



## **JUMBO BAG LTD.**

### **AGENDA FOR 01<sup>st</sup> / 2025-26 EXTRAORDINARY GENERAL MEETING 24<sup>TH</sup> APRIL, 2025 - 10.30 A.M**

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❖ **Confirmation of quorum by the Company Secretary:** Now that we have the requisite quorum present through video conferencing, I request the chairman, Smt Renuka Mohan Rao to commence the proceedings of this meeting with her address

❖ **Welcome by the Chairman**

A very good morning to all of you.

On behalf of Jumbo Bag Limited, I Renuka Mohan Rao, Non-executive Chairperson of the company, feel delighted to welcome you all to the 01<sup>st</sup> Extraordinary General Meeting of your Company for the year 2025-26. This meeting is being conducted through video conferencing as per the directions as issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. We thank you for joining us today.

❖ **Chairman:** Since the required quorum being present to conduct the Extraordinary General Meeting, I now declare the meeting in order. I wish to mention that participation of members through VC will be considered for the purpose of quorum in accordance with the Circulars issued by the Ministry of Corporate Affairs and Section 103 of the Companies Act, 2013.

❖ **Introduction of Directors by the Chairman**

Before I take up the agenda for this meeting today, I would like to introduce my colleagues who have also joined through webcast from chennai:

- Shri G. S. Anilkumar, Managing Director
- Shri G A Darshan – Chief Financial officer
- Shri G.S. Srinivas, Non-Executive Director
- Smt. S. Subhashini, Independent Director and Chairperson of NRC Committee.
- Shri Rajendra Kumar P – Independent Director and member of Audit committee
- Shri Sunil Kumar Alluri - Company Secretary
- The representatives of Statutory Auditor M/s. DPV & ASSOCIATES and Secretarial Auditor M/s Lakshmi Subramanian & Associates are also present with us.



❖ **Chairman:** Since this EGM is being held through Video Conference, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this EGM, hence Attendance Slip and Proxy Form were not annexed to the Notice. The Register of Directors' Shareholdings, Register of Key Managerial Personnel and Register of Contracts or Arrangements in which directors are interested as per the Companies Act, 2013 are available for inspection on the website of the company.

Esteemed Shareholders, my colleagues on the Board, distinguished ladies and gentlemen, it is with great pleasure that I welcome you all to the 01<sup>st</sup> /2025-26 Extraordinary Meeting of your Company. We thank you all for joining us today through video conferencing. The Ministry of Corporate Affairs and Securities and Exchange Board of India, through its circular has permitted holding of the Extraordinary General Meeting through Video Conference/ Other Audit Visual Means without the physical presence of the Members at a common venue. Accordingly, this meeting is being held through video-conference.

The Company has taken all feasible steps to ensure that the members of the Company are provided an opportunity to participate in the Extraordinary General Meeting and also vote. The Company has provided adequate Video Conferencing facility to the members to participate in this Meeting and also vote.

❖ **Chairman:** We now come to the formal proceedings of the meeting. Before we proceed, I am pleased to bring to your notice that as required under Section 108 of the Companies Act, 2013, Secretarial Standards and the Listing Obligations, the Company extended e-voting facility through Central Depository Services (India) Limited (CDSL) to the Members of the Company (who were holding shares as on cut-off date 19<sup>th</sup> April, 2025) in respect of the businesses to be transacted at the Extraordinary General Meeting. The e-voting period commenced at 9:00 A.M. on Monday, 21<sup>st</sup> April, 2025 and ended at 5:00 P.M. on Wednesday, 23<sup>rd</sup> April, 2025. Members who have not voted during the above e-voting period can cast their vote in the course of the meeting through e-voting. M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer for the e-voting process.

**Chairman:** As you are aware, the Board of Directors of the Company ("Board"), at its meeting held on 25th March 2025, subject to necessary approvals, approved a proposal to raise funds by way of creation, offer, issue, and allotment of 6,00,000 fully convertible warrants at an issue price of Rs. 61/- each, aggregating to Rs. 3,66,00,000, on a preferential basis to the proposed allottees, in accordance with the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations ("SEBI ICDR Regulations").



In terms of Section 62(1)(c) read with Section 42 of the Companies Act, 2013 and the applicable rules thereunder (collectively, the "Act"), any preferential allotment or private placement of securities requires the prior approval of the shareholders by way of a special resolution. This must be in compliance with the provisions of Chapter V of the SEBI ICDR Regulations, as amended, and subject to the terms, conditions, and formalities prescribed under the Act.

The primary objective of the proposed issue is to meet the requirement of additional capital to support the expansion of the Company's business operations and to explore new market opportunities.

Please note that the Notice of the Extra-Ordinary General Meeting (EGM) has already been circulated to all members. However, we would like to bring to your attention that an inadvertent typographical error was identified in the Explanatory Statement annexed to the said EGM Notice.

Accordingly, a Corrigendum to the Notice has been issued to rectify the said error. Members are requested to kindly take note of the changes outlined in this Corrigendum, and to read the EGM Notice in conjunction with this Corrigendum.

Except for the amendments specified in this Corrigendum, all other contents of the original EGM Notice remain unchanged.



❖ **Chairman:** Now I request the moderator to call upon the speakers who have registered with us for speaking at the EGM. The members are also provided with the option to raise hand and Q&A option to raise queries which will be addressed by the concerned panelists. I shall now request the concerned panelists to provide reply to the queries raised by the speaker shareholders or through Q & A option, if any.

❖ **Chairman:** We have now come to the end of this meeting. The combined results of e-voting during voting period and during EGM along with the report of the scrutinizer will be informed to the stock exchanges and uploaded on the website of the company within 2 Working days from the conclusion of this meeting.

❖ **Chairman:** With this the 01<sup>st</sup>/ 2025-26 Extraordinary General Meeting comes to an end. On behalf of all I want to thank all the members and Directors for having attended the meeting. I declare the proceedings as closed. **Thank you.**