.e.f. 4th January, 2019, and ratify the remuneration of new Auditor and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"Resolved that pursuant to provision of Sections 139 and 142 of the Companies Act, 2013 (the Act) read with Rule of the Companies (Audit and Auditors) Rules, 2014, Section 28 of the Insolvency and Bankruptcy Code, 2016 and the rules and regulations framed thereunder and pursuant to approval of Committee of Creditors by requisite majority subject to ratification by the shareholders at the Annual General Meeting, M/s A. K. Agrawal & Co., Chartered Accountants (Firm Registration No. 018282C), Varanasi, who have furnished eligibility certificate under Section 141 of the Act, be and is

hereby appointed as the Statutory Auditors of the Company from the conclusion of this 29th Annual General Meeting until the conclusion of the 34th Annual General Meeting of the Company on such remuneration (exclusive of travelling and other out of pocket expenses) as fixed by the Committee of Creditors for FY 2018-19 (thereafter the same will be decided/approved by the appropriate authority/shareholders respectively), in place of the outgoing Auditors, M/s SPARSH & Co., Chartered Accountants (Firm Registration No. 013070C), Varanasi, who has resigned w.e.f. 4th January, 2019 and have expressed their unwillingness for further continuation as Statutory Auditor."

#### SPECIAL BUSINESS:

4. To approve the remuneration of the Cost Auditors for the financial year 2018-2019 and in this regard to consider and if thought fit, to pass with or without modification(s), following resolution as an Ordinary Resolution:

"Resolved that pursuant to provisions of Section 148 of the Companies Act, 2013 (the Act) read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions and subject to necessary approvals, if any, remuneration, not exceeding ₹75,000/- plus applicable tax and out of pocket expenses incurred for travelling, lodging and other expenses, approved for Cost Auditors, M/s S. K. Saxena Verma & Co., Kanpur (represented by Mr. Sudhir Kumar Saxena, Cost Accountant and Partner of the firm) for financial year 2018-2019, be and is hereby ratified, with further authority to

alter and/or vary the same in such manner, as may be deemed fit, proper and desirable, in the best interest of the Company, and the Resolution Professional is authorised to do all acts and take all such steps, as may be necessary, in this connection."

5. To appoint Mrs. Rajani Pandey (DIN: 08156509) as Director and in this regard to consider and if thought fit, to pass with or without modification(s), following resolution as an Ordinary Resolution:

"Resolved that pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 (the Act) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Rajani Pandey (DIN : 08156509), Director of the Company who ceases to hold her office of Additional Director at 29th Annual General Meeting be and is hereby appointed as an Independent Woman Director of the Company for a term of 5 consecutive years, not liable to retire by rotation."

By Order of the Resolution Professional  
For **JVL Agro Industries Limited**

Sd/-

(**R C Garg**)

Place: Kolkata

Date: 16th December, 2019

Chief Financial Officer

#### IMPORTANT NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a Proxy to attend and vote on a poll instead of himself/herself and the Proxy need not be a member of the Company. A person can act as 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.**

**The instrument appointing the Proxy should, however, be deposited at the Registered Office of the Company not less than forty eight (48) hours before the commencement of the AGM.**

2. The business set out in the Notice will be transacted through remote electronic voting (e-voting) system and the Company is providing facility for voting by remote electronic means. Instructions and other information relating to remote e-voting are given in the Notice under Note No. 18.

Members attending the AGM, who have not cast their vote by

remote e-voting, shall be able to exercise their right to vote at the AGM through ballot papers.

3. Corporate Members intending to send their authorised representatives to attend the AGM are requested to send to the Company, a duly certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the AGM.
4. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the Act), relating to Business at Serial Nos. 3 to 5 to be transacted at the AGM is annexed hereto.
5. A Proxy shall not have a right to speak at the AGM and shall not be entitled to vote except on Poll.
6. Members/Proxies/Authorised Representatives are requested to bring their Attendance Slip along with their copy of Annual Report to the AGM.
7. In case of joint holders attending the AGM, only such joint

holder who is higher in the order of names will be entitled to vote.

8. Relevant documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours upto the date of the AGM.
9. The Company's Registrar & Transfer Agents for its share registry (both, physical as well as electronic) is M/s MCS Share Transfer Agent having its office at F - 65, Okhla Industrial Area, Phase - I, New Delhi -110 020.
10. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their Depository Participants (DPs) with whom they are maintaining their Demat Accounts. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to the Company / Company's Registrar and Share Transfer Agent.
11. Members holding shares in physical mode are advised to make nomination in respect of their shareholding in the Company. Members holding shares in electronic mode may contact their respective DPs for availing the nomination facility.
12. Members who hold shares in physical mode in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Company's Registrar and Share Transfer Agent, for consolidation into a single folio.
13. To support the "Green Initiative", Members who have not registered/updated their respective e-mail addresses with Company's Registrar and Share Transfer Agent - if shares are held in physical mode and with their DPs - if shares are held in electronic mode, are requested to do so for receiving all future communications from the Company including Annual Reports, Notices, Circulars, etc., electronically.
14. Electronic copy of the Annual Report for Financial Year (FY) 2017-2018 together with a copy of the Notice of the 29th AGM of the Company inter-alia stating the process and manner of remote e-voting along with Attendance Slip and Proxy Form are being sent to all the members whose e-mail IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail ID, physical copies of the Annual Report for FY 2017-2018 and other documents are being sent in the permitted mode.
15. Tuesday, 14th January, 2020 has been fixed as 'Cut off Date' for determining Shareholders entitled to facility of voting by remote e-voting as well as by ballot at said AGM following

Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

16. The Register of Members and Share Transfer Register of the Company will remain closed from Thursday, 16th January, 2020 to Tuesday, 21st January, 2020, both days inclusive, in connection with ensuing AGM.
17. The route map showing directions to reach the venue of 29th AGM is annexed hereto.
18. In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to its members to exercise their right to vote electronically at the 29th Annual General Meeting through the electronic voting (e-voting) service facilitated by the Central Depository Services (India) Limited (CDSL). The facility for voting through ballot paper will also be made available at the meeting and the members, who have not already cast their votes by remote e-voting shall be able to exercise their right to vote at the meeting through ballot paper. The members who have cast their votes by remote e-voting prior to the meeting may attend the meeting but shall not be entitled to cast their votes again.

**The instructions for E-voting are as follows:**

- a. The e-voting period commences on Saturday, 18th January, 2020 at 9.00 A.M. and ends on Monday, 20th January, 2020 at 5.00 P.M. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, 14th January, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- b. The voting rights of the members shall be in proportion to the paid-up value of their shares in the equity share capital of the Company as on the 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 for remote e-voting as well as voting at the meeting.
- c. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (i) Click on "Shareholders/Members" tab.
  - (ii) Now Enter your User ID (For **CDSL**: 16 digits Beneficiary ID; For **NSDL**: 8 Character DP ID followed by 8 Digits Client ID;

Members holding shares in Physical Form should enter Folio Number registered with the Company) and then enter the Image Verification as displayed and Click on Login. If you are holding shares in Demat Form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is to be used. If you are a first time user, fill up the following details in the appropriate boxes and follow the steps given below (Applicable for both demat shareholders as well as physical shareholders).

PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department.
DOB#	Enter the Date of Birth as recorded in your Demat Account or in the Company Records for the said Demat Account or Folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your Demat Account or in the Company records for the said Demat Account or Folio.

\*Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digit sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. Sequence number is being communicated to you.

#Please enter any one of the details in order to login. In case both the details are not recorded with the Depository or Company please enter the Member ID/Folio No. in the Dividend Bank details field.

- (iii) After entering these details appropriately, click on **"SUBMIT"** tab.
- (iv) Member holding shares in Physical Form will then reach directly to the Company Selection screen. However, members holding shares in Demat Form will now reach 'Password Creation' menu wherein you are required to mandatorily enter your 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.
- (v) For Members holding shares in Physical Form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (vi) Click on the EVSN for the relevant **"JVL AGRO INDUSTRIES LIMITED"** on which you chose to vote.
- (vii) 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.
- (viii) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- (ix) 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.
- (x) Once you "CONFIRM" your vote on the Resolution, you will not be allowed to modify your vote.
- (xi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the voting page.
- (xii) If Demat account holder has forgotten the changed password then enter the user ID and Image Verification and click on Forgot Password & enter details as prompted by the system.
- (xiii) Shareholders can also cast their vote using CDSL's Mobile App m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the Mobile App while voting on your mobile.
- (xiv) Institutional Shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to [helpdesk.evoting@cdslindia.com](mailto: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](mailto: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.

**General instructions/information for Members for voting on the Resolutions :**

- a. In case of any queries regarding remote e-voting you may refer to the Frequently Asked Questions ("FAQs") and User Manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an e-mail to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact the Company or Registrar and Share Transfer Agent.
- b. Facility of voting through ballot paper shall also be made available at the AGM. Members attending the AGM, who have not already cast their vote by remote e-voting, shall be able to exercise their right at the AGM.
- c. 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 vote again at the AGM.
- d. Voting rights of Shareholders (for voting through remote e-voting or by ballot paper at the AGM) shall be in proportion to their share of the paid up equity share capital of the Company as on Tuesday, 14th January, 2020 ("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 as well as voting at the AGM.
- e. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the AGM Notice and holds shares as on the Cut-off Date, i.e. Tuesday, 14th January, 2020 may obtain the Login ID and Password by sending a request at [www.evotingindia.com](http://www.evotingindia.com). However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and Password for casting your vote. If you have forgotten your password, you may reset your password by using "Forgot User Details/Password" option available on [www.evotingindia.com](http://www.evotingindia.com).
- f. Mr Koshal Agarwal, Practicing Company Secretary, (Membership No. ACS 37508, CP No. 16670) has been appointed by the Resolution Professional of the Company as Scrutinizer for scrutinizing the voting process at the AGM in a fair and transparent manner.
- g. The Resolution Professional shall, at the AGM, at the end of discussion on the resolutions, allow the voting with the assistance of scrutinizer for all those members who are present at the AGM but have not cast their votes by availing remote e-voting facility.
- h. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM, thereafter unblock the votes cast through remote e-voting, in the presence of at least two (2) witnesses not in the employment of the Company.
- i. The Scrutinizer will collate the votes cast at the AGM and votes downloaded from the e-voting system and make, not later than two days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Resolution Professional or a person authorised by him in writing, who shall countersign the same.
- j. The Resolution Professional or the person authorised by him in writing forthwith on receipt of the consolidated Scrutinizer's Report, declare the results of the voting. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website [www.jvlagro.com](http://www.jvlagro.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) immediately after their declaration and communicated to the Stock Exchanges where the Company is listed viz. BSE Limited and National Stock Exchange of India Limited.
- k. Subject to receipt of requisite number of votes, the Resolution(s) set out in the Notice shall be deemed to be passed on the date of the AGM

By Order of the Resolution Professional  
For **JVL Agro Industries Limited**

Sd/-

**(R C Garg)**

Place: Kolkata

Date: 16th December, 2019

Chief Financial Officer

## EXPLANATORY STATEMENT IN RESPECT OF BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### ITEM NO. 3

The Resolution Professional recommend that M/s A. K. Agrawal & Co. Chartered Accountants (Firm Registration No. 018282C), Varanasi, who have confirmed in writing their willingness and also that they fulfil all requisite criteria specified, be appointed as Statutory Auditors of your Company for a term of 5 (five) years from FY 2018-19 to hold office immediately after conclusion of ensuing 29th Annual General Meeting of Shareholders of your Company until conclusion of 34th Annual General Meeting, subject to necessary approvals, in place of the outgoing Auditors, M/s SPARSH & Co., Chartered Accountants, Varanasi who has resigned w.e.f. 4th January, 2019 and have expressed their unwillingness for further continuation as Statutory Auditor.

The Resolution Professional commends passing of proposed resolution. None of the suspended Directors of Company is either directly or indirectly interested in passing of the proposed resolution.

### ITEM NO. 4

The Resolution Professional (in light of the suspension of the powers of the Board of Directors due to ongoing Corporate Insolvency Resolution Process) has approved the appointment and remuneration of M/s S. K. Saxena Verma & Co., Kanpur (represented by Mr. Sudhir Kumar Saxena, Cost Accountant and Partner of the firm) as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2018-2019 at a remuneration of ₹75,000/- plus applicable tax and out of pocket expenses incurred for travelling, lodging and other expenses in connection with conducting the cost audit.

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for

ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2019.

None of the suspended Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Resolution Professional commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

### ITEM NO. 5

Mrs. Rajani Pandey (DIN: 08156509) was appointed as a Women Director (of Additional Category) w.e.f. 28th June, 2018 vide a resolution passed by the Board of Directors in place of Mrs. Anju Jhunjhunwala who resigned w.e.f. 30th March, 2018 owing to her health issues. Thereafter the Corporate Insolvency Resolution Process (CIRP) got started w.e.f. 25th July, 2018 vide order of the Hon'ble National Company Law Tribunal, Allahabad Bench. During the CIRP period the powers of the Board of Directors stand suspended and no change by way of addition can be made to the composition of the Board. However, as a requirement of Section 141(1) of Companies Act, 2013, the Company is mandatorily required to have a Woman Director on Board. Hence it is proposed to confirm appointment of Mrs. Rajani Pandey from Additional Director to Director for a term of 5 consecutive years, not liable to retire by rotation.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No.5 of the Notice for approval of appointment of Mrs. Rajani Pandey as Director.

None of the suspended Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.5 of the Notice.

The Resolution Professional commends the Ordinary Resolution set out at Item No.5 of the Notice for approval by the shareholders.



(Under Corporate Insolvency Resolution Process)

## JVL AGRO INDUSTRIES LIMITED

Corporate Identification Number (CIN) : L15140UP1989PLC011396

Registered Office: Village Tilmapur, Ghazipur Road, Ashapur, Varanasi - 221 007 (UP), India

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### POLLING PAPER

#### ASSENT / DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

1. Name(s) & Registered Address  
of the sole / first named Member:
2. Name(s) of the  
Joint-Holder(s), if any:
3. i) Registered Folio No. :  
ii) \*DP ID No. & Client ID No.  
[\*Applicable to Members holding shares in dematerialized form]
4. Number of Share(s) held:
5. I / We hereby exercise my / our vote in respect of the following resolutions to be passed for the business stated in the Notice of the 29th Annual General Meeting dated Tuesday, 21st January, 2020 by conveying my / our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below:

Sl. No.	RESOLUTION	No. of Shares	I / We assent to (FOR)	I/We dissent to (FOR)
	<b>Ordinary Business</b>			
1.	Adoption of Financial Statements for the financial year ended 31st March, 2018 and Reports of Board of Directors and Auditors thereon.			
2.	Re-appointment of Mr. Dina Nath Jhunjunwala (DIN: 00189195), to the extent he is retiring at the ensuing AGM.			
3.	Appointment M/s A. K. Agrawal & Co., Chartered Accountants (Firm Registration No. 018282C) as Statutory Auditors of the Company for a term of consecutive five years.			
	<b>Special Business</b>			
4.	To approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2019			
5.	Appointment of Mrs. Rajani Pandey (DIN: 08156509) as Director of the Company.			

Place:

Date:

.....  
Signature of the Member  
or  
Authorized Representative

#### Notes:

- (i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- (ii) Last date for receipt of Assent/Dissent Form by the Scrutinizer: Monday, 20th January, 2020 (6.00 PM).
- (iii) Please read the instructions printed overleaf carefully before exercising your vote

ROUTE MAP TO THE VENUE OF 29TH AGM OF  
JVL AGRO INDUSTRIES LIMITED







(Under Corporate Insolvency Resolution Process)

## **JVL AGRO INDUSTRIES LIMITED**

Corporate Identification Number (CIN) : L15140UP1989PLC011396

Registered Office: Village Tilmapur, Ghazipur Road, Ashapur, Varanasi - 221 007 (UP), India

Tel : +91 542 2595930-32; Fax : +91 542 2595941

E-mail : [rpjvl@bdo.in](mailto:rpjvl@bdo.in) || Website : [www.jvlagro.com](http://www.jvlagro.com)

Dear Shareholder,

### **RE: Green Initiative in Corporate Governance: Go Paperless**

The Ministry of Corporate Affairs ('Ministry') has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by companies through electronic mode. In accordance with the recent circulars bearing no. 17/2011 dated 21.04.2011 and 18/2011 dated 29.04.2011 issued by the Ministry, companies can now send various notices /documents (including notice calling Annual General Meeting, Audited Financial Statements, Directors' Report, Auditors' Report etc) to their shareholders through electronic mode, to the registered e-mail addresses of the shareholders.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow public at large to contribute towards a greener environment.

This is also a golden opportunity for every shareholder of JVL AGRO INDUSTRIES LIMITED (the Company) to contribute to the Corporate Social Responsibility initiative of the Company. Please note that the Company will send future communications including Annual Reports etc. in electronic mode to your e-mail ID.

We therefore invite you to contribute to the cause, by requesting you that:

1. If your shares are in electronic mode, kindly update your e-mail Id with your Depository Participant, and
2. If your shares are in physical mode, kindly register your e-mail-Id with our RTA MCS Share Transfer Agent Limited by sending a letter at following address:

**MCS SHARE TRANSFER AGENT LIMITED**

F-65, 1st Floor, Okhla Industrial Area, Phase-I,  
New Delhi- 110020

OR

**JVL AGRO INDUSTRIES LIMITED**

Village Tilmapur, Ghazipur Road, Ashapur,  
Varanasi- 221007, U.P

Kindly note that if you still wish to get a hard copy/physical copy of all the communications, the Company undertakes to provide the same at no extra cost to you. In case you desire to receive the above mentioned documents in physical form, you are requested to send an e-mail to [adminreply@mcsdel.com](mailto:adminreply@mcsdel.com) or send a letter at the above mentioned address.

The form for registering your e-mail Id is enclosed (Only for Physical shareholders).

Thanking you

For **JVL Agro Industries Limited**

Sd/-

**(R C Garg)**

Chief Financial Officer



# E-COMMUNICATION REGISTRATION FORM

(Unit: JVL AGRO INDUSTRIES LTD.)

To

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.....

Dear/Sir/Madam,

### Re: Green Initiative in Corporate Governance

I agree to receive all communication from the Company in electronic mode. Please register my e-mail id in your records for sending communication through e-mail.

Folio No./DP ID & Client ID .....

Name of 1st Registered Holder .....

Name of Joint Holder(s) .....

.....

Registered Address .....

.....

.....

Email ID .....

Date.....Signature of the first holder.....

#### Important Notes:

- 1) On registration, all the communications will be sent to the e-mail ID registered in the folio/DP ID & Client ID.
- 2) The form is also available on the website of the company [www.jvlagro.com](http://www.jvlagro.com).
- 3) Shareholders are requested to keep company informed as and when there is any change in the e-mail address. Unless the e-mail Id given hereunder is changed by you by sending another communication in writing, the company will continue to send the notices/documents to you on the above mentioned e-mail ID.
- 4) If shares held in electronic mode, kindly register your e-mail id with your DP and
- 5) You can also e-mail us on [rpjvl@bdo.in](mailto:rpjvl@bdo.in).

