Jaytee Alloys & Components Limited

(Formerly Jaytee Alloys & Components Pvt. Ltd.)

Specialised in : Manufacturers of Non Ferrous Alloys, Radiation Shielding Products and Pressure Cooker Parts

Regd. Office Address and Mfg. Unit I : A-33/11, Vishwakarma Compound, Site IV, Sahibabad Industrial Area, Ghaziabad (U.P) PIN- 201010
Mfg Unit II : PLOT NO. 21-22, Phase-2, Industrial Area Gagret, UNA, Himachal Pradesh, 177201
CIN : U24203UP2024PLC202623

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF JAYTEE ALLOYS & COMPONENTS LIMITED (FORMERLY KNOWN AS JAYTEE ALLOYS & COMPONENTS PRIVATE LIMITED) FOR THE FINANCIAL YEAR 2024-25 HELD ON MONDAY, 23RD DAY OF DECEMBER 2024 AT 11:00 A.M. AT REGISTERED OFFICE OF THE COMPANY SITUATED AT A33/11, SITE-4, SAHIBABAD, GHAZIABAD, UTTAR PRADESH, INDIA, 201010.

ITEM NO. 4 - TO APPROVE THE REMUNERATION OF MR. NAMAN JAIN (DIN: 02704942), CEO & EXECUTIVE DIRECTOR OF THE COMPANY.

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 197, 198 of the Companies Act, 2013, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) and the Articles of Association of the Company, the shareholders of the Company hereby approve the payment of remuneration to Mr. Naman Jain (DIN: 02704942), Director and CEO of the Company, on the following terms and conditions, as approved by the Board of Directors:

Section 1 - Fixed Salary Break Up	
Basic	9,50,000
HRA	4,00,000
Miscellaneous Allowances	2,50,000
Annual Components (In Rs.)	
Provident Fund (Employer Contribution)	-
Bonus / Performance Incentives	3,00,000
Gratuity	-
Medical Insurance	-
Section 2 - Additional Benefits	
Company Car / Travel Allowance	**1,50,000**
Other Benefits	**3,50,000**
Annual CTC	**24,00,000**

FURTHER RESOLVED THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company shall pay Mr. Naman Jain, remuneration and perquisites not exceeding the ceiling laid down in Schedule V to the Companies Act, 2013, as may be decided by the Board of Directors.

FURTHER RESOLVED THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters, and things as may be necessary to give effect to this resolution and matters incidental thereto."

ITEM NO. 5 - TO APPROVE THE REMUNERATION OF MR. ASHOK KUMAR JAIN (DIN: 01874895), EXECUTIVE DIRECTOR OF THE COMPANY.

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 197, 198 of the Companies Act, 2013, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) and the Articles of Association of the Company, the shareholders of the Company hereby approve the payment of remuneration to Mr. Ashok Kumar Jain (DIN: 01874895), Director of the Company, on the following terms and conditions, as approved by the Board of Directors:

Section 1 - Fixed Salary Break Up	
Basic	4,80,000
HRA	2,00,000
Miscellaneous Allowances	1,00,000
Annual Components (In Rs.)	
Provident Fund (Employer Contribution)	-
Bonus / Performance Incentives	1,20,000
Gratuity	-
Medical Insurance	-
Section 2 - Additional Benefits	
Company Car / Travel Allowance	**1,20,000**
Other Benefits	**1,80,000**
Annual CTC	**12,00,000**

FURTHER RESOLVED THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company shall pay Mr. Ashok Kumar Jain, remuneration and perquisites not exceeding the ceiling laid down in Schedule V to the Companies Act, 2013, as may be decided by the Board of Directors.

FURTHER RESOLVED THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters, and things as may be necessary to give effect to this resolution and matters incidental thereto."

ITEM NO. 6 - TO APPROVE THE REMUNERATION OF MRS. SWATI JAIN (DIN: 10754510), EXECUTIVE DIRECTOR OF THE COMPANY.

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 197 of the Companies Act, 2013, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory

modification or re-enactment thereof) and the Articles of Association of the Company, the shareholders of the Company hereby approve the payment of remuneration to Mrs. Swati Jain (DIN: 10754510), Director of the Company, on the following terms and conditions, as approved by the Board of Directors:

Section 1 - Fixed Salary Break Up	
Basic	4,80,000
HRA	2,00,000
Miscellaneous Allowances	1,00,000
Annual Components (In Rs.)	
Provident Fund (Employer Contribution)	-
Bonus / Performance Incentives	1,20,000
Gratuity	-
Medical Insurance	-
Section 2 - Additional Benefits	
Company Car / Travel Allowance	**1,20,000**
Other Benefits	**1,80,000**
Annual CTC	**12,00,000**

FURTHER RESOLVED THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company shall pay Mrs. Swati Jain, remuneration and perquisites not exceeding the ceiling laid down in Schedule V to the Companies Act, 2013, as may be decided by the Board of Directors.

FURTHER RESOLVED THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters, and things as may be necessary to give effect to this resolution and matters incidental thereto."

For and on Behalf of
Jaytee Alloys & Components Limited (Formerly known as Jaytee Alloys & Components Private Limited)

JAYTEE ALLOYS & COMPONENTS LTD.

Naman Jain
Director
DIN: 02704942

Date: 24-12-2024
Place: Sahibabad

Jaytee Alloys & Components Limited

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EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

To Approve the Remuneration of Mr. Naman Jain (DIN: 02704942), CEO & Executive Director of the Company

The Board of Directors of the Company, at its meeting, has considered and approved the remuneration of Mr. Naman Jain, Director and CEO of the Company. In accordance with the provisions of Section 197 of the Companies Act, 2013, the payment of remuneration to the Executive Director requires the approval of the shareholders of the Company by way of a special resolution.

The remuneration structure for Mr. Naman Jain has been devised based on his role and responsibilities as the Chief Executive Officer and Executive Director of the Company.

The Directors recommend the resolution for approval by the shareholders.

None of the Directors or their relatives, except Mr. Naman Jain, is concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution for approval of the Members.

ITEM NO. 5

To Approve the Remuneration of Mr. Ashok Kumar Jain (DIN: 01874895) being Executive Director of the Company.

The Board of Directors of the Company, at its meeting, has considered and approved the remuneration of Mr. Ashok Kumar Jain, Executive Director of the Company. In accordance with the provisions of Section 197 of the Companies Act, 2013, the payment of remuneration to an Executive Director requires the approval of the shareholders of the Company.

The remuneration structure for Mr. Ashok Kumar Jain has been structured in line with his role and responsibilities as Executive Director of the Company.

The Directors recommend the resolution for approval by the shareholders.

None of the Directors or their relatives, except Mr. Ashok Kumar Jain, is concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution for approval of the Members.

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ITEM NO. 6

To Approve the Remuneration of Mrs. Swati Jain (DIN: 10754510) being Executive Director of the Company.

The Board of Directors of the Company, at its meeting, has considered and approved the remuneration of Mrs. Swati Jain, Executive Director of the Company. As per the provisions of Section 197 of the Companies Act, 2013, the payment of remuneration to an Executive Director requires the approval of the shareholders of the Company.

The proposed remuneration structure for Mrs. Swati Jain has been determined based on her role and responsibilities as Executive Director of the Company.

The Directors recommend the resolution for approval by the shareholders of the Company.

None of the Directors or their relatives, except Mrs. Swati Jain, is concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution for approval of the Members.

For and on Behalf of
Jaytee Alloys & Components Limited (Formerly known as Jaytee Alloys & Components Private Limited)



Naman Jain
Director
DIN: 02704942

Date: 24-12-2024
Place: Sahibabad