

AGM NOTICE

Notice is hereby given that the 34th Annual General Meeting (AGM) of the members of J K Technosoft Limited shall be held on Tuesday, 2nd day of August'2022 at 11:30 A.M. at F-3, Sector-3, Noida-201301 to transact the following businesses;

ORDINARY BUSINESS:

1. To receive, consider and adopt;

- a) The Audited Financial statement of the Company for the Financial year ended on 31st March'2022, the Director's Report and the Auditors 'Report thereon and;
- b) The Audited Consolidated Financial statement of the Company for the financial year ended on 31st March'2022.

2. To consider appointment of a Director in place of Mr. Partho Pratim Kar (DIN 00508567), who retires by rotation and being eligible, offers himself for reappointment

“RESOLVED THAT Mr. Partho Pratim Kar (DIN 00508567), who retires by rotation pursuant to section 152, of the Companies Act, 2013, and being eligible, offers himself for re-appointment, be and is hereby reappointed as Director of the Company.”

3. To consider appointment of a Director in place of Mr. Arvind Thakur (DIN 00042534), who retires by rotation and being eligible, offers himself for reappointment

“RESOLVED THAT Mr. Arvind Thakur (DIN 00042534), who retires by rotation pursuant to section 152, of the Companies Act, 2013, and being eligible, offers himself for re-appointment, be and is hereby reappointed as Director of the Company.”

SPECIAL BUSINESS:

4. To approve continuation after the Age of 70 years and re-appointment of Mr. Satish Chandra Gupta (DIN:01595040) as Whole Time Director of the Company

To consider and if thought fit, to pass with or without modification, the following resolution as a Special resolution

“RESOLVED THAT pursuant to the provision of section 196,97, 198 and 203 read with schedule V/ V 1 (C) and other applicable provisions, if any, of the Companies Act 2013 and the rules made thereunder (Including any statutory modification (s) or re enactment (s) thereof, for the time being in force) and the articles of Association of the Company, consent of the members of the Company be and is hereby accorded to continuation after the age of 70 years and to re-appoint Mr. Satish Chandra Gupta

Regd. office: A-2, LSC, Masjid Moth, GK-II, New Delhi-110048, India

CIN: U64202DL1988PLC030870

Website: www.jktech.com Tel: +91-11- 29222864 Fax: +91-11-29228048

(DIN:01595040) as whole time director of the Company to hold the office for a period of 1 (one) year from October 1,2022 to September 30, 2023 on the terms and conditions and remuneration as set in his previous appointment.”

“RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby severally authorised to file necessary e forms to ROC Delhi and to do all the necessary acts, deeds etc. as required.”

**By the order of Board of Directors of
J K Technosoft Limited**

Sd/-

Amir M. Saiyad
Company Secretary
ACS No. 56997
Date: 22.06.2022
Place: Noida

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF ONLY ON A POLL AND A PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING A PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. Proxy form in form no. MGT-11 is Annexed.
2. Members/Authorized Representatives are requested to fill in the Attendance Slip and submit it at the venue of the AGM.
3. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting of the Company. The relevant documents referred to in the Notice and Explanatory Statement will also be available for inspection by the Members at the Meeting.
4. Pursuant to SS-2 (Secretarial Standard on General Meeting) as issued by Institute of Company Secretaries of India for reaching the Meeting Venue showing the prominent landmark is given as an Annexure.
5. Copy of Balance Sheet and Profit & Loss Account for the financial year ended on 31st March'2022 along with the report of Board of Director's and Auditor's are Annexed.

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

Item No. 4: The term of office of Mr. Satish Chandra Gupta (DIN:01595040) as Whole Time Director of the Company shall expire of September 30, 2022. The Board of Directors of the Company has, on the recommendation of Nomination & Remuneration Committee, re appointed Mr. Satish Chandra Gupta as the Whole time Director of the Company for a further period of 1 (one) year effective from October 1, 2022 to September 30, 2023 subject to the approval of members at the ensuring Annual General Meeting on a same remuneration and other term and conditions as set out in his previous appointment.

Further, as per the requirement of Schedule V 1 (C) of the Companies Act 2013, if a Managing or Whole time Director has attained the age of 70 years then his re-appointment/continuation needs to be approved by Special resolution passed by the Company in General Meeting otherwise central govt. approval is required.

Mr. Gupta has attained the age of 70 years.

The Board of Directors recommends the above resolution for your consideration and approval as Special Resolution.

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None of the Director except Mr. Satish Chandra Gupta himself, is/are concerned or interested in this resolution.

None of the other Director, KMPs or their relatives are concerned or interested in this resolution.

By the order of Board of Directors of
J K Technosoft Limited

Sd/-

Amir M. Saiyad
Company Secretary
ACS No. 56997
Date: 22.06.2022
Place: Noida

ATTENDANCE SLIP
J K TECHNOFT LIMITED

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CIN: U64202DL1988PLC030870
34th ANNUAL GENERAL MEETING ON 02.08.2022
AT
F-3, Sector-3, Noida-201301

DP ID	
Client ID/Regd. Folio No.	
Name and Address of the Sole/First Member	
Joint Holder 1	
Joint Holder 2	
No. of shares held	

I certify that I am a shareholder / proxy of the shareholder of the Company

Member's Folio/DP ID- Client ID	Member's/ Proxy's name in Block Letters	Member's/ Proxy's Signature

Note:

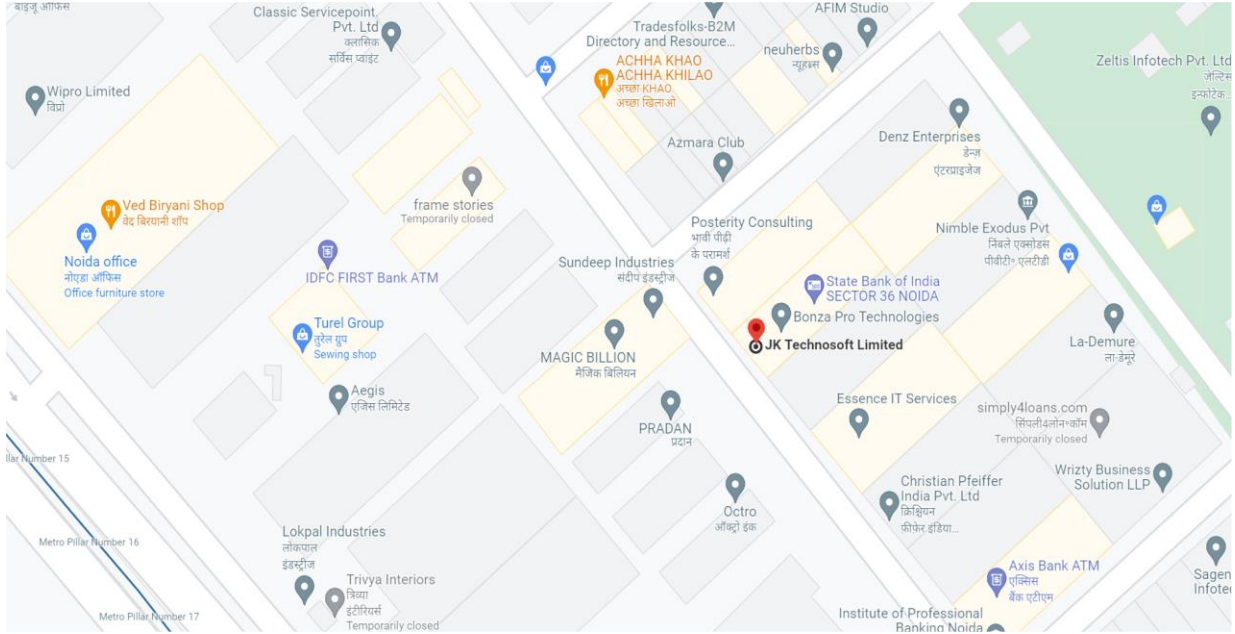
1. Please fill in attendance slip and hand it over at the entrance of the hall.

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Route MAP for the Venue of the Meeting
F-3, Sector-3, Noida-201301



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J K TECHNOFT LIMITED

CIN: U64202DL1988PLC030870

Regd Office: A-2, Local Shopping Complex, Masjid Moth, GK-II, New Delhi-110048

Corporate office: F-3, Sector-3, Noida-201301

Phone: +91-11- 29222864 Email: Saiyad.amir@jktech.com Website: www.jktech.com

FORM NO. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) : _____

Registered Address : _____

Email ID: _____

Folio No./Client ID: _____ DP ID: _____

I/We being the member(s) of _____ Shares of J K Technosoft Limited, hereby appoint-

1. Name _____

Address _____

Having Email ID _____ or failing him/her

2. Name _____

Address _____

Having Email ID _____ or failing him/her

3. Name _____

Address _____

Having Email ID _____ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th ANNUAL GENERAL MEETING of the Company to be held on Tuesday, 2nd day of August, 2022 at 11:30 a.m. at F-3, Sector-3, Noida-201301 and at any adjournment thereof in respect of such resolutions as are indicated below:

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Resolution No.	Subject matter of the Resolution	Vote		
		For	Against	Abstain
1	To receive, consider and adopt; a) The Audited Financial statement of the Company for the Financial year ended on 31 st March'2022, the Director's Report and the Auditors 'Report thereon and; b) The Audited Consolidated Financial statement of the Company for the financial year ended on 31 st March'2022.			
2	To appoint a director in place of Mr. Partho Pratim Kar (DIN: 00508567), who retires by rotation and being eligible, of himself for re-appointment.			
3	To appoint a director in place of Mr. Arvind Thakur (DIN: 00042534), who retires by rotation and being eligible, of himself for re-appointment.			
4	To approve continuation after the Age of 70 years and re-appointment of Mr. Satish Chandra Gupta (DIN:01595040) as Whole Time Director of the Company			

Signed this _____ day of _____ 2022

Signature of Member (s) _____

Signature of Proxy holder(s) _____

Affix Revenue Stamp of ₹ 1/-

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference, if you leave the for or against column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she may deem appropriate.