To
BSE Limited
Department of Corporate Services,
P. J. Towers, Dalal Street, Fort,
Mumbai- 400001

Dated: November 25, 2026

BSE Scrip Code: 505840 (Jaipan Industries Ltd)

Subject: Notice of the 01st Extra-Ordinary General Meeting of Jaipan Industries Limited (the Company) for FY 2026-27 under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir / Madam

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Notice of the 01st Extra-Ordinary General Meeting of the Company, scheduled to be held on Monday, December 21, 2026, at 2:30.P.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder and the applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.
The Notice convening the 01st EGM for the Financial Year 2026-27 has been dispatched electronically to the Members of the Company whose email addresses are registered with the Company/Depositories/Registrar and Share Transfer Agent, as applicable. The Notice has also been dispatched in physical form to those Members whose email addresses are not registered, in accordance with the applicable regulatory requirements.

The Company has provided the facility of remote e-voting and e-voting during the EGM to enable the Members to cast their votes electronically on the resolutions proposed to be transacted at the EGM.

The Notice of the 01st EGM for the financial year 2026-27 will also be made available on the website of the Company at https://jaipanonline.com/

The Members will be provided with the facility to attend the EGM through VC/OAVM and participate in the proceedings of the EGM. The detailed procedure for attending the EGM, registering as a speaker, casting votes through remote e-voting and e-voting during the EGM is provided in the Notice of the 01st EGM

The above information is also being made available on the website of the Company.
You are requested to kindly take the above information on record.

Thanking you

For and on behalf of Board of Directors
Jaipan Industries Limited

VEENA JAINARAIN AGARWAL
Digitally signed by VEENA JAINARAIN AGARWAL
Date: 2026.11.25 15:21:16 +05'30'

Veena Jainarian Agarwal
Managing Director
DIN: 07104716

Registered Office: 17, Jai Villa Compound, Cama Industrial Estate, Walbhat Road Goregaon (East), Mumbai, Maharashtra-400063
Place: Mumbai
Date: 25th November 2026

NOTICE IS HEREBY GIVEN THAT THE 01st EXTRA-ORDINARY GENERAL MEETING OF JAIPAN INDUSTRIES LIMITED FOR THE FINANCIAL YEAR 2026-27 WILL BE HELD ON MONDAY, 21ST DECEMBER, 2026 AT 2:30 P.M THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM"), TO TRANSACT THE FOLLOWING BUSINESS

SPECIAL BUSINESS:

1. TO APPROVE THE INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

"**RESOLVED THAT** pursuant to the provisions of Section 13, 61, 64 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and the relevant rules framed there under and in accordance with the applicable provisions of the Articles of Association of the Company, the consent of Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the present ₹6,10,00,000/- (Rupees Six Crore Ten Lakh Only) divided into 61,00,000 (Sixty One Lakh) Equity Shares of face value of ₹10.00/- (Rupees Ten Only) each to ₹30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crore) Equity Shares of ₹10.00/- (Rupees Ten Only) each ranking pari-passu in all respects with the existing equity shares.

"**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13, and all other applicable provisions of the Companies Act, 2013 and the relevant rules framed thereunder, consent of the members be and is hereby accorded to substitute the Capital Clause (Clause V) of the Memorandum of Association of the Company as the following Clause V.

The Authorized Share Capital of the Company is ₹30,00,00,000/- (Thirty Crores Only) divided into 3,00,00,000 (Three Crore) Equity Shares of ₹10.00/- (Rupees Ten Only) each."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things which are expedient for the aforesaid resolution to file the necessary information in the prescribed form to Registrar of Companies ("ROC") as may be required in this connection and to delegate all or any of the powers therein vested in the Board to any Committee thereof to give effect to the aforesaid resolution."

2. ISSUANCE OF UPTO 1,21,00,000 WARRANTS CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS:

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 23(1)(b), 42, 62(1)(c) of the Companies Act, 2013 (the "**Act**"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable provisions if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "**SEBI ICDR Regulations**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

as amended up to date (the "**Listing Regulations**"), and subject to any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs ("**MCA**"), the Securities and Exchange Board of India ("**SEBI**"), the Reserve Bank of India ("**RBI**") and/or any other competent authorities (hereinafter referred to as "**Applicable Regulatory Authorities**") from time to time to the extent applicable and enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority including BSE Limited ("**BSE"**) ("**Stock Exchange**"), RBI and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board of Director (the **"Board"**) of the Company in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, from time to time, in one or more tranches, upto 1,21,00,000 (One Crore Twenty One Lakhs) convertible warrants ("**Warrants**"), at a price of ₹48/- (Rupees Forty Eight Only) per warrant, aggregating upto ₹58,08,00,000/- (Rupees Fifty Eight Crore Eight Lakhs Only) (**"Total Issue Size"**), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value ₹10/- (Rupees Ten Only), each at a premium of ₹38/- per share for each Warrant within a period of 18 (Eighteen) months from the date of allotment of Warrants provided that such warrants shall not be converted into equity shares until the completion of ten (10) working days from the closure of the tendering period of the Open Offer, in accordance with the terms of their issuance, to persons / entity enlisted below ("**Warrant Holders"/ "Proposed Allottees**") on a preferential basis ("**Preferential Issue**"), for consideration payable through electronic means/ banking channels and in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws in this respect:

Sr. No.	Name of the Investors/Proposed Allottees	*Category (Promoter/ Non-Promoter)	Maximum number of Convertible Warrants proposed to be allotted
1.	Rajat Goyal	Proposed Promoter	12,50,000
2.	Ruchi Mittal	Proposed Promoter	3,00,000
3.	Jasna Pallickan	Proposed Promoter	7,50,000
4.	Neha Agarwal	Proposed Promoter Group#	12,50,000
5.	Sandeep Mittal	Proposed Promoter Group#	18,00,000
6.	Seema Goyal	Non-Promoter	17,50,000
7.	Sachin Kumar Mittal	Non-Promoter	7,25,000
8.	Tripta	Non-Promoter	7,25,000
9.	Raghav Gupta	Non-Promoter	14,50,000
10.	Nitin Goel	Non-Promoter	1,00,000
11.	Preeti Goel	Non-Promoter	1,45,000
12.	Purnima Goel	Non-Promoter	1,45,000
13.	Rishabh Gupta	Non-Promoter	3,00,000
14.	Devyansh Gupta	Non-Promoter	1,00,000
15.	Metro Informations Private Limited	Non-Promoter	8,50,000
16.	Aman Mittal	Non-Promoter	1,50,000
17.	Annu Garg	Non-Promoter	1,50,000
18.	Rakhi	Non-Promoter	1,50,000
19.	Chirag Gupta	Non-Promoter	10,000
		Total	**1,21,00,000**

The current Promoters and Promoter Group, Jainarain O Agarwal and Neha J Agarwal (collectively hereinafter referred as "Sellers**") have executed the Share purchase Agreement ("**SPA**") with Rajat Goyal, Ruchi Mittal and Jasna Pallickan (**"***collectively hereinafter referred as "**Proposed Promoter or Acquirers**"**)** for acquisition of 18,53,681 (Eighteen Lakhs*

Fifty Three Thousand Six Hundred and Eighty One) equity shares of the Company from the Sellers, representing 30.39% stake of the existing Share capital in the Company, subject to receipt of requisite regulatory and other approvals.

Pursuant to the SPA, the Acquirers have triggered the obligation to make an Open Offer in terms of Regulation 3(1) and Regulation 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("Takeover Regulations") and have made a Public Announcement, dated November 21, 2026 (Saturday), for acquisition of 15,85,959 Equity Shares from the shareholders of "Jaipan Industries Limited" pursuant to the provisions of Takeover Regulations. Post completion of the Open Offer, the Acquirers would be classified in the Promoters Category of the Company.

#*Neha Agarwal is the immediate relative of Rajat Goyal (Proposed Promoter) and Sandeep Mittal is the immediate relatives of Ruchi Mittal (Proposed Promoter) and they are not the parties to the Share Purchase Agreement executed on November 21, 2026 and hence not included in the list of Acquirers and they will be classified as Promoter Group upon completion of conversion of the warrants.*

RESOLVED FURTHER THAT in accordance with regulation 161 of the SEBI ICDR Regulations, the Relevant Date for the purpose of calculating floor price of the Equity Shares to be issued upon conversion/exercise of right attached to the Warrants is Friday, November 20, 2026, being the date that is 30 (Thirty) days prior to the date of shareholders meeting i.e. Monday, December 21, 2026.

RESOLVED FURTHER THAT the said Warrants shall be issued and allotted by the Company to the allottees within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Warrants shall be subject to following terms:

i. The Equity Shares to be so allotted on exercise of the Warrants shall be in dematerialised form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing Equity Shares of the Company. The Warrants may be exercised into Equity Shares as aforesaid by the Warrant holder(s) at any time prior to the period of 18 (Eighteen) months from the date of allotment of the Warrants provided that such warrants shall not be converted into equity shares until the completion of ten (10) working days from the closure of the tendering period of the Open Offer, by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised.

ii. A Warrant subscription price equivalent to 25% (i.e., the upfront amount) of the issue price will be payable at the time of subscription to the Warrants, as prescribed by Regulation 169 of the SEBI ICDR Regulations, which will be kept by the Company to be adjusted and appropriated against the issue price of the Equity Shares. A Warrant exercise price equivalent to 75% of the issue price of the Equity Shares shall be payable by the Warrant holder(s) at the time of exercising the Warrants.

iii. The issue of the Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.

iv. The respective Warrant Holders shall make payment of Warrant Subscription Price and Warrant Exercise Price from their own bank account into the designated bank account of the Company and in the case of

joint holders, shall be received from the bank account of the person whose name appears first in the application.

v. In the event the Warrant holder(s) does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.

vi. The Warrants and the Equity Shares allotted pursuant to exercise of such warrants shall be subject to a lock-in for such period as specified under Chapter V of SEBI ICDR Regulations.

vii. The Warrants by itself, until exercised and converted into Equity Shares, shall not give to the Warrant Holders thereof any rights with respect to that of an Equity shareholder of the Company.

RESOLVED FURTHER THAT the pre-preferential allotment shareholding of the Warrant Holders, if any, in the Company shall also be subject to lock-in as per the provisions of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorised to accept any modification(s) or modify the terms of issue of Warrants, subject to the provisions of the Act and SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the allottees and issue a private placement offer cum application letter in the Form PAS-4 to the allottees inviting to subscribe to the Warrants in accordance with the provisions of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the Warrant holder(s).

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose to give effect to the above resolution, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the above mentioned Preferential offer (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue), making applications to Stock Exchanges for obtaining of in-principle approval, filing of requisite documents with the concerned Registrar of Companies ("ROC"), National Securities Depository Limited ("NSDL"), Central Depository Services (India) Limited ("CDSL") and/ or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Warrant Holders and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the members of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants and Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilisation of proceeds of the Warrants or Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to Committee of Directors/ any Director(s)/Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter referred to above or contemplated in the foregoing resolution is hereby approved, ratified and confirmed in all respects."

For and on behalf of Board of Directors
Jaipan Industries Limited
Sd/-
Veena Jainarian Agarwal
Managing Director
DIN: 07104716

Registered Office: 17, Jai Villa Compound,
Cama Industrial Estate, Walbhat Road Goregaon (East),
Mumbai, Maharashtra-400063

Place: Mumbai
Date: 21st November 2026

NOTES:

[a] MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.

Proxies, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

[b] Members holding shares in dematerialized form are requested to intimate all changes pertaining to their mandates, nominations, power of attorney, change of address, change of name and email address, etc., to their Depository Participant only and not to the Company's Registrars and Transfer Agents, MUFG Intime India Private Limited ("MUFG Intime"). Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and MUFG Intime to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to MUFG Intime.

[c] Benefits of Dematerialization:

Shares held in dematerialized form have several advantages like immediate transfer of shares, faster settlement cycle, faster disbursement of non-cash corporate benefits like rights, etc., lower brokerage, ease in portfolio monitoring, etc. Besides, risks associated with physical certificates such as forged transfer, fake certificates, bad deliveries, loss of certificates in transit, get eliminated.

Since there are several benefits arising from dematerialization, we sincerely urge you to dematerialize your shares at the earliest, if you are still holding the shares in physical form.

[d] Updating of Members' Details:

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/Share Registrars and Transfer Agents to record additional details of

Members, including their PAN details, email address, bank details for payment of dividend, etc. Members holding shares in physical form are requested to submit the details to the Company or its Share Registrars and Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participants.

[e] In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all resolutions set forth in this Notice.

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

The remote e-voting period begins on Friday, December 18, 2026 at (9:00 A.M. IST). and ends on Sunday, December 20, 2026 at (6:00 P.M. IST) (Both days inclusive). 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 December 14, 2026, 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 Monday, December 14, 2026.

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.	1. 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. 2. 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

	3. 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 hold 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. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on

	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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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.com or call at 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 toll free no. 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 user 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.com 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 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 cs.shravangupta@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.: 1800 1020 990 and 1800 22 44 30 or send a request 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 jaipanlegal@gmail.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 jaipanlegal@gmail.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 EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM 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 EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

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 EGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM 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" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join 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. Further 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 (jaipan@jaipan.com). The same will be replied by the company suitably.

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

ITEM NO. 01: TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT TO THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION

To meet the requirements of growing business, the Company has come up with a Preferential Offer, which necessitates increasing the authorised share capital of the Company by infusion of more Capital into the Company. The present Authorized Share Capital stands at ₹6,10,00,000/- (Rupees Six Crore Ten Lakhs Only) and it is proposed to increase the same by ₹23,90,00,000/- (Rupees Twenty Three Crores Ninety Lakhs Only) to make it ₹30,00,00,000/- (Rupees Thirty Crores Only).

Increase in the Authorised Capital of the Company will also require consequential amendment in Clause V of the Memorandum of Association (MOA) of the Company. A copy of the Memorandum of Association of the Company duly amended will be available for inspection in the manner provided in this Notice.

Pursuant to Section 13 and 61 of the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing of ordinary resolution to that effect.

None of the Directors of the Company or Key Managerial Personnel or their respective relatives except to the extent of their shareholding in the Company, if any, are in any way, concerned or interested financially or otherwise in the resolution set out under Item No. 1 of the Notice.

The Board recommends the resolution as set out under Item No. 1 of the accompanying Notice for approval of the Members to be passed as an Ordinary Resolution.

Item No. 02:

ISSUANCE OF UPTO 1,21,00,000 WARRANTS CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS:

In accordance with section 23(1)(b), 42, 62(1)(c) of the Companies Act, 2013 (the "**Act**"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable provisions if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in accordance with the SEBI ICDR Regulations and the Listing Regulations, as amended from time to time, subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority approval of shareholders of the Company by way of special resolution is required to issue Convertible Warrants into Equity Shares by way of private placement on a preferential basis to the proposed allottees.

The information required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, and other relevant details in respect of the proposed Preferential Issue of Convertible Warrants into Equity Shares.

Further, the current Promoters and Promoter Group, Jainarain O Agarwal and Neha J Agarwal (collectively hereinafter referred as "**Sellers**") have executed the Share purchase Agreement ("**SPA**") with Rajat Goyal, Ruchi Mittal and Jasna Pallickan **("**collectively hereinafter referred as "**Proposed Promoter or Acquirers"**) for

acquisition of 18,53,681 (Eighteen Lakhs Fifty Three Thousand Six Hundred and Eighty One) equity shares of the Company from the Sellers, representing 30.39% stake of the existing share capital in the Company, subject to receipt of requisite regulatory and other approvals.

Pursuant to the SPA, the Acquirers have triggered the obligation to make an Open Offer in terms of Regulation 3(1) and Regulation 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("Takeover Regulations") and have made a Public Announcement, dated Saturday, November 21, 2026, for acquisition of 15,85,959 Equity Shares from the shareholders of "Jaipan Industries Limited" pursuant to the provisions of Takeover Regulations. Post completion of the Open Offer, the Acquirers would be classified in the Promoters Category of the Company.

Post completion of the Open Offer, the Acquirers would be classified in the Promoters Category of the Company and will be holding substantial stake and will acquire control and management of the Company and the sellers shall cease to be promoters / member of promoter group of the Company and shall be re-classified as public shareholders in accordance with Regulation 31A of the Listing Regulations.

The information as required under SEBI (ICDR) Regulations and the provisions of the Companies Act, 2013 read with Rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are given below:

a) Particulars of the Preferential Issue including date of passing of Board resolution:

The Board at their meeting held on Saturday, November 21, 2026 has, subject to the approval of the Members of the Company and such other approvals as may be required, approved to issue and allot in one or more tranches, upto 1,21,00,000 (One Crore Twenty One Lakhs) convertible warrants ("Warrants"), at a price of ₹48/- (Rupees Forty Eight Only) per warrant, aggregating upto ₹58,08,00,000/- (Rupees Fifty Eight Crore Eight Lakh Only) ("**Total Issue Size**"), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value ₹10/- (Rupees Ten Only), each at a premium of ₹38/- (Rupees Thirty Eight Only) per share for each Warrant, at any time prior to the period of 18 (Eighteen) months from the date of allotment of the Warrants provided that such warrants shall not be converted into equity shares until the completion of ten (10) working days from the closure of the tendering period of the Open Offer, in accordance with the terms of their issuance to persons / entity enlisted below ("**Warrant Holder"/ "Proposed Allottees**") on a preferential basis ("**Preferential Issue**") for consideration payable through electronic means/ banking channels and in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws as mentioned in the resolution no. 2.

b) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued:

The Company proposes to offer, issue and allot, in one or more tranches, upto 1,21,00,000 (One Crore Twenty One Lakhs) convertible warrants into equity shares ("Warrants"), at a price of ₹48/- (Rupees Forty Eight Only) per warrant, aggregating upto ₹58,08,00,000/- (Rupees Fifty Eight Crore Eight Lakh Only) (**"Total Issue Size"**) by way of a Preferential Issue.

c) Purpose/Object of the preferential issue:

The Company intends to utilize the proceeds raised through issue of Convertible Warrants into equity shares on preferential basis towards the following objects:

Sl. No.	Nature of utilization	Total estimated amount to be utilised for each of the Objects of the Preferential Issue (₹ in Crores)
1	Working Capital Requirements	47.00

2	General Corporate Purpose*	11.08
	Total	**58.08**

**Proposed deployment of the Preferential Issue proceeds towards general corporate purposes as approved by our management from time to time, shall not exceed 25% of the total proceeds of the Preferential Issue, in compliance with applicable laws.*

The proceeds from the Preferential Issue shall be utilised in the manner as specified above, prior to the end of 1 (One) year from the date of receipt of proceeds from the Preferential Issue.

The aforementioned objects are based on management estimates and various technical, commercial and other factors which may not be within the control of the Company. The amount deployed towards any object and timing of its utilization as stated above may be modified at the discretion of the Board or its duly authorized committee, subject to compliance with applicable law.

Further, in terms of the BSE Circular No. 20221213-47 dated December 13, 2022, the amounts specified for the objects may deviate +/-10% (ten per cent) as the fund requirements are based on management estimates, market conditions, business needs and other commercial and technical factors and the actual deployment of funds at each stage and the proposed utilization schedule will depend on a number of factors such as financial, market and sectoral conditions, business performance and strategy, and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the net proceeds at the discretion of the Board (or a committee thereof), subject to compliance with applicable laws.

Interim Use of Proceeds from the Preferential Issue: Pending utilisation of the proceeds from the Preferential Issue, the Company may, in accordance with applicable laws and the policies approved by the Board from time to time, invest such proceeds: (a) in Government securities, treasury bills, money market instruments, debt market instruments (including liquid funds and mutual funds); (b) in deposit with scheduled commercial banks; (c) in any other instruments as may be permitted under applicable law; or (d) make any other investment as permitted under applicable law.

d) Maximum number of securities to be issued and price at which securities being offered:

The Company proposes to offer, issue and allot, in one or more tranches, upto 1,21,00,000 (One Crore Twenty One Lakhs) convertible warrants into equity shares ("**Warrants**"), at a price of ₹48/- (Rupees Forty Eight Only) per warrant, aggregating upto ₹58,08,00,000/- (Rupees Fifty Eight Crore Eight Lakhs Only) ("**Total Issue Size**") by way of a Preferential Issue.

The price for the allotment of shares to be issued is based on the minimum price determined accordance with Chapter V of SEBI ICDR Regulations is fixed at ₹48/- (Rupees Forty Eight Only) per Convertible Warrant.

e) Basis on which the price has been arrived along with report of the registered valuer

The equity shares of the Company are listed on BSE Limited ("BSE") and are frequently traded as per provisions of SEBI ICDR Regulations. In terms of the provisions of Regulation 164 of the ICDR Regulations, the equity shares of the Company listed on a BSE for a period of 90 trading days or more as on the relevant date, the minimum price at which the Convertible Warrant shall be issued not less than higher of the following:

a. The volume weighted average price of the Equity Shares of the Company quoted on BSE, during the 90 trading days preceding the Relevant Date, i.e. ₹40.17/- per Convertible Warrant;

or

b. The volume weighted average price of the Equity Shares of the Company quoted on BSE, during the 10

trading days preceding the Relevant Date i.e. ₹47.94/- per Convertible Warrant.

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and doesn't contain any article which provides for particular method for determination of price in case of preferential issue.

However, the proposed allotment is more than 5% of the post issue fully diluted Share capital of the Company, to the allottees and allottees acting in concert, the pricing of the Convertible Warrant proposed to be allotted should be higher of the following parameters:

I. Price is determined as per the provisions of Regulation 164 of the SEBI ICDR Regulations (in case of frequently traded shares) which is ₹47.94/- per Convertible Warrant.

or

II. Price determined as per provisions of Regulation 166A of the SEBI ICDR Regulations which is ₹26.57/- per Convertible Warrant.

Accordingly, the floor price in terms of SEBI (ICDR) Regulations is ₹47.94/- per convertible warrants. The issue price is ₹48/- (Rupees Forty Eight Only) per convertible warrants which is not lower than the minimum price determined in compliance with applicable provisions of SEBI (ICDR) Regulations.

The valuation was performed by Mr. Manish Manwani, a Registered Valuer (Registration No. IBBI/RV/03/2021/14113) having his office located at Unit No. 125, Tower B-3, Spaze Itech Park, Sohna Road, Sector 49, Gurugram Haryana -122018 in accordance with regulation 164 and regulation 166A of SEBI (ICDR) Regulations. The certificate of Independent Valuer confirming the minimum price for preferential issue as per chapter V of SEBI (ICDR) Regulations is available for inspection at the Registered Office of the Company between 10:00 A.M. to 05:00 P.M. on all working days upto the date of General Meeting and uploaded on the website of the Company. The link of Valuation Report is https://jaipanonline.com/pages/company-financials.

f) Relevant Date:

The relevant date as per the Regulation 161 of SEBI ICDR Regulations, for determination of minimum price for the issuance of equity shares of the Company is Friday, November 20, 2026, i.e., the date 30 (Thirty days prior to the date of proposed EGM which is scheduled to be held on Monday, December 21, 2026 to consider and approve the proposed Preferential Issue.

g) The class or classes of persons to whom the allotment is proposed to be made:

The allotment is proposed to be made to the proposed allottees as mentioned at point no. (h) below.

h) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control, if any, in the issuer consequent to the preferential issues:

Sr. No.	Name of the Proposed Allottees	Category	Ultimate Beneficial Owner	Pre- Issue Shareholding		Number of Warrants to be issued	Post- Issue equity Shareholding (Post Preferential allotment)	
				No. of Shares	% of holding		No. of Shares	% of holding#
1.	Rajat Goyal	*Proposed	Not	Nil	Nil	12,50,00	##17,13,420	9.41%

		Promoter	Applicable			0		
2.	Ruchi Mittal	*Proposed Promoter	Not Applicable	Nil	Nil	3,00,000	##12,26,841	6.74%
3.	Jasna Pallickan	*Proposed Promoter	Not Applicable	Nil	Nil	7,50,000	##12,13,420	6.67%
4.	Neha Agarwal	^Proposed Promoter Group	Not Applicable	Nil	Nil	12,50,000	##12,50,000	6.87%
5.	Sandeep Mittal	^Proposed Promoter Group	Not Applicable	Nil	Nil	18,00,000	##18,00,000	9.89%
6.	Seema Goyal	Non-Promoter	Not Applicable	Nil	Nil	17,50,000	17,50,000	9.62%
7.	Sachin Kumar Mittal	Non-Promoter	Not Applicable	Nil	Nil	7,25,000	7,25,000	3.98%
8.	Tripta	Non-Promoter	Not Applicable	Nil	Nil	7,25,000	7,25,000	3.98%
9.	Raghav Gupta	Non-Promoter	Not Applicable	Nil	Nil	14,50,000	14,50,000	7.97%
10.	Nitin Goel	Non-Promoter	Not Applicable	1,64,705	2.70%	1,00,000	2,64,705	1.45%
11.	Preeti Goel	Non-Promoter	Not Applicable	Nil	Nil	1,45,000	1,45,000	0.80%
12.	Purnima Goel	Non-Promoter	Not Applicable	Nil	Nil	1,45,000	1,45,000	0.80%
13.	Rishabh Gupta	Non-Promoter	Not Applicable	Nil	Nil	3,00,000	3,00,000	1.65%
14.	Devyansh Gupta	Non-Promoter	Not Applicable	Nil	Nil	1,00,000	1,00,000	0.55%
15.	Metro Informations Private Limited	Non-Promoter	Amit Kumar Jain and Sumit Jain	Nil	Nil	8,50,000	8,50,000	4.67%
16.	Aman Mittal	Non-Promoter	Not Applicable	Nil	Nil	1,50,000	1,50,000	0.82%
17.	Annu Garg	Non-Promoter	Not Applicable	Nil	Nil	1,50,000	1,50,000	0.82%
18.	Rakhi	Non-	Not	16,744	0.27%	1,50,000	1,66,744	0.92%

		Promoter	Applicable					
19.	Chirag Gupta	Non-Promoter	Not Applicable	200	0.00%	10,000	10,200	0.06%

* *The current Promoters and Promoter Group, Jainarain O Agarwal and Neha J Agarwal (Collectively hereinafter referred as "**Sellers**") have executed the Share purchase Agreement ("SPA") with Rajat Goyal, Ruchi Mittal and Jasna Pallickan ("Collectively hereinafter referred as **Proposed Promoter or Acquirers**") for acquisition of 18,53,681 (Eighteen Lakhs Fifty Three Thousand Six Hundred and Eighty One) equity shares of the Company from the Sellers, representing 30.39% stake of the existing Share capital in the Company, subject to receipt of requisite regulatory and other approvals.*

Pursuant to the SPA, the Acquirers have triggered the obligation to make an Open Offer in terms of Regulation 3(1) and Regulation 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("Takeover Regulations") and have made a Public Announcement, dated Saturday, November 21, 2026, for acquisition of 15,85,959 Equity Shares from the shareholders of "Jaipan Industries Limited" pursuant to the provisions of Takeover Regulations. Post completion of the Open Offer, the Acquirers would be classified in the Promoters Category of the Company.

^ *Neha Agarwal is the immediate relative of Rajat Goyal (Proposed Promoter) and Sandeep Mittal is the immediate relatives of Ruchi Mittal (Proposed Promoter) and they are not the parties to the Share Purchase Agreement executed on November 21, 2026 and hence not included in the list of Acquirers and they will be classified as Promoter Group upon completion of conversion of the warrants.*

Post issue percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e.₹ 18,19,98,400/- (Rupees Eighteen Crore Nineteen Lakhs Ninety Eight Thousands Four Hundred Only) divided into 1,81,99,840 (One Crore Eighty One Lakhs Ninety Nine Thousands Eight Hundred Forty) Equity Shares of face value of ₹10.00/ each (Rupees Ten Only)

In the post issue shareholding, the Acquirers along with its immediate relatives, have been included in the promoter & promoter group category and the shares which will be transfer to the Acquirers in accordance with the terms and condition of executed SPA dated November 21, 2026. However, such transfer would be subject to necessary regulatory approval and completion of open offer. Further, the post shareholding may change depending upon the number of shares tendered by the existing Public Shareholders in the Open Offer.

i) Intention of the promoters/ directors/ or key managerial personnel to subscribe to the offer:

Except as follows, none of the existing promoters, directors or key managerial personnel or Senior Management of the Company intends to subscribe to any of the warrants proposed to be issued under the Preferential Issue or otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified herein above.

Sr. No.	Name of the Proposed Allottee	Promoter/ Director/ KMP	Number of warrants to be issued
1	Rishabh Gupta	Chief Financial Officer	3,00,000

j) Time frame within which the Preferential Issue shall be completed:

As required under the SEBI ICDR Regulations, the preferential issue/allotment of Warrants shall be completed within a period of 15 days of passing the special resolution or such extended time, as may be approved by the Regulatory Authorities, from the date of approval of the members to the preferential issue, provided that where the said allotment is pending on account of pendency of any approval for such allotment by any Regulatory Authority, the allotment shall be completed within a period of 15 days from the date of receipt of such approval.

The Equity Shares allotted pursuant to conversion of Warrants shall be issued and allotted by the Company in dematerialized form to the proposed Allottee(s) within a period of 15 (fifteen) days from the date on which the Allottee(s) had exercised his/their rights to convert the Warrants which will be within the tenure of 18 (Eighteen) months from date of allotment of Warrants.

k) Shareholding pattern pre and post preferential issue would be as follows:

The shareholding pattern of the Company before and after the proposed preferential issue and open offer to 'Proposed Promoters' & 'Non-Promoters' is likely to be as follows:

Sr. No.	**Category**	**Pre-Issue Shareholding**		**Warrants to Be Allotted**	**#Post-Issue shareholding (Post Preferential allotment)**	
		No. of equity shares held	**% of Shares**		***No. of equity shares held**	**% of Shares**
A	**Promoter & Promoter Group Shareholding**					
A1	Indian Promoter	18,53,961	30.39%	53,50,000	##72,03,681	39.58%
A2	Foreign Promoter	-	-	-	-	-
	Sub Total (A)	**18,53,961**	**30.39%**	**53,50,000**	**72,03,681**	**39.58%**
B	**Public Shareholding**					
B1	Institutions (Domestic)	-	-	-	-	-
B2	Institutions (Foreign)	-	-	-	-	-
B3	Central Government/ State Government(s)/ President of India	-	-	-	-	-
B4	Non-Institutions					
	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	21,45,708	35.18%	10,000	21,55,988	11.85%
	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	18,50,199	30.33%	58,90,000	77,40,199	42.53%
B5	Non Resident Indians	9,510	0.16%	-	9,510	0.05%
B6	Bodies Corporate	65,483	1.07%	8,50,000	9,15,483	5.03%
B7	Any Other (specify)	1,74,979	2.87%	-	1,74,979	0.96%
	Sub Total B= B1+ B2+B3+B4+B5+B6 +B7	**42,45,879**	**69.61%**	**67,50,000**	**1,09,96,159**	**60.42%**
	Total Shareholding(A+B)	**60,99,840**	**100.00%**	**1,21,00,000**	**1,81,99,840**	**100.00%**

** The current Promoters and Promoter Group, Jainarain O Agarwal and Neha J Agarwal (Collectively hereinafter referred as "**Sellers**") have executed the Share purchase Agreement ("SPA") with Rajat Goyal, Ruchi Mittal and Jasna Pallickan ("Collectively hereinafter referred as **Proposed Promoter or Acquirers**") for acquisition of 18,53,681 (Eighteen Lakhs Fifty Three Thousand Six Hundred and Eighty One) equity shares of the Company from the Sellers, representing 30.39% stake of the existing Share capital in the Company, subject to receipt of requisite regulatory and other approvals.*

Pursuant to the SPA, the Acquirers have triggered the obligation to make an Open Offer in terms of Regulation 3(1) and Regulation 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("Takeover Regulations") and have made a Public Announcement, dated Saturday, November 21, 2026, for acquisition of 15,85,959 Equity Shares from the shareholders of "Jaipan Industries Limited" pursuant to the provisions of Takeover Regulations. Post completion of the Open Offer, the Acquirers would be classified in the Promoters Category of the Company and the existing Promoters and Promoter Group will be classified into public category.

Further, Neha Agarwal is the immediate relative of Rajat Goyal (Proposed Promoter) and Sandeep Mittal is the immediate relatives of Ruchi Mittal (Proposed Promoter) and they are not the parties to the Share Purchase Agreement executed on November 21, 2026 and hence not included in the list of Acquirers and they will be classified as Promoter Group upon completion of conversion of the warrants.

 # post issue percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e.₹ 18,19,98,400/- (Rupees Eighteen Crore Nineteen Lakhs Ninety Eight Thousands Four Hundred Only) divided into 1,81,99,840 (One Crore Eighty One Lakhs Ninety Nine Thousands Eight Hundred Forty) Equity Shares of face value of ₹10.00/ each (Rupees Ten Only)

In the post issue shareholding, the Acquirers along with its immediate relatives, have been included in the promoter & promoter group category and the shares which will be transfer to the Acquirers in accordance with the terms and condition of executed SPA dated November 21, 2026. However, such transfer would be subject to necessary regulatory approval and completion of open offer. Further, the post shareholding may change depending upon the number of shares tendered by the existing Public Shareholders in the Open Offer.

(The above pre-issue shareholding pattern is based on the shareholding as on September 30, 2026)

l) Change in Control, if any, in the Company consequent to the preferential issue:

The proposed Preferential Allotment of Convertible Warrants will not result in any change in the management and control of the Company.

However, upon completion of the transfer of the shares to the Acquirers pursuant to the SPA executed on November 21, 2026 and acquisition of shares tendered by public shareholders under the open offer, the Acquirers shall acquire and exercise control of the Company. Therefore, there will be change in control as contemplated under Regulation 4 of SEBI SAST Regulations, Companies Act, 2013 and the Listing Regulations.

Further, subject to receipt of required Statutory approvals, upon completion of the open offer, the Acquirers shall become the promoters of the Company, and the existing promoters and Promoter Group of the Company, shall cease to be promoters / member of promoter group of the Company and shall be re-classified as public in accordance with Regulation 31A of the Listing Regulations.

m) The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the year the Company has not made any allotments on preferential basis till date.

n) Principal terms of assets charged as securities:
Not applicable.

o) Material terms of raising such securities:
The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

p) Lock-In Period & Transferability:
The Warrants and the equity shares to be allotted pursuant to the exercise of the Warrants issued on Preferential Issue shall be subject to 'lock-in' for such period(s), as may be applicable to each of the investor(s), in accordance with the provisions of Chapter V of the SEBI ICDR Regulations and any other applicable law for the time being in force.

Further the entire pre-preferential allotment shareholding of the allottees if any shall be locked-in from the relevant date up to a period of 90 (Ninety) trading days from the date of allotment of such securities.

q) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter:

Sl. No.	Name of Allottee	Current Status	Post Status
1.	Rajat Goyal	Non- Promoter	*Proposed Promoter
2.	Ruchi Mittal	Non- Promoter	*Proposed Promoter
3.	Jasna Pallickan	Non- Promoter	*Proposed Promoter
4.	Neha Agarwal	Non-Promoter	^Proposed Promoter Group
5.	Sandeep Mittal	Non-Promoter	^Proposed Promoter Group
6.	Seema Goyal	Non-Promoter	Non-Promoter
7.	Sachin Kumar Mittal	Non-Promoter	Non-Promoter
8.	Tripta	Non-Promoter	Non-Promoter
9.	Raghav Gupta	Non-Promoter	Non-Promoter
10.	Nitin Goel	Non-Promoter	Non-Promoter
11.	Preeti Goel	Non-Promoter	Non-Promoter
12.	Purnima Goel	Non-Promoter	Non-Promoter
13.	Rishabh Gupta	Non-Promoter	Non-Promoter
14.	Devyansh Gupta	Non-Promoter	Non-Promoter
15.	Metro Informations Private Limited	Non-Promoter	Non-Promoter
16.	Aman Mittal	Non-Promoter	Non-Promoter
17.	Annu Garg	Non-Promoter	Non-Promoter
18.	Rakhi	Non-Promoter	Non-Promoter
19.	Chirag Gupta	Non-Promoter	Non-Promoter

* *The current Promoters and Promoter Group, Jainarain O Agarwal and Neha J Agarwal (Collectively hereinafter referred as "**Sellers**") have executed the Share purchase Agreement ("SPA") with Rajat Goyal, Ruchi Mittal and Jasna Pallickan ("Collectively hereinafter referred as **Proposed Promoter or Acquirers**") for acquisition of 18,53,681 (Eighteen Lakhs Fifty Three Thousand Six Hundred and Eighty One) equity shares of the Company from the Sellers, representing 30.39% stake of the existing Share capital in the Company, subject to receipt of requisite regulatory and other approvals.*

Pursuant to the SPA, the Acquirers have triggered the obligation to make an Open Offer in terms of Regulation 3(1) and Regulation 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("Takeover Regulations") and have made a Public Announcement, dated Saturday, November 21, 2026, for acquisition of 15,85,959 Equity Shares from the shareholders of "Jaipan Industries Limited" pursuant to the provisions

of Takeover Regulations. Post completion of the Open Offer, the Acquirers would be classified in the Promoters Category of the Company.

^ Neha Agarwal is the immediate relative of Rajat Goyal (Proposed Promoter) and Sandeep Mittal is the immediate relatives of Ruchi Mittal (Proposed Promoter) and they are not the parties to the Share Purchase Agreement executed on November 21, 2026 and hence not included in the list of Acquirers and they will be classified as Promoter Group upon completion of conversion of the warrants.

r) The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue:

S. No.	Name of Proposed Allottees	Percentage of post preferential issue #
1.	Rajat Goyal	9.41%
2.	Ruchi Mittal	6.74%
3.	Jasna Pallickan	6.67%
4.	Neha Agarwal	6.87%
5.	Sandeep Mittal	9.89%
6.	Seema Goyal	9.62%
7.	Sachin Kumar Mittal	3.98%
8.	Tripta	3.98%
9.	Raghav Gupta	7.97%
10.	Nitin Goel	1.45%
11.	Preeti Goel	0.80%
12.	Purnima Goel	0.80%
13.	Rishabh Gupta	1.65%
14.	Devyansh Gupta	0.55%
15.	Metro Informations Private Limited	4.67%
16.	Aman Mittal	0.82%
17.	Annu Garg	0.82%
18.	Rakhi	0.92%
19.	Chirag Gupta	0.06%

 # Post issue percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e.₹ 18,19,98,400/- (Rupees Eighteen Crore Nineteen Lakhs Ninety Eight Thousands Four Hundred Only) divided into 1,81,99,840 (One Crore Eighty One Lakhs Ninety Nine Thousands Eight Hundred Forty) Equity Shares of face value of ₹10.00/ each (Rupees Ten Only)

The proposed Preferential Allotment of Convertible Warrants will not result in any change in the management and control of the Company.

However, upon completion of the transfer of the shares to the Acquirers pursuant to the SPA executed on November 21, 2026 and acquisition of shares tendered by public shareholders under the open offer, the Acquirers shall acquire and exercise control of the Company. Therefore, there will be change in control as contemplated under Regulation 4 of SEBI SAST Regulations, Companies Act, 2013 and the Listing Regulations.

Further, subject to receipt of required statutory approvals, upon completion of the open offer, the Acquirers shall become the promoters of the Company, and the existing promoters and Promoter Group of the Company, shall cease to be promoters / member of promoter group of the Company and shall be re-classified as public in accordance with Regulation 31A of the Listing Regulations.

s) Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not applicable. Since the allotment of warrants and the equity shares pursuant to the exercise of the warrants is made for consideration payable in cash.

t) Amount which the company intends to raise by way of such securities:

Aggregating up to ₹58,08,00,000/- (Rupees Fifty Eight Crore Eight Lakhs Only).

u) Certificate of Practicing Company Secretary:

The certificate from Practicing Company Secretaries, certifying that the proposed preferential issue is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate may be accessed on the Company's website https://jaipanonline.com/pages/company-financials.

v) Other disclosures/Undertaking:

i. The Company, its Promoters and its Directors are not categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India and have not been categorized as a fraudulent borrower. Consequently, the disclosures required under Regulation 163(1) (i) of the SEBI ICDR Regulations is not applicable.

ii. None of its directors or promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.

iii. The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.

iv. The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its equity shares are listed;

v. The Company shall be making application seeking in-principle approval to the stock exchange(s), where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution;

vi. The Company is in compliance with the conditions for continuous listing.

vii. Since the Equity Shares have been listed on the recognized stock exchanges for a period of more than 90 trading days prior to the Relevant Date, the Company is not required to re-compute the price in terms of Regulation 163(1)(g) and Regulation 163(1)(h) of SEBI ICDR Regulations.

viii. None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

ix. The Equity Shares held by the proposed allottees in the Company are in dematerialized form only.

x. None of the allottees have previously subscribed to any warrants of the Company during the last one year.

xi. The Company has complied with the applicable provisions of the Companies Act, 2013. The provisions of Section 62 of the Companies Act, 2013 (as amended from time to time) and the SEBI ICDR Regulations provide, inter alia, that when it is proposed to increase the issued capital of the Company by allotment of further shares, such shares are required to be first offered to the existing members of the Company for subscription unless the members decide otherwise through a Special Resolution.

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors recommends the passing of the resolution as set out in Item No. 2 as Special Resolution for your approval.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise in the resolution set out at Item No. 2 of the accompanying Notice, except to the extent of their shareholding, if any in the Company.

Documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

For and on behalf of Board of Directors
Jaipan Industries Limited
Sd/-
Veena Jainarian Agarwal
Managing Director
DIN: 07104716

Registered Office: 17, Jai Villa Compound,
Cama Industrial Estate, Walbhat Road Goregaon (East),
Mumbai, Maharashtra-400063

Place: Mumbai
Date: 21st November 2026