

NOTICE

NOTICE is hereby given that the Seventy Ninth Annual General Meeting of the members of **Jayabharat Credit Limited** will be held as scheduled below to transact the following business.

Date	27.09.2022
Day	Tuesday
Time	12.30 P.M.
Through/ Mode	Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rajiv Gupta, (DIN: 00022964) who retires by rotation, and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Arun Mitter, (DIN: 00022941) who retires by rotation, and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. M K Madan, (DIN: 01060575) who retires by rotation, and being eligible, offers himself for re-appointment.
5. To appoint Statutory Auditors and fix their remuneration.

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act,2013 (“the Act”)read with Companies (Audit and Auditors) Rules,2014, as amended from time to time and pursuant to the recommendation of Audit Committee and Board of Directors of the Company, **Mr. Omkar Garate, Chartered Accountant (FCA 159832)**, be and is hereby appointed as **Statutory Auditors** of the Company, in place of retiring Statutory Auditors Mr. Sandeep Tamhane (FCA 46206), to hold office from the conclusion of the 79th Annual General Meeting (AGM) (2021-22) to the conclusion of the 84th Annual General Meeting (AGM) (2026-27), at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company”.

SPECIAL BUSINESS :

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

“**RESOLVED THAT** pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act,2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **Ms. Preeti Singhal (DIN:02237856)** after completion of her first term of **5 (Five) Years from 19.01.2018 to 18.01.2023** ,meeting with relevant criteria of her continuity as **INDEPENDENT DIRECTOR**, who has given consent for re-appointment and in respect of whom a Notice is already received from a Member signifying his intension under Section 160 of the Act to propose candidature of **Ms. Preeti Singhal**, for the office of **INDEPENDENT DIRECTOR**, in accordance with recommendation of Nomination and Remuneration Committee (NRC) and approval of the Board of Directors at its meeting held on **09.08.2022**, be and is hereby re-appointed as an **INDEPENDENT DIRECTOR** of the Company, for further **consecutive period of 5 (Five) Years from 19.01.2023 to 18.01.2028 and she is not liable to retire by rotation.**”
7. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act,2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules,2014 and (including any statutory modification(s) or re-enactment thereof, for the time being in force), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **Ms. Neetu Singhal (DIN:07783608)** after completion of her first term of **5 (Five) Years from 27.03.2018 to 26.03.2023** ,meeting with relevant criteria of her continuity as **INDEPENDENT DIRECTOR**, who has given consent for re-appointment and in respect of whom a Notice is already received from a Member signifying his intension under Section 160 of the Act to propose candidature of **Ms. Neetu Singhal**, for the office of **INDEPENDENT DIRECTOR**, in accordance with recommendation of Nomination and Remuneration Committee (NRC) and approval of the Board of Directors at its meeting held on **09.08.2022**, be and is hereby re-appointed as an **INDEPENDENT DIRECTOR** of the Company, for further **consecutive period of 5 (Five) Years from 27.03.2023 to 26.03.2028 and she is not liable to retire by rotation.**”



ANNEXURE TO THE NOTICE

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

Item No.5

This Explanatory Statement is in terms of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

The Members at the 74th Annual General Meeting (“AGM”) of the Company held on 12.09.2017, had appointed M/s Sandeep Tamhane, Chartered Accountant, (FCA 46206), as a Statutory Auditors of the Company, for a period of 5 (five) years to hold office till the conclusion of the 79th AGM. In terms of Section 139(8) of the Act, M/s Sandeep Tamhane is retiring as a Statutory Auditors of the Company as his term of 5 years expiring at the 79th AGM scheduled to be held on 27.09.2022.

After evaluating and considering various factors, such as Industry Experience, Competency, Efficiency in conduct of Audit etc: the Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on 09.08.2022, proposed the appointment of Mr. Omkar Garate, Chartered Accountant (FCA 159832), as a Statutory Auditors of the Company, for the consecutive term of 5 (five) years from the conclusion of 79th AGM(2021-22) to the conclusion of 84th AGM (2026-27) of the Company, at a remuneration as may be decided by the Board of Directors of the Company.

In accordance with the provisions of Sections 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the SEBI Listing Regulations, Mr. Omkar Garate, Chartered Accountants, has given his consent and eligibility certificate to that effect that, his appointment, if made, would be in compliance with the applicable laws.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution set out at **Item No. 5 of the Notice.**

The Board recommends the Resolution set out at Item No. 5 of the Notice for approval by the Shareholders.

Item No. 6

The Companies Act,2013 (“The Act”) and other relevant provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, refer to re-appointment of **INDEPENDENT DIRECTOR** by a listed Company.

As recommended by Nomination and Remuneration Committee (NRC), the Board of Directors of the Company in its meeting held on 18.05.2018 and the members of the Company at the 75th Annual General Meeting held on 12.09.2018 appointed **Ms. Preeti Singhal (DIN:02237856)** as an **INDEPENDENT DIRECTOR** of the Company, pursuant to provisions of Section 149,152 of the Companies Act, 2013 and Schedule IV of the Companies Act, 2013, **for the period of 5 (five) years from 19.01.2018 to 18.01.2023.**

Ms. Preeti Singhal, has already given to the Company, the necessary declaration of not being disqualified in terms of her re-appointment nor debarred from holding the office of **INDEPENDENT DIRECTOR** by any order of SEBI or other Authorities, but she meets with the criteria of re-appointment for **further consecutive period of 5 (Five) years from 19.01.2023 to 18.01.2028** as an **INDEPENDENT DIRECTOR** and accordingly she is re-appointed for the said period by the Board in its meeting held on **09.08.2022** as per her consent and the recommendation of Nomination and Remuneration Committee (NRC) specified in the Companies Act, 2013 and the Listing Regulations. She is Independent of the management, a copy of the draft letter of her re-appointment, on the existing terms and conditions is available for inspection, without any fee, to the members at the Company's Registered Office during normal hours on working days up to the date of the AGM.

Ms. Preeti Singhal (DOB - 19.01.1972), is a **B.Com Graduate** and having good knowledge and vast experience of Banking and Finance. Her presence on the Board will be of immense value and beneficial to the Company. Considering her knowledge and experience, the Board recommends the resolution in respect of the re-appointment of **Ms. Preeti Singhal** as an **INDEPENDENT DIRECTOR**, for the approval by the Shareholders of the Company for the above **consecutive period of 5 (Five) years, not liable to retire by rotation.**

In accordance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2, the particulars of **Ms. Preeti Singhal** are given in the Annexure to this Notice. Annexure-(Ref Pg.No.11)

Except **Ms. Preeti Singhal** being re-appointee as an **INDEPENDENT DIRECTOR**, none of the Directors of the Company and their relatives is concerned or interested, in the resolution set out at **Item No 6.**

The Board recommends the Special Resolution item No. 6 for approval of the Shareholders.

Item No.7

The Companies Act, 2013 ("The Act") and other relevant provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, refer to re-appointment of **INDEPENDENT DIRECTOR** by a listed Company.

As recommended by Nomination and Remuneration Committee (NRC), the Board of Directors of the Company in its meeting held on 18.05.2018 and the members of the Company at the Annual General Meeting held on 12.09.2018 appointed **Ms. Neetu Singhal (DIN:07783608)** as an **INDEPENDENT DIRECTOR** of the Company, pursuant to provisions of Section 149,152 of the Companies Act, 2013 and Schedule IV of the Companies Act, 2013, **for the period of 5 (Five) years from 27.03.2018 to 26.03.2023.**

Ms. Neetu Singhal, has already given to the Company, the necessary declaration of not being disqualified in terms of her re-appointment nor debarred from holding the office of Director by any order of SEBI or other Authorities, but she meets with the criteria of re-appointment for **further consecutive period of 5 (Five) years from 27.03.2023 to 26.03.2028** as an **INDEPENDENT DIRECTOR** and accordingly she is re-appointed for the said period by the Board in its meeting held on **09.08.2022** as per her consent and the recommendation of Nomination and Remuneration Committee (NRC) specified in the Companies Act, 2013 and the Listing Regulations, she is Independent of the management. A copy of the draft letter of her re-appointment, on the existing terms and conditions is available for inspection, without any fee, to the members at the Company's Registered Office during normal hours on working days up to the date of the AGM.

Ms. Neetu Singhal (DOB-16.11.1977), is a B.sc, M.A. and MBA having good knowledge and vast experience of Banking and Finance. Her presence on the Board will be of immense value and beneficial to the Company. Considering her knowledge and experience, the Board recommends the resolution in respect of the re-appointment of **Ms. Neetu Singhal** as an **INDEPENDENT DIRECTOR**, for the approval by the Shareholders of the Company for the above **consecutive period of 5 (Five) years, not liable to retire by rotation.**

In accordance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2, the particulars of **Ms. Neetu Singhal** are given in the Annexure to this Notice. Annexure-(Ref Pg.No.11)

Except **Ms. Neetu Singhal** being re-appointee, none of the Directors of the Company and their relatives is concerned or interested, in the resolution set out at **Item No 7.**

The Board recommends the Special Resolution item No. 7 for approval of the Members.

By order of the Board of Directors
For **JAYABHARAT CREDIT LIMITED,**

ARUN MITTER
DIRECTOR
[DIN: 00022941]

Registered Office:

19-20, Rajabhadur Mansion No. 22,
4th Floor, opp. SBI Main Branch,
Near Stock Exchange,
Mumbai Samachar Marg,
Fort, Mumbai 400023.

Place : New Delhi

Date : 09.08. 2022.



NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circular No. 02/2022 dated May 5, 2022 read with Circular No.14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021 (collectively referred to as MCA Circulars) and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars"), permitted the holding of the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations"), MCA Circulars and SEBI Circulars, the 79th AGM of the members of the Company is being held through VC / OAVM. The deemed venue of the AGM will be at the Registered Office of the Company.
2. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company. Since this AGM 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 the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
4. Register of Members and Share Transfer Books will remain closed from Tuesday, 20th September, 2022 to Tuesday, 27th September, 2022 (both days inclusive) for the purpose of Annual General Meeting.
5. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2021-22 is being sent only through Electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's Website www.jayabharat.com and websites of Stock Exchange i.e. BSE Limited and on the website of National Securities Depository Limited (NSDL).

For receiving all communication (including Annual Report) from the Company electronically:

- a) Members holding shares in physical mode and who have not registered / updated their email addresses with the Company can temporarily register / update their e-mail addresses by clicking on the link <https://web.linkintime.co.in>
 - b) Members holding shares in dematerialized mode are requested to register / update their e-mail addresses with the relevant Depository Participant (DP).
6. Members seeking any information with regard to the Accounts or any Document to be placed at the AGM, are requested to write to the Company at jcl@jayabharat.com between Thursday, 22nd September, 2022 at 9.00a.m.(IST) and Saturday, 24th September, 2022 at 5.00 p.m.(IST) and the same will be suitably replied by the Company.
 7. Details of Directors seeking re-appointment at the forthcoming Annual General Meeting, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Clause 1.2.5 of Secretarial Standard-2 on General Meeting are annexed **ANNEXURE** (Ref. pg. 11) hereto vide item 2, 3, 4, 6 and 7 of the Notice.
 8. All amount of unclaimed dividends up to Financial Year (FY) 2007-08 have been transferred to Investor Education and Protection Fund (IEPF). Pursuant to the provisions of the Investor Education and Protection Fund (IEPF), Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("said Rules"), Shareholders are requested to verify their records and send claims, if any, of the aforesaid year. Please arrange to send a letter duly signed by all the shareholder/s quoting Folio No. / DP ID – CL ID to our Registrars: **Link Intime India Private Limited Corporate Office: C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083**
Tel.No.(022)49186000 / 2353/2405 / 2403/2588,
Fax No. (022) 49186060
Shareholders are requested to kindly complete the KYC at the earliest as per the SEBI circular dated 20.04.2018 for the shares held in physical form.

IMPORTANT

Shareholders are requested to directly send Share Transfer/ Demat request/ Communication etc. at the following Address:

Link Intime India Private Limited, Corporate office C-101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai 400083.

Tel No. : (022)49186000/2353/2405/2403/2588.

Fax No. : (022)49186060

9. INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

A. VOTING THROUGH ELECTRONIC MEANS:

1. Incompliance 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 Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all their solutions set forth in this Notice. The instructions for e-voting are given herein below:

The remote e-voting period commences on Saturday, 24th September, 2022 (9:00 a.m. IST) and ends on Monday, 26th September, 2022 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Monday, September 19, 2022 i.e. cut-off date, may only cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

2. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast 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 only during the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again. The voting rights of members shall be in proportion to their shares of the Paid up Equity Share Capital of the Company as on the cut-off date i.e. Monday, 19th September, 2022.
3. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, i.e. Monday, 19th September, 2022, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
4. The Company has appointed Mr. Prashant S. Mehta, Practicing Company Secretary (Membership No. A5814, COP: 17341), as a Scrutinizer to scrutinize the cast of voting during AGM and remote e-voting process in a fair and transparent manner.
5. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM. A consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.jayabharat.com and/or on the website of NSDL within 48 hours / 2 days of passing the Resolutions at the AGM of the Company and communication to the BSE Limited, to this effect.

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

The remote e-voting period begins on Saturday, 24.09.2022 at 9:00 A.M. (IST) and ends on Monday, 26.09.2022 at 5:00 P.M. (IST). 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 19.09.2022, 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 19.09.2022.

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

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


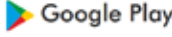


Step 1: Access to NSDL e-Voting system

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

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



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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<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 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;">   </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<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.

Type of shareholders	Login Method
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 acs.pmehta@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 to Ms. Pallavi Mhatre, Manager, NSDL 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 Company email id.jcl@jayabharat.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to jcl@jayabharat.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM 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. 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 Company's email id. jcl@jayabharat.com and the same will be replied by the Company suitably.
6. Members who have registered themselves as a speaker will only be allowed to speak with the available time limit.

By order of the Board of Directors
For **JAYABHARAT CREDIT LIMITED,**

ARUN MITTER
DIRECTOR
[DIN: 00022941]

Registered Office:

19-20, Rajabhadur Mansion No. 22,
4th Floor, opp. SBI Main Branch,
Near Stock Exchange, Mumbai Samachar Marg,
Fort, Mumbai 400023.

Place : New Delhi

Date : 09.08. 2022.



JAYABHARAT CREDIT LIMITED

ANNEXURE TO ITEM 2, 3, 4, 6 and 7 OF THE NOTICE

(Refer Page No. 3,4 & 5)

Details of Directors seeking re-appointment at the Forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and [Clause 1.2.5 of Secretarial Standards-2 on General Meetings]

Name of Director	Mr. Rajiv Gupta	Mr. Arun Mitter	Mr. M K Madan	Ms. Preeti Singhal	Ms. Neetu Singhal
Director Identification Number (DIN)	00022964	00022941	01060575	02237856	07783608
Date of Birth and Age	13.08.1946 (76 years)	27.11.1962 (60 years)	27.02.1944 (78 years)	19.01.1972 (50 years)	16.11.1977 (45 years)
Nationality	Indian	Indian	Indian	Indian	Indian
Date of Appointment on Board	11 th January, 1989	30 th October, 2004	29 th April, 2009	19 th January, 2018	27 th March, 2018
Qualification	B.E. (IIT, Delhi)	B.Com. ACA.	B.Com. FCA. ACS.	B.Com.	B.Sc.,M.A.MBA
Experience and Expertise	He is Bachelor in Engineering from IIT, Delhi. He has been associated with Leasing & Hire Purchase business since, 1969.	A qualified Chartered Accountant, He has extensive business experience in general and financial management of Corporate bodies.	A qualified Chartered Accountant and Chartered Secretary. He has extensive business experience in general and financial management of Corporate bodies.	with good knowledge and vast experience of Banking and Finance in Corporate Sector	with good knowledge and vast experience of Banking and Finance in Corporate Sector
Number of Meeting of the Board attended during the year	4 (Four)	4 (Four)	4 (Four)	4 (Four)	4 (Four)
List of Directorships held in other Companies (excluding foreign, private and the Companies under Section 8)	1.The Motor & General Finance Limited, 2.India Lease Development Ltd.	1.The Motor & General Finance Limited, 2.India Lease Development Ltd., 3. Technofab Engineering Ltd.	Nil	Capital Vehicles Sales Limited	NIL
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public companies (Excluding Jayabharat Credit Limited)	3 (Three)	6 (Six)	Nil	NIL	NIL
Shareholding in Jayabharat Credit Limited	4550 shares i.e.0.09 %	Nil	Nil	NIL	NIL
Relationship with other directors, manager and other Key Managerial Personnel of the Company	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable