JTL DEFENCE LIMITED
COPPER & ALLOYS
(Erstwhile RCI Industries & Technologies Ltd.)

Registered Office:
1/10B, First Floor, Munshi Niketan Building
Asaf Ali Road, New Delhi 110002, India
CIN: L24320DL1992PLC047055

M : +919056585489
E : compliance@jtl.one
W : www.jtldefence.com

Ref. No. JDL/2026-27/09-02 **Date: September 01, 2026**

To,
The Manager,
Corporate Relationship Department,
BSE Limited, 25th Floor, P.J. Towers,
Dalal Street, Mumbai – 400001
Scrip Code: 537254

SUBJECT: NOTICE OF 35TH ANNUAL GENERAL MEETING (AGM) OF THE COMPANY

Dear Sir/Ma'am,

Pursuant to Regulation 30 and 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions, please find enclosed Notice convening the 35th AGM of the Company.

As already informed, 35th Annual General Meeting (AGM) of the Members of the Company will be held on Wednesday, September 23, 2026 at 11.00 A.M. through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), in compliance with applicable provisions of the Companies Act, 2013 ("Act") read with the circulars issued the Ministry of Corporate Affairs ("MCA") and the Listing Regulations.

Further, the remote e-voting period begins on Sunday, September 20, 2026 (09.00 A.M. IST) and ends on Tuesday, September 22, 2026 (05.00 P.M. IST). The remote E-voting module shall be disabled by Bigshare Services Private Limited thereafter.

The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Wednesday, September 16, 2026 may cast their vote electronically. The voting rights of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the said cut-off date.

Thanking You,

For JTL Defence Limited

ANKIT SINGLA
Digitally signed by ANKIT SINGLA
Date: 2026.09.01 20:16:35 +05'30'

Ankit Singla
Company Secretary and Compliance Officer
Membership No.: A69926

NOTICE OF 35 TH ANNUAL GENERAL MEETING

Notice is hereby given that the 35th Annual General Meeting ("AGM") of the members of JTL Defence Limited (Formerly known as RCI Industries & Technologies Limited) will be held on Wednesday September 23, 2026 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon.

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Auditors thereon.

3. To appoint a Director in place of Mr. Pranav Singla (DIN: 07898093), who retires by rotation and being eligible offers himself for re-appointment.

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Pranav Singla (DIN: 07898093), who retires by rotation, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

SPECIAL BUSINESS:

4. **TO RATIFY REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR 2026-27:**

   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 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 50,000 (Rupees Fifty Thousand Only) p.a. plus applicable taxes and reimbursement of out-of-pocket expenses payable to M/s Balwinder & Associates, Cost Accountants (Firm Registration Number - 000201), who based on the recommendation(s) of the Audit Committee, have been appointed by the Board of Directors of the Company ('Board'), as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending March 31, 2027.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things, as may be considered necessary, proper and expedient to give effect to this Resolution."

5. **APPROVAL ON APPOINTMENT OF MR. DEEVESH BHOJIA (DIN: 09148090) AS WHOLE-TIME DIRECTOR OF THE COMPANY AND ITS TERMS OF APPOINTMENT INCLUDING REMUNERATION PAYABLE:**

   To consider appointment of Mr. Deevesh Bhojia (DIN: 09148090) as Whole-time Director and if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 152, 196, 197, 198 and 203 read with Schedule V and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013, the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and approval from the Board of Directors, approval of the Members be and is hereby accorded for appointment of Mr. Deevesh Bhojia (DIN: 09148090), who was appointed as an Additional Director by the Board of Directors with effect from 29.08.2026 in terms of Section 161 of the Companies Act, 2013, to hold the office up to the date of ensuing Annual General Meeting, be and is hereby appointed as Whole-time Director of the Company for a period of 5 (five) consecutive years commencing from 29.08.2026 to 28.08.2031 (both days inclusive), who shall be liable to retire by rotation on payment of monthly remuneration of up to Rs. 1,00,000/- along with such benefits and on such terms and conditions as set out in the explanatory statement attached to this notice and the Board of Directors be and is hereby authorized to alter and vary such terms and conditions of remuneration so as to not exceed the limits specified in Schedule V to the Companies Act, 2013, as may be agreed to by the Board of Directors and Mr. Deevesh Bhojia.

   RESOLVED FURTHER THAT any director and/or Company Secretary of the Company be and is hereby authorized to issue a copy of this resolution as certified true copy to the relevant authorities and to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications, forms/e-forms and returns for the purpose of giving effect to the above resolution."

6. **ALTERATION OF OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

   To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to approval(s), consent(s) and permission(s) of any regulatory authority, as may be required, approval of the members of the Company be and is hereby accorded to insert the following new Sub-Clauses bearing S. No. 23, 24, 25, 26 and 27 after existing Sub-clause no. 22 of Clause III(A) of Objects Clause (Main objects to be pursued by the Company on its incorporation) of the Memorandum of Association of the Company as follows;

23. To carry on the business of designing, developing, analysing, simulation, engineering, manufacturing, integrating, testing, commissioning, validating, fabricating, erecting, installing, remodelling, delivering, assembling, repairing, refurbishing, upgrading, overhauling, hiring, supporting, distributing, marketing, buying, selling, importing, exporting, services and trading in all types & varieties, descriptions, specifications, characteristics, and applications of engineering and technological products, Systems, Sub-Systems, equipment, cameras, armaments, tools, machines and Components used in Defence and Space sector for applications such as Rocket & Missile, Electronic warfare & surveillance, Battle tanks & armoured vehicles, other Land systems, Arms & ammunitions, Naval systems, Space Research & Exploration, Drones & Counter UAVs etc., and commissioning systems, projects comprising of technologies involving Mechanical, Optical, Electrical, Electronic, Software & other technologies required for Defence, Space, Aerospace and allied industry, by contact or non-contact method, with in-house or out-sourced facilities.

24. To Design, Develop, Manufacture, Integrate, Test Install & Commission parts, components, systems, sub-systems & projects in the area of Electro Magnetics Shielding solutions including but not limited to EMI/EMC, EMP & IEMI.

25. To perform trade of special metals and manufacture using special metals like Titanium, Copper, Aluminium Bronze, Miraging Steel, HS Steel etc. Perform complete project management from design to commissioning for various project requirements of the customer.

26. To carry on the business of designing, developing, manufacturing, processing, formulating, assembling, fabricating, integrating, testing, repairing, refurbishing, upgrading, maintaining, importing, exporting, buying, selling, supplying, distributing, marketing and otherwise dealing in explosives, ammunition, propellants, pyrotechnic articles, detonating compounds, detonators, fuses, explosive accessories and allied products, including Trinitrotoluene (TNT), gunpowder and other defence, industrial and specialised explosives and related products, for defence, aerospace, space, mining, infrastructure, industrial and other applications, subject to obtaining all requisite licences, approvals, permissions and authorisations from the competent authorities.

27. To carry on the business of designing, developing, manufacturing, assembling, integrating, testing, repairing, refurbishing, upgrading, maintaining, importing, exporting, buying, selling, supplying, distributing and otherwise dealing in defence and military equipment, weapon systems, arms and ammunition, including guns, pistols, rifles, revolvers, machine guns, launchers, rocket launchers, missile launchers, mortars, rockets, missiles, tanks, armoured vehicles, combat vehicles, parachutes and associated equipment, systems, sub-systems, components, parts and accessories, for use by the Armed Forces, Government agencies, law enforcement agencies and other authorised entities, subject to all applicable laws, licences, registrations, approvals, permissions and clearances from the competent authorities.

RESOLVED FURTHER THAT the existing Memorandum of Association of the Company be altered accordingly to reflect the above insertion(s).

RESOLVED FURTHER THAT Mr. Pranav Singla (DIN: 07898093), Mr. Dhruv Singla (DIN: 02837754), Directors and Mr. Ankit Singla, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to sign and file necessary forms with the Registrar of Companies, make necessary applications to authorities, and to do all such acts, deeds, matters and things as may be deemed necessary or expedient to give effect to this resolution."

7. **APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS**

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 188 and other applicable provisions, if any of the Companies Act, 2013 ("Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014) and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment thereof for the time being in force and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into contract(s)/ arrangement(s)/ transaction(s) with parties as detailed in the table below commencing from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting held in Financial Year 2027-28 with respect to sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services including the providing and/ or receiving of loans or guarantees or securities or making investments, or any other transactions of whatever nature, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, up to such extent and on such terms and conditions as the Board of Directors may deem fit, in the normal course of business and on arm's length basis, within the aggregate limits and during the financial year:

Sr. No	Related Party	Relationship Reference	Nature Of Transaction	Details Of Transactions	Limit To Be Approved (Rs.)
1.	JTL Industries Limited	Promoter	Loans & Advances given and/or to be given to the Company and Sale or Purchase of Goods or materials or availing or rendering of any services	Transactions in Ordinary course of Business and at arm's length, done on fair Market/ prevailing Market prices as per Business Requirements, in Interest of business and on actual basis being exempted under Companies Act, 2013 being in ordinary course of business and at arm's length.	75 Crore
2.	Powersol Metalcraft Limited	Pursuant to Section 2(76) (vi) of The Companies Act, 2013	Transactions in Ordinary course of Business and at arm's length, done on fair Market/ prevailing Market prices as per Business Requirements, in Interest of business and on actual basis being exempted under Companies Act, 2013 being in ordinary course of business and at arm's length.	At Arm's Length and in ordinary course of business. (Ongoing/As per business Requirements of the Company)	5 Crores
3.	Jagan Industries Private Limited	Mr. Dhruv Singla, Whole-time Director of the Company holding shares in Jagan Industries Private Limited	Transactions in Ordinary course of Business and at arm's length, done on fair Market/ prevailing Market prices as per Business Requirements, in Interest of business and on actual basis being exempted under Companies Act, 2013 being in ordinary course of business and at arm's length.	At Arm's Length and in ordinary course of business. (Ongoing/As per business Requirements of the Company)	5 Crores

RESOLVED FURTHER THAT all transactions/contract(s)/arrangement(s) entered into with the aforesaid Related Parties prior to the date of this Annual General Meeting, which were within the nature, scope and limits of the transactions proposed under this resolution and which require ratification, be and are hereby approved, confirmed and ratified by the Members.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution."

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The venue of the meeting shall be deemed to be at the Registered Office of the Company situated at 1/10-B, First Floor, MPL No- VIII/3428, Munshi Niketan Building, Asaf Ali Road, Ajmeri Gate Extn., New Delhi-110002.

2. A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.

3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.

4. Since the AGM will be held through VC / OAVM, the route map of the venue of the Meeting is not annexed hereto.

5. The Company's Registrar and Transfer Agents for its Share Registry work (physical and electronic) are M/s Bigshare Services Pvt. Ltd.

   Address: Office No.: S6-2, 6th Floor, Pinnacle Business Park, Mahakali Caves Rd, Andheri East, Mumbai-400093., **Tel:** +912262638200, **Fax:** +912262638299 and **Email:** info@bigshareonline.com

6. Pursuant to the provisions of Section 113 of the Act, the Body Corporate/Institutional/Corporate members (i.e., other than individuals/Hindu undivided family, non-resident individuals. etc.) are requested to send a scanned copy (PDF/JPG Format) of the Board or Governing Body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote through remote e-voting. The said resolution/ letter of authorization/power of attorney shall be sent to Company's RTA by email at info@bigshareonline.com with copy to scrutinizer at rajeev.bhambri@gmail.com and to Company at compliance@jtl.one.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Members can attend and participate in the Annual General Meeting through VC/ OAVM only.

8. The relevant documents referred to in the Notice shall be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of the AGM and during the AGM. Members seeking to inspect such documents may send an email to compliance@jtl.one.

9. The Company has appointed M/s. Bigshare Services Pvt. Ltd., Registrar and Share Transfer Agent of the Company (hereinafter called "RTA" or "Bigshare"), for conducting the AGM and for voting through remote e-voting or through e-voting at the AGM. The procedure for participating in the meeting through VC/ OAVM and e-voting is explained in the notes of the notice and a copy of notice is available on the website of the Company at www.jtldefence.com.

10. In line with the MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.jtldefence.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and is also available on the website of Bigshare i.e. e-voting agency at https://ivote.bigshareonline.com.

11. Pursuant to the provisions of the MCA Circulars on convening AGM through VC / OVAM:

    a. Members can attend the meeting through login credentials provided to them to connect to Video Conference. Physical attendance of the Members at the Meeting venue is not required.

    b. Facility for appointment of proxy to attend and cast vote on behalf of the member is not available.

    c. Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM and participate thereat and cast their votes through e-voting.

12. The facility to join the meeting shall be opened 15 minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM. The meeting may be joined by following the procedure mentioned in the Notice.

13. In accordance to the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("**ICSI**") read with clarification/Guidance on applicability of Secretarial Standards dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at 1/10-B, First Floor, Munshi Niketan Building, Asaf Ali Road, New Delhi- 110002 which shall be the deemed venue of the AGM.

14. **Remote e-voting:** Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard on General Meetings ("SS-2") issued by the ICSI and Regulation 44 of the Listing Regulations, as amended

read with circular of SEBI on e-voting facility provided by Listed entities and the MCA Circulars, the Company is providing facility to its Members to exercise their right to vote on the resolutions proposed to be passed at the AGM through remote e-voting facility.

15. **Voting at the AGM**: Members who could not vote through remote e-voting may avail the e-voting facility which will be made available at the Meeting ("e-voting"). This facility shall be provided by Bigshare Services Pvt. Ltd.

16. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

17. The institutional members are encouraged to attend and vote at the AGM.

18. **Updation of PAN and KYC by the Physical shareholders**: SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Shareholders holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).

    SEBI further vide its Master Circular Ref. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated May 17, 2023 read with subsequent Circular Ref. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023 has also provided for mandatory furnishing of PAN, KYC details, nomination, contact details, Bank A/c details and specimen signature for their corresponding folio numbers by the holders of physical securities. Any payment including dividend, interest or redemption payment shall be made only electronically upon complying with the aforesaid requirements of submission of PAN and other KYC details.

    Accordingly, shareholders holding shares in physical form are requested to submit the aforesaid requisite information/ documents at the earliest with the RTA of the Company as per below details:

Sr. No.	Form	KYC to be submitted
1.	Form ISR-1	Request for Registering PAN, Address, Email, Mobile, Bank Account details or changes/updations thereof.
2.	Form ISR-2	Specimen Signature
3.	Form SH-13 (Form ISR-3 for Opting-out of the Nomination)	Nomination or Declaration for Opting-in or Opting-out of Nomination.

    The relevant documents / information for same may be accessed from the Company's website at: www.jtldefence.com.

19. **Online Dispute Resolution Portal**: SEBI has issued Master Circular No. SEBI/HO/ OIAE/OIAE_IAD 3/P/CIR/2023/195 dated July 31, 2023 (updated as on December 28, 2023) for online resolution of disputes in the Indian securities market. Further, SEBI has established a common Online Dispute Resolution Portal ("ODR Portal") which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian securities market.

    Pursuant to above-mentioned circular, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

20. Mr. Rajeev Bhambri, Proprietor M/s Rajeev Bhambri & Associates, Company Secretaries, (Membership No. FCS4327 & COP No. 9491) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and casting of votes through the e-voting system during the AGM in a fair and transparent manner.

21. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 2 working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorised by him/her in writing, who shall countersign the same.

22. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. www.jtldefence.com and on the website of Bigshare Services Pvt. Ltd. at https://ivote.bigshareonline.com immediately after the declaration of result by the Chairperson or any person authorized by him in writing and the same shall be communicated to the BSE Limited. The resolutions, if passed by requisite majority, shall be deemed to have been passed on the date of the AGM i.e. **Wednesday, September 23, 2026**.

23. The Company has designated an exclusive email ID compliance@jtl.one for redressal of shareholders complaints/ grievances. For any investor related queries, you are requested to please write to us at the above Email ID.

24. Electronic copy of the Notice of 35th AGM is being sent to all the shareholders, whose email IDs are registered with the Company/Depositories, for communication purposes unless any member has requested for a hard copy of the same. Further, a letter containing web-link where this Notice along with Annual Report has been uploaded, is being sent to those whose email IDs are not registered with the Company/Depositories.

25. SEBI has mandated listed companies to issue securities in dematerialized form only, while processing service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; subdivision/ splitting of securities certificate; consolidation of securities

certificates/folios; and transmission and transposition. In this regard, shareholders are requested to make requests in Form ISR–4. It may be noted that any service request can be processed only after the folio is KYC compliant. All the relevant forms can be obtained from the Company on compliance@jtl.one.

26. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in cases of requests received for transmission or transposition of securities. In view of this and to eliminate all risks, shareholders holding shares in dematerialized form are requested to intimate all particulars of bank mandates, nominations, power of attorney, change of address, contact numbers etc., to their Depository Participant (DP). Shareholders holding shares in physical form are requested to intimate such details to the RTA.

27. Shareholders are requested to intimate changes, if any, pertaining to their name, postal address, email address, mobile/phone numbers, PAN, mandates, nominations, and bank details etc., to their Depository Participants ("DPs") in case shares are held by them in electronic form and to Company's RTA in Form ISR-1, in case shares are held by them in physical form. All the relevant forms are available on the website of the Company i.e. www.jtldefence.com.

28. The Securities and Exchange Board of India (SEBI) has vide circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April 2018 mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Shareholders holding shares in physical form can submit their PAN to the Company and RTA.

29. Additional information, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings issued by ICSI in respect of the directors seeking appointment/re-appointment at the AGM, is provided in their respective explanatory statement. The directors being eligible, offer themselves for re-appointment as required under the Companies Act, 2013 and the Rules made thereunder as also provided in the annexure to the Notice.

30. Non-Resident Indian shareholders are requested to inform the Company/RTA regarding:

- Change in their residential status on return to India for permanent settlement.
- Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, and address of the bank with PIN code number, if not furnished earlier.

31. To support the 'Green Initiative', those shareholders whose email address is not registered with the Company or with their respective Depository Participant(s) and who wish to receive the Notice of the 35th AGM and all other communications sent by the Company from time to time can get their email address registered by following the steps as given below:

    a. For shareholders holding shares in physical form, please send a scanned copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with a scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, Aadhaar) supporting the registered address of the member, by email to the Company at compliance@jtl.one or to the Company's Registrars and Transfer Agents, Bigshare Services Private Limited (RTA) at bssdelhi@bigshareonline.com.

    b. For shareholders holding shares in Demat form, please update your email address through your respective Depository Participant(s).

32. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members who seek inspection may write to us at compliance@jtl.one.

33. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at Compliance@jtl.one up to September 15th, 2026. Those Members who have registered themselves shall be given an opportunity of speaking live in AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM and avoid repetition of questions.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on Sunday, September 20, 2026 at 09:00 A.M. (IST) and ends on Tuesday, September 22, 2026 at 05:00 P.M. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, September 16, 2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholder.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat accountholders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

1. Pursuant to above said SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) 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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use 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 **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. **BIGSHARE**, 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 https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	2) If the user is 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 name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting website)** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
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. 1800 22 55 33.
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 022- 48867000.

2. **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID**' (User id description is given below) and '**PASSWORD**' which is shared separately on you register email id.

o Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.

o Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.

o Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note *If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on 'Forgot your password'.
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right-hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. **Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

  NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on 'Forgot your password'.
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

  Investor Mapping:

  - First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

    Note: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

4. **Procedure for joining the EGM through VC/ OAVM:**

For shareholders other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the EGM through VC/ OAVM at https://ivote.bigshareonline.com under Investor login by using the e-voting credentials (i.e., User ID and Password).

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to attend the AGM under the dropdown option.
- For joining virtual meeting, you need to click on "VC/OAVM" link placed beside of "**VIDEO CONFERENCE LINK"** option.
- Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM are as under: -

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

<u>Helpdesk for queries regarding virtual meeting:</u>

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

By Order of the Board
JTL Defence Limited
(Erstwhile RCI Industries & Technologies Limited)

Sd/-

Ankit Singla
Company Secretary and Compliance Officer
Membership No.: A69926

Place: Chandigarh
Date: August 29, 2026

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013:

Item No. 4 :

TO RATIFY REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR 2026-27:

The Board of Directors of the Company, has approved the appointment of M/s Balwinder & Associates, Cost Accountants (Firm Registration Number - 000201), as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year FY 2026-27, as required under Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014.

The Board has also approved the remuneration payable to the Cost Auditors for the aforesaid financial year, amounting to Rs. 50,000 (Rupees Fifty Thousand Only) p.a. plus applicable taxes and reimbursement of out-of-pocket expenses, as may be incurred in connection with the cost audit.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly, the consent of the Members is sought for ratification of the remuneration payable to the Cost Auditors by passing an Ordinary Resolution as set out at Item No. 4 of the Notice.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the said Resolution(s), except to the extent of their respective equity shareholding, if any, in the Company.

Item No. 5:

APPROVAL ON APPOINTMENT OF MR. DEEVESH BHOJIA (DIN: 09148090) AS WHOLE-TIME DIRECTOR OF THE COMPANY AND ITS TERMS OF APPOINTMENT INCLUDING REMUNERATION PAYABLE:

Mr. Deevesh Bhojia has been appointed as an Additional Executive Director of the Company by the Board of Directors in its meeting dated August 29, 2026. Pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder and Regulation 17(1C) of SEBI (LODR) Regulations, 2015 (as amended), the appointment of Director(s) has to be approved at the meeting of shareholders of the Company by way of resolution.

Therefore, approval of the shareholders is sought for regularization /appointment of Mr. Deevesh Bhojia, as Whole Time Director of the Company for a period of 5 (five) years. Mr. Deevesh Bhojia, if appointed will be liable to retire by rotation under Section 152 of the Act.

Mr. Deevesh Bhojia is not disqualified from being appointed as a Director under provisions of Section 164, of the Companies Act, 2013 and read with SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Brief details about the proposed appointment & remuneration of the Whole-time Director are given as below:

Particulars	Appointment Details
Period of Appointment as Whole Time Director	August 29, 2026 to August 28, 2031

(a) Remuneration (Per Annum):

Particulars	Amount (in Rs.)
Basic Salary	12,00,000/-
Total	**12,00,000/-**

(b) Perquisites and other benefits: Mr. Deevesh Bhojia, the Whole Time Director of the Company shall be entitled to perquisites and amenities as per the policy applicable to the senior executive of the Company which may become applicable in the future and/or other perquisites and/or amenities as the board deems fit from time to time.

Other information as per Schedule V of the Companies Act, 2013

I.	**General information:**	
1.	Nature of industry	Manufacturing and trading of Non-Ferrous Metals
2.	Date or expected date of commencement of commercial production	07.01.1992
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA
4.	Financial performance based on given indicators	**Particulars** / **Amount (Rs. in Lakhs)** Total Income: 2102.05 Expenses: 2096.53 Profit/Loss: 26.78
5.	Foreign investments or collaborations, if any.	The Company has a wholly owned subsidiary namely "RCI World Trade Link DMCC" in Dubai
II.	**Information about the appointee:**	
1.	Background details	The background details and profile of Mr. Deevesh Bhojia are stated in "Annexure to Explanatory Statement to this Notice"

2.	Past remuneration	NA as the appointment was made on w.e.f August 29, 2026
3.	Recognition or awards	NA
4.	Job profile and his suitability	Mr. Deevesh Bhojia holds a Bachelor of Business Administration (BBA) degree from DAV College, Chandigarh. He possesses diverse professional experience in the areas of accounts, finance, distribution, and manufacturing operations. In addition to his experience in accounts and distribution, Mr. Bhojia has considerable exposure to the management and operations of manufacturing units engaged in injection moulding and globe moulding for pharmaceutical companies. His experience across financial management, C&F operations, board-level responsibilities, and manufacturing operations provides him with a well-rounded understanding of business and operational functions. Considering his educational background, professional experience, and exposure to various aspects of business management and operations, Mr. Deevesh Bhojia brings valuable knowledge and experience to the Board of the Company.
5.	Remuneration proposed	INR 12,00,000/- per annum (Remuneration payable as per limit specified in under Section 197,198 and Schedule V of the Companies Act, 2013.)
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The proposed remuneration is justified according to the industry, size of the Company, position and profile of Mr. Deevesh Bhojia.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	Apart from the remuneration and perquisites paid to Whole-time Director as stated above Mr. Deevesh Bhojia does not have any pecuniary relationship directly or indirectly with the Company and its managerial personnel or other director. Further, Mr. Deevesh Bhojia is cousin of Mr. Pranav Singla, Managing Director and Mr. Dhruv Singla, Whole-time Director of the Company.
III.	**Other information:**	
1.	Reasons of loss or inadequate profits	That your Company underwent CIRP under IBC, 2016 and was declared NPA. That after the acquisition pursuant to the Hon'ble NCLT Order dated 09.10.2025, the Company is under process of revival and rehabilitation.
2.	Steps taken or proposed to be taken for improvement	The new management is making sincere efforts to make the Company as profit making Company.
3.	Expected increase in productivity and profits in measurable terms	The same can't be commented upon at this point of time
IV.	**Disclosures:**	
1.	All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the Directors	**Particulars** / **Amount (in Rs.)** Basic Salary / 12,00,000/- p.a. Total / 12,00,000/- p.a.
2.	Details of fixed component and performance linked incentives along with the performance criteria;	Any increment/modification be decided by the Board based on the recommendation of the Nomination & Remuneration Committee and will be performance based and after taking into account the Company's performance.
3.	service contracts, notice period, severance fees	As per Appointment letter
4.	stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.	NA

Other disclosures to his appointment are annexed herewith.

Accordingly, the Board recommends the Resolution set out at Item No. 5 of the Notice for approval of the Members as a Special Resolution.

Mr. Deevesh Bhojia is concerned or interested in the resolution to the extent of his appointment.

He is not holding any shares in the Company.

None of the other Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 06:

ALTERATION OF OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

The Board of Directors, in its meeting held on 29.08.2026, has approved the proposal for amendment in the Object Clause of the Memorandum of Association ("MOA") of the Company to align the business activities of the Company with its future plans and proposed diversification in the Defence, Aerospace, Space and Advanced Engineering & Technology sectors.

The existing Object Clause of the Company does not specifically cover certain proposed activities relating to defence equipment, arms and ammunition, explosives and allied products. In order to provide the Company with a wider scope to explore and undertake such business opportunities, the Board has proposed insertion of additional objects relating to defence and military equipment, arms and ammunition, explosives including Trinitrotoluene (TNT), gunpowder, detonating compounds and allied products, as well as associated systems, components and equipment.

The proposed alteration will enable the Company to undertake and explore new and emerging business opportunities in the Defence, Aerospace, Space and allied sectors and undertake activities which are considered to be feasible, commercially viable and synergistic with the Company's existing and proposed business activities.

It is clarified that the proposed alteration of the Object Clause shall not, by itself, authorise the Company to manufacture, possess, sell, import, export or otherwise deal in any regulated defence equipment, arms, ammunition or explosives. The Company shall undertake such activities only after obtaining all applicable licences, approvals, permissions, registrations and authorisations from the competent statutory and regulatory authorities.

Pursuant to the provisions of Section 13 of the Companies Act, 2013, alteration in the Object Clause of the MOA requires approval of the members of the Company by way of a Special Resolution and filing of the requisite documents with the Registrar of Companies.

The Board recommends the resolution set out at Item No. 06 for approval of the members as a Special Resolution.

None of the Directors, Key Managerial Personnel (KMP) or their relatives are concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

Item No. 07:

APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS:

Pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Related Party Transactions as mentioned in clause (a) to (g) of the said section requires a Company to obtain approval of the Board of Directors and subsequently the Shareholders of the Company by way of ordinary resolution in case the value of the Related Party Transactions exceed the stipulated thresholds prescribed in Rule 15 of the said Rules and transactions other than in ordinary course of business and on arm's length basis.

Further, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") also stipulates that all material related party transactions shall require prior approval of the shareholders through ordinary resolution.

Accordingly, the related party transactions as recommended by the Audit Committee and approved by the Board of Directors at their respective meetings are hereby placed before the shareholders for their approval by way of ordinary resolution to enable the Company to enter into the Related Party Transactions in one or more tranches.

The proposed contracts/arrangements/transactions relate to sale/purchase of goods/services or any other transaction(s), which shall be governed by the Company's Related Party Transaction Policy and shall be reviewed by the Audit Committee within the overall limits approved by the members. The Board of Directors or any Committee thereof would carefully evaluate the proposals providing and/or receiving of loans or guarantees or securities or making investments through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such entities.

The proposal outlined above will contribute to the principal business activities of your Company and is in the interest of the Company. Hence, the Audit Committee/Board recommends the resolution set out in the Item no. 07 of the notice for your approval as an Ordinary Resolution. None of the Related Parties shall vote in the resolution.

Except Mr. Dhruv Singla and Mr. Pranav Singla and their respective relatives, none of the other Directors, Key Managerial Personnel or their respective relatives in any way, financially or otherwise, concerned or interested in the said resolution.

By Order of the Board
JTL Defence Limited
(Erstwhile RCI Industries & Technologies Limited)

Sd/-
Ankit Singla
Company Secretary and Compliance Officer
Membership No: A69926

Place: Chandigarh
Date: August 29, 2026

ANNEXURE

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

(In pursuance of Regulation 36(3) of the Listing Regulations and SS-2 on General Meetings)

S. No.	Name of the Director	Mr. Pranav Singla	Mr. Deevesh Bhojia
1.	DIN	07898093	09148090
2.	Date of Birth	February 15, 1998	August 31, 1996
3.	Age	28 years	29 years
4.	Date of first appointment on the Board	October 28, 2025	August 29, 2026
5.	Qualification(s)	Masters in Management	Bachelor of Business Administration (BBA)
6.	Experience & Expertise in functional Area	Mr. Pranav Singla holds a Bachelor's Degree (Honours) in Economics and Accounting from Cass Business School, London, and a Master's Degree in Management from King's College, London. He has around 5 years of experience in Accounting, Finance, Production Management, Strategic Planning, Cost Management, and plant set-up and expansion. He brings strong entrepreneurial acumen inherited from his industrialist family. He is instrumental in driving the Company's transformation into a focused, high-precision defence manufacturing enterprise, leading capacity expansion, operational efficiency and strategic initiatives aligned with India's defence indigenisation and procurement priorities, with a focus on strengthening the Company's position in the domestic defence supply chain.	Mr. Deevesh Bhojia possesses diverse professional experience in the areas of accounts, finance, distribution, and manufacturing operations. In addition to his experience in accounts and distribution, Mr. Bhojia has considerable exposure to the management and operations of manufacturing units engaged in injection moulding and globe moulding for pharmaceutical companies. His experience across financial management, C&F operations, board-level responsibilities, and manufacturing operations provides him with a well-rounded understanding of business and operational functions.
7.	Terms & Conditions of Appointment/ Reappointment	Liable to retire by rotation	Mr. Deevesh Bhojia is proposed to be appointed as Whole-time Director of the Company for consecutive term of 5 years liable to retire by rotation as per the terms and conditions mentioned in the explanatory statement of this Notice.
8.	Remuneration drawn in the Financial Year 2025-26	Nil	NA
9.	Disclosure of Relationship between Directors/KMP inter se	Mr. Pranav Singla is the cousin of Mr. Dhruv Singla, Whole-time Director of the Company.	Mr. Deevesh Bhojia is the cousin of Mr. Dhruv Singla, Whole-time Director and Mr. Pranav Singla, Managing Director of the Company.
10.	Shareholding	Nil	Nil
11.	No. of Board Meetings attended during the year	8	NA
12.	Directorships in other Listed Companies as on March 31, 2026	JTL Industries Limited	NA
13.	Membership/Chairmanship of Committees of other Listed Companies as on March 31, 2026	Member of Fund Raising Committee of JTL Industries Limited	NA