November 3, 2026

BSE Limited Floor 25, P. J. Towers Dalal Street, Fort Mumbai - 400 001 **Scrip Code: 543271**	**National Stock Exchange of India Limited** **Exchange Plaza** **Bandra Kurla Complex, Bandra (E)** **Mumbai - 400 051** Trading Symbol: **JUBLINGREA**

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Postal Ballot Notice

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we hereby inform you that the Company has initiated the process of seeking shareholders' approval through Postal Ballot for the business item as set out in the enclosed Notice along with the accompanying Explanatory Statement.

The Postal Ballot Notice is being dispatched to the shareholders today, i.e., November 3, 2026.

The e-voting period will commence on Wednesday, November 4, 2026 at 09:00 A.M. (IST) and will conclude on Thursday, December 3, 2026, at 05:00 P.M. (IST).

The results of the Postal Ballot will be announced within two working days from the conclusion of the e-voting period and will be made available on the websites of the Company and the e-voting agency and also displayed on the notice board at the registered office of the Company.

The Postal Ballot Notice is accessible on the weblink https://jubilantingrevia.com/investors/financials/shareholder-information and on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

This is for your information and record.

Thanking You,

Yours faithfully,
For Jubilant Ingrevia Limited

Deepanjali Gulati

Digitally signed by Deepanjali Gulati
DN: c=IN, o=Personal, title=7554, pseudonym=e5ajsfq29nbwmdlhv8ikly6c4p7x301z, 2.5.4.20=c79d095cbd5804f896b1bdd113903441d5f4ff3e6c4b1a64219386b9fb28aaf9, postalCode=110019, st=Delhi, serialNumber=9a8f2a763bc147be7eb052a94f1d7aabd84fbd14f80c551365a777f25b212ec5, cn=Deepanjali Gulati
Date: 2026.11.03 18:09:05 +05'30'

Deepanjali Gulati
Company Secretary
Encl. as above

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Noida-201 301, UP, India
Tel: +91 120 4361000
Fax: +91 120 4234895-96
www.jubilantingrevia.com

Regd Office:
Bhartiagram, Gajraula
Distt. Amroha - 244 223
Uttar Pradesh, India
CIN : L24299UP2019PLC122657

JUBILANT INGREVIA LIMITED
(CIN: L24299UP2019PLC122657)
Registered Office: Bhartiagram,
Gajraula, District Amroha - 244 223,
Uttar Pradesh, India
E-mail: investors.ingrevia@jubl.com
Website: www.jubilantingrevia.com
Phone: +911204361000

POSTAL BALLOT NOTICE

Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014

VOTING STARTS ON	**WEDNESDAY, NOVEMBER 4, 2026 AT 9:00 AM (IST) ONWARDS**
VOTING ENDS ON	**THURSDAY, DECEMBER 3, 2026 AT 5:00 PM (IST)**
CUT-OFF DATE FOR ELIGIBILITY TO VOTE	**FRIDAY, OCTOBER 30, 2026**

Dear Member(s),

Notice is hereby given pursuant to Section 110 read with Section 108 of the Companies Act, 2013 ("the Act"), read with rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and the Rules (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "the MCA Circulars"), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), relevant circulars issued by Securities and Exchange Board of India ('SEBI Circular') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), read with all other applicable provisions under the said Regulations and the Circulars, Notifications and Rules issued thereunder by SEBI (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), to transact the special businesses as set out in below resolutions proposed to be passed by the members of Jubilant Ingrevia Limited ("the Company") by passing special resolutions, as applicable, by means of postal ballot through remote e-voting process. Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said resolutions setting out the material facts and the reasons/ rationale thereof are annexed to this postal ballot notice ("**Notice"**) for your consideration and forms part of this Notice.

In compliance with Regulation 44 of the SEBI LODR and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the Company is sending this Notice in electronic form to those members whose e-mail addresses are registered with the Company/ Alankit Assignments Limited i.e. Registrar and Share Transfer Agent ("RTA")/ Depositories. Those

members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Notice. The Company has engaged the services of National Securities Depositories Limited ("NSDL") for facilitating e-voting. The members are requested to cast the vote only through electronic means on the resolutions through the remote e-voting system. The details of the procedure to cast the vote forms part of the 'Notes' to this Notice. The Board of Directors has appointed Mr. R.S. Bhatia, Practicing Company Secretary (Membership No. FCS- 2599, CP No. F2514), as the scrutinizer("**Scrutinizer**") for conducting the postal ballot/ e-voting process in a fair and transparent manner. Members desiring to exercise their vote through the evoting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 05:00 PM (IST) on Thursday, December 3, 2026. The e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time.

The Scrutinizer will submit his report to the Chairman/ Company Secretary of the Company or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced within 2 working days from the conclusion of the e-voting. The results along with the Scrutiniser's report, shall also be placed on the website of the Company at www.jubilantingrevia.com, website of National Stock Exchange of India ('NSE') and BSE Limited ('BSE') and NSDL.

The proposed resolutions, if approved, will be taken as having duly passed on the last date specified for e-voting by the requisite majority of members by means of postal ballot, i.e Thursday, December 3, 2026.

SPECIAL BUSINESSES:

1. APPROVAL FOR AMENDMENT TO JUBILANT INGREVIA EMPLOYEES STOCK OPTION PLAN 2021

To consider and to give assent / dissent for passing the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("Act"), the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI Regulations"), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the Foreign Exchange Management Act, 1999, the Rule(s) and Regulation(s) framed thereunder and any Rule(s), Circular(s), Notification(s), Guideline(s) and Regulation(s) issued by the Reserve Bank of India, the Memorandum and Articles of Association of the Company, and subject to such other approvals, permissions, sanctions and consents as may be necessary or expedient, and further subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee constituted or to be constituted including the Nomination, Remuneration and Compensation Committee by the Board to exercise its powers, including the powers conferred by this resolution), the approval of the members of the Company be and is hereby accorded, in partial modification of:

1. the special resolution passed by the members of the Company on May 22, 2021 through postal ballot, approving the "Jubilant Ingrevia Employees Stock Option Plan 2021" ("Scheme" or "Plan"); and

2. the special resolution passed by the members of the Company on March 17, 2024 through postal ballot to align the Scheme with the requirements of SEBI Regulations; and for approving an increase in the pool of options and the maximum number of options that may be offered and granted to an Eligible Employee under the Scheme

to further amend the Scheme as detailed in the Explanatory Statement annexed to this notice.

RESOLVED FURTHER THAT such amendment, being beneficial to the interests of the Grantees, shall be applicable to all future Grants of Options under the Scheme, including the re-grant of Options that have lapsed or may lapse and are added back to the total Option pool under the Scheme, to Eligible employees of the Company and its subsidiaries, in accordance with the provisions of the Scheme and applicable laws

RESOLVED FURTHER THAT the proposed amendments to Plan are not prejudicial to the interests of the present grantees to whom Options have been granted under the Scheme.

RESOLVED FURTHER THAT all other terms and conditions of the Scheme and all subsisting consents, authorizations and approvals granted from time to time, including resolutions passed by the members and/or the Board, with regard to implementation and administration of the Scheme, shall remain unchanged and continue to be in force.

RESOLVED FURTHER THAT the Shares to be transferred by the Jubilant Ingrevia Employees Welfare Trust to the Eligible employees under the Scheme shall rank pari–passu in all respects with the then existing equity shares of the Company.

RESOLVED FURTHER THAT the Company shall conform to the applicable accounting policies, guidelines or accounting standards as may be applicable from time to time, including the disclosure requirements prescribed therein.

RESOLVED FURTHER THAT the Board be and are hereby authorised on behalf of the Company to make and carry out any modifications, changes, variations, alterations or revisions in the terms and conditions of the Scheme or in terms of Stock Options to be granted, from time to time, in accordance with applicable laws and regulations prevailing from time to time as it may deem fit, necessary or desirable, without requiring the Board to secure any further consent(s) or approval of the members of the Company to the end and intent that they shall have deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company be and are hereby authorised to do all such incidental/ancillary acts, deeds, matters and things including any amendment to the trust deed and sign deeds, documents, letters and such other papers as may be necessary, desirable and expedient, as it may in its absolute discretion deem fit or necessary or desirable for giving effect to this resolution."

2. APPROVAL FOR GRANT OF STOCK OPTIONS TO THE EMPLOYEES OF UNLISTED SUBSIDIARY COMPANIES, IN INDIA OR OUTSIDE INDIA, OF THE COMPANY UNDER AMENDMENT TO THE JUBILANT INGREVIA EMPLOYEES STOCK OPTION PLAN 2021

To consider and to give assent / dissent for passing the following resolution as a Special Resolution:

"RESOLVED THAT in supersession of the special resolution(s) passed by the members of the Company on March 17, 2024 through postal ballot approving the grant of Stock Options under the Jubilant Ingrevia Employee Stock Option Plan 2021 ("Scheme" or "Plan") for employees of the unlisted Subsidiary Companies of the Company and subject to applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("Act"), the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI Regulations"), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the Foreign Exchange Management Act, 1999, the Rule(s) and Regulation(s) framed thereunder and any Rule(s), Circular(s), Notification(s), Guideline(s) and Regulation(s) issued by the Reserve Bank of India, relevant provisions of the Articles of Association of the Company and other applicable and prevailing statutory guidelines/ circulars and subject to such other approval(s), consent(s), permission(s), and/ or sanction(s) as may be necessary from the appropriate regulatory authority(ies)/ institution(s) and such conditions and modifications as may be prescribed/ imposed by the appropriate regulatory authority(ies)/ institution(s) while granting such approval(s), consent(s), permission(s) and/or sanction(s), the consent of the members of the Company be and is hereby accorded to grant, issue and offer Employee Stock Options ("Options"), from the original as well as increased Option pool under Plan, which shall be convertible into Equity Shares of the Company ("Shares"), from time to time, to or for the benefit of Employees and Directors of the unlisted Subsidiary Companies, in India or outside India, and to such other persons as may, from time to time, be allowed to be eligible for the benefits of the Plan (as permitted under the applicable laws) (" Eligible employees") on such terms and in such manner as the Board of Directors may decide in accordance with the provisions of the applicable laws and the provisions of the Plan.

RESOLVED FURTHER THAT the maximum number of Options granted to both Eligible Employees of the Company and Subsidiary Companies under the Plan shall not exceed 30,00,000 (thirty lac only) Shares.

RESOLVED FURTHER THAT the Shares to be transferred by the Jubilant Ingrevia Employees Welfare Trust to the Eligible employees under the Scheme shall rank pari–passu in all respects with the then existing equity shares of the Company.

RESOLVED FURTHER THAT the Company shall conform to the applicable accounting policies, guidelines or accounting standards as may be applicable from time to time, including the disclosure requirements prescribed therein.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board of Directors" which term shall be deemed to include any committee including the Nomination, Remuneration and Compensation Committee which the Board of Directors has constituted to exercise its powers including the powers, conferred by this resolution) be and are hereby authorised on behalf of the Company to make and carry out any modifications, changes, variations, alterations or revisions in the terms and conditions of the Plan, in accordance with applicable laws and regulations prevailing from time to time as it may deem fit, necessary or desirable, without requiring the Board to secure any further consent(s) or approval of the members of the Company to the end and intent that they shall have deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company be and is hereby authorised to do all such incidental/ancillary acts, deeds, matters and things including any amendment to the trust deed and sign deeds,

documents, letters and such other papers as may be necessary, desirable and expedient, as it may in its absolute discretion deem fit or necessary or desirable for giving effect to this resolution."

By Order of the Board
For Jubilant Ingrevia Limited

Deepanjali Gulati
Company Secretary
(FCS No. 5304)

Noida
October 1, 2026

NOTES:

1. The explanatory statement pursuant to the provisions of Section 102 read with Section 110 of the Act and Rule 22 of the Rules, each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.

2. The Company is sending this Notice to those Members, whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (Depositories) and Alankit Assignments Limited, the Company's RTA as on Friday, October 30, 2026 ("**Cut-off Date"**). The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-off Date i.e. Friday, October 30, 2026. A person who is not a member as on the Cut - off Date should treat this Notice for information purposes only. In compliance with Regulation 44 of the SEBI LODR and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed Resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and prepaid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the evoting system.

3. The Resolutions, if passed by the requisite majority through postal ballot, will be deemed to have been passed on the last date specified for voting i.e. Thursday, December 3, 2026. Further, resolutions passed by the members through postal ballot are deemed to have been passed as if they were passed at a general meeting of the members.

4. NSDL will be providing the facility for voting through remote e-voting. The instructions for participation by members are given in the subsequent paragraphs.

5. All material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by e-voting. Alternately, members may also send their requests to investors.ingrevia@jubl.com from their registered e-mail address mentioning their names, folio numbers/DP ID and Client ID during the voting period of the postal ballot.

6. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for members available at the download section of www.evoting.nsdl.com or call

on toll free no.: 022-4886 7000 or send an email to Ms. Pallavi Mhatre, AVP-NSDL at evoting@nsdl.com.

7. Members should also consider converting their holdings to dematerialised form, if their shares are in physical form. The relevant forms are available on the website of the Company at www.jubilantingrevia.com or can be downloaded from the website of RTA. Members can also write from their registered email address to RTA at rta@alankit.com for obtaining necessary forms or for seeking any clarification. It may be noted that any service request can be processed only when the KYC details are complete in the folio.

ELECTRONIC DISPATCH OF NOTICE AND PROCESS FOR REGISTRATION OF EMAIL ADDRESS FOR OBTAINING COPY OF NOTICE OF POSTAL BALLOT:

8. Pursuant to MCA Circulars and SEBI Circular, the Notice is being sent only through electronic mode only to Members whose email-addresses are registered with the Company/RTA or Depository Participants (DPs).

9. Members may note that the Notice will also be available on the Company's website at www.jubilantingrevia.com, website of the Stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

10. We urge Members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in dematerialised form, who have not registered their email addresses are requested to register their email addresses with their respective Depository Participant and Members holding shares in physical mode are requested to update their email addresses and complete their KYC by writing to the Company's RTA at rta@alankit.com.

11. It is clarified that if a Member fails to provide or update the relevant e-mail address to the Company/ RTA or to the Depository Participant, as the case may be, the Company will not be in default for not delivering the Notice via e-mail.

12. The Company has appointed Mr. R.S. Bhatia, Practicing Company Secretary (Membership No. FCS- 2599, CP No. F2514) as a Scrutinizer to scrutinize the electronic voting process in a fair and transparent manner. The results of the e-voting shall be declared to the Stock Exchanges within the timeframe prescribed under the Act and SEBI LODR. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company at www.jubilantingrevia.com , website of NSE and BSE and NSDL.

E-voting:

(a) In compliance with Regulation 44 of the SEBI LODR and Section 108 of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and the relevant MCA Circulars, the Company is pleased to provide facility of e-voting to enable its members to cast their votes electronically in respect of the resolutions as set out in this Notice.

(b) The e-voting period commences from Wednesday, November 4, 2026 at 9:00 A.M.(IST) and ends on Thursday, December 3, 2026 at 5:00 P.M.(IST). The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by NSDL upon expiry of the aforesaid period. Once the votes on the resolutions are cast by the member, he/she shall not be allowed to change it subsequently.

(c) Members holding shares either in physical form or dematerialized form, as on the Cutoff Date i.e. Friday, October 30, 2026 (including those Members who may not receive this Notice due to non-registration of their email address with RTA or the Depository Participants, as aforesaid) can cast their votes electronically, in respect of the Resolutions as set out in this Notice only through the e-voting.

(d) Pursuant to SEBI Master Circular No. SEBI/HO/ CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the evoting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process.

(e) Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facilities.

PROCEDURE FOR REMOTE E-VOTING FOR SHAREHOLDERS:

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 for Individual shareholders holding securities in demat mode** In terms of SEBI circular dated 9th December, 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. 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. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to the e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
	2. 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 redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, the 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 4. Visit the e-Voting website of NSDL. Open a 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 the e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download the NSDL Mobile App "**NSDLSpeede**" 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. 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

Type of shareholders	Login Method
	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 the company. On clicking the evoting option, the user will be able to see the e-Voting page of the e-Voting service provider 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, 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.
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**

Type of shareholders	Login Method
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 - 4886 7000
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. 1800-21-09911

(B) Login Method 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 143451 then user ID is 143451001***

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 on NSDL e- Voting system.

How to cast your vote electronically 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.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

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.

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 investors.ingrevia@jubl.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 investors.ingrevia@jubl.com . If you are an Individual shareholder 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 for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 09, 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.

GENERAL INFORMATION:

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 rsbhatiacs@aol.com with a copy marked to evoting@nsdl.com . Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under the "**e-Voting**" tab in their login.

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 : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com .

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 AND 110 OF THE COMPANIES ACT, 2013

ITEM NO: 1 and 2

The Company recognises that its employees are a key enabler of its growth strategy and play a critical role in creating long-term value for the Company and its stakeholders. With the objective of rewarding employees for their long association and dedicated service, motivating sustained performance, and attracting and retaining talent, the Company introduced the Jubilant Ingrevia Employees Stock Option Scheme 2021 ***("Scheme" or "Plan" or "Amended and Restated Scheme"),*** pursuant to the approval of its members through postal ballot dated May 22, 2021.

The Plan forms an integral part of the Company's employees reward and retention framework. Share-based incentives are intended to align the interests of Eligible employees with the Company's long-term sustainable growth and value creation objectives, promote a sense of ownership, strengthen employee engagement and support the retention of a motivated and high-performing workforce. The Company believes that an appropriately structured and competitive share-based incentive framework enables it to recognise sustained service, individual contribution and achievement of identified performance objectives, while encouraging employees to participate in the Company's long-term success.

The members of the Company, by way of a special resolution passed through postal ballot on May 22, 2021, approved a pool of 15,00,000 (fifteen lakh) stock options under the Plan, representing an entitlement to acquire an equivalent number of equity shares of the Company of face value of ₹1/- (Rupee One) each. Subsequently, the members, by way of a special resolution passed through postal ballot on March 17, 2024, approved amendments to the Plan, including its alignment with the applicable regulatory requirements, an

increase in the aggregate pool from 15,00,000 (fifteen lakh) Options to 20,00,000 (twenty lakh) Options, and a maximum individual grant limit of 10,00,000 (ten lakh) Options, in aggregate per Eligible Employee.

A substantial proportion of the Options granted under the Plan have been subject to performance-based vesting conditions. The Company considers that its share-based incentive framework has supported business growth and strengthened its ability to attract and retain senior leadership talent, including professionals from leading organisations. The proposed amendments seek to build upon this framework by combining employee retention objectives with a structured assessment of Company performance and individual contribution.

Considering the nearly utilisation of the existing pool and the Company's anticipated requirements relating to talent retention, leadership succession, employee engagement and strategic hiring, the available pool may not be adequate to support its future business and human capital objectives. An enhanced pool would enable the Company to continue making grants to Eligible employees, reward sustained contribution, recruit talent for critical roles and maintain a competitive employee reward framework.

Accordingly, the Board of Directors of the Company **("Board"),** at its meeting held on October 1, 2026, upon the recommendation of the Nomination and Remuneration Committee **("NRC" or "Committee"),** approved, subject to the approval of the members, an increase in the aggregate pool under the Plan from 20,00,000 (twenty lakh) Options to 30,00,000 (thirty lakh) Options, representing an addition of 10,00,000 (ten lakh) Options. The Board also approved an increase in the maximum number of Options that may be granted to an Eligible Employee under the Plan from 10,00,000 (ten lakh) Options to 15,00,000 (fifteen lakh) Options, together with the other proposed amendments described in this Explanatory Statement (collectively, the "2026 Amendment").

An aggregate of 20,00,000 (twenty lakh) Options has almost been utilised and the enhanced aggregate ceiling of 30,00,000 (thirty lakh) Options comprises three categories of awards namely: (i) Tenure and Rating linked Options, (ii) Time-based Stock Options, and (iii) Yearly Target-linked Performance Options.

The incremental pool of 10,00,000 (ten lakh) Options is proposed to be allocated as follows: (i) 5,00,000 (five lakh) Options (50%) towards Tenure and Rating-linked Options; (ii) 4,63,000 (four lakh sixty-three thousand) Options (46.3%) towards Time-based Stock Options; and (iii) 37,000 (thirty-seven thousand) Options (3.7%) towards Yearly Target-linked Performance Options. The allocation and grant of Options under the enhanced pool shall be subject to the applicable provisions of the SEBI Regulations.

The aforesaid category-wise allocation is indicative in nature and shall not constitute a rigid or exclusive allocation of Options under the respective categories. In the event of any change in the objectives, business requirements, employee retention and incentive strategies or utilisation requirements underlying such allocation, the Board, upon the recommendation of the Nomination and Remuneration Committee, may approve the reallocation of unutilised Options from one category to another, including where Options allocated to a particular category are no longer required or are required in excess under another category.

Provided that such reallocation shall not result in an increase in the overall ceiling of 30,00,000 (thirty lakh) Options approved by the shareholders, shall not adversely affect the rights of existing Grantees and shall remain subject to the provisions of the Scheme, the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and other applicable laws. Any such reallocation shall be appropriately recorded and disclosed in the Board's Report, including the applicable share-based employee benefits disclosures, in accordance with SEBI Regulations.

The proposed increase in the individual grant limit is intended to provide flexibility to structure appropriate awards for employees undertaking critical leadership, strategic or business responsibilities, having regard

to their role, seniority, contribution, performance expectations and retention requirements. The revised limit constitutes a maximum permissible ceiling and does not confer an entitlement upon any employee to receive a grant of that magnitude. Each grant shall be determined by the Committee within the aggregate pool and in accordance with the Plan, applicable performance requirements and applicable laws, including any requirement for separate shareholder approval.

Categories of grants under the Plan

The Plan contemplates grants under the following three categories, each serving a distinct employee reward and business objective

1. Tenure and Rating-linked Options

Tenure and Rating-linked Options are intended to recognise sustained association with the Company, support employee retention and reward consistent performance. These Options shall vest 100% (one hundred percent) upon completion of the third year from the applicable Grant Date, subject to fulfilment of the applicable tenure and appraisal rating requirements prescribed under the Plan and the relevant Grant Letter.

The NRC shall identify the Eligible employees of the Company and its unlisted subsidiaries who may participate in the Plan having regard to objective criteria including the Employee's length of service with the Company and individual performance rating, as determined under the Company's performance appraisal framework. The vesting of such Options shall be linked to the Employee's continued employment and performance rating, with the extent of vesting being determined on the basis of the applicable rating achieved by the Employee against the prescribed rating scale and corresponding vesting matrix.

The Exercise Price of these Options shall not exceed the face value of the equity shares of the Company, presently ₹1/- (Rupee One) per Option. The face-value-based pricing is intended to provide a meaningful retention and reward benefit, with the employee's entitlement remaining subject to completion of the prescribed service period and satisfaction of the applicable vesting conditions.

2. Time-based Stock Options

Time-based Stock Options are intended to encourage continued employment and align employee rewards with appreciation in the value of the Company's equity shares. These Options shall vest in the following proportions, subject to the Employee's continued employment, and achievement of the minimum performance rating i.e 'solid' or a score of '3 out of 5' or such equivalent rating in the latest performance cycle prior to each Vesting Date for the Options to Vest. as prescribed under the Company's performance appraisal framework under the Plan and the relevant Grant Letter:

Completion of period from the Grant Date	Percentage of Options eligible for vesting
First year	20% (twenty percent)
Second year	30% (thirty percent)
Third year	50% (fifty percent)

The Exercise Price of Time-based Stock Options shall not be less than the Market Price of the equity shares of the Company at the time of Grant, determined in accordance with the Plan and the applicable SEBI Regulations. Such pricing is intended to link the employee's potential economic benefit to subsequent appreciation in the value of the Company's equity shares and thereby strengthen alignment with shareholder value creation.

The above schedule specifies the timing and proportion of Options eligible for vesting. Accordingly, completion of the applicable service period shall not, by itself, result in vesting where the achievement of the minimum performance rating i.e 'solid' or a score of '3 out of 5' or such equivalent rating in the latest performance cycle prior to each Vesting Date for the Options to Vest as prescribed under the Company's performance appraisal framework have not been satisfied.

3. Yearly Target-linked Performance Options

Yearly Target-linked Performance Options are intended to reward achievement of specified performance targets and align employee incentives with the Company's annual business priorities. These Options shall vest 100% (one hundred percent) upon completion of the first year from the applicable Grant Date, subject to achievement of the specified performance targets and fulfilment of the other applicable conditions under the Plan and the relevant Grant Letter.

Options shall be granted subject to the achievement of predetermined performance targets, including business, financial, functional and/or individual performance parameters, as may be applicable to the relevant Employee or category of Employees. The extent of vesting shall be determined based on the level of achievement of the prescribed targets and the corresponding vesting criteria approved by the Committee.

The Exercise Price of Yearly Target-linked Performance Options shall not exceed the face value of the equity shares of the Company, presently ₹1/- (Rupee One) per Option. The face-value-based pricing is intended to provide a performance reward linked to achievement of the prescribed targets, with vesting contingent upon satisfaction of those targets and the other applicable conditions.

Eligibility and Appraisal Criteria

For determining the eligibility of Employees for grant of Options under the respective categories, the Committee shall consider one or more of the following parameters, as may be relevant to the nature and category of the Options proposed to be granted:

(a) length of service and tenure with the Company;

(b) grade, designation and role of the Employee;

(c) individual performance, including the performance rating awarded under the Company's performance appraisal framework;

(d) achievement of business, financial, functional and/or individual performance targets, as applicable;

(e) merit, criticality of the role and significance of the Employee's contribution to the Company's business and operations;

(f) the Employee's potential to contribute to the Company's future growth and business objectives;

(g) conduct and overall performance of the Employee;

(h) terms and conditions of the Employee's employment; and

(i) such other objective and relevant parameters as the Committee may determine from time to time.

The vesting of all awards granted under the Plan, whether under the Tenure and Rating linked Options, Time-based Stock Options and Yearly Target-linked Performance Options shall be subject to the

satisfaction of the vesting conditions and the terms of the respective grant as determined by the Committee in accordance with the Plan and applicable law and communicated to the respective Grantees.

Aggregate pool and utilisation

Tenure and Rating-linked Options, Time-based Stock Options and Yearly Target-linked Performance Options shall collectively constitute "Options" for the purposes of the aggregate pool under the Plan. The revised pool of 30,00,000 (thirty lakh) Options shall be a single aggregate pool available for grants.

Each Option, whether granted as a Tenure and Rating-linked Options, Time-based Stock Options and Yearly Target-linked Performance Options , shall, upon vesting and valid exercise, entitle the Grantee to acquire one equity share of the Company of face value of ₹1/- (Rupee One), subject to the Plan and applicable laws. Accordingly, the revised pool represents an aggregate entitlement to acquire up to 30,00,000 (thirty lakh) equity shares under the Plan, subject to adjustments permitted under the Plan and applicable laws upon corporate actions. The enhancement of the pool provides capacity for future grants. Actual vesting and acquisition of equity shares shall depend upon grants made by the Committee, fulfilment of the applicable service and performance conditions, and valid exercise in accordance with the Plan.

Revision of Exercise Period

It is also proposed to amend the definition of "Exercise Period" under Clause 3.14 of the Plan. The existing provision stipulates an Exercise Period not exceeding 8 (eight) years from the Grant Date. Under the proposed amendment, the Exercise Period shall be the period communicated in the relevant Grant Letter, not exceeding 5 (five) years from the Vesting Date, within which a Participant is required to exercise the Vested Options, or such period as may be determined by the Committee from time to time within the aforesaid maximum limit.

The proposed amendment seeks to determine the Exercise Period with reference to the Vesting Date, being the date from which the Options become exercisable, and to prescribe a consistent maximum period for exercise following Vesting across the different categories of grants. The amendment shall apply to future grants, including subsequent re-grants of lapsed Options added back to the available pool under the Plan, and shall not affect the Exercise Period applicable to Options granted prior to the amendment becoming effective.

Structured performance-linked vesting framework

Options granted pursuant to the 2026 Amendment shall be governed by a structured, performance-linked vesting framework designed to align employee rewards with sustained business performance and long-term shareholder value creation. The framework shall provide balanced consideration of Company performance, individual contribution and retention, and shall be administered in accordance with principles of transparency, fairness and accountability.

The applicable metrics, assessment period and relative weightage may vary according to the employee's role, grade and seniority. This approach is intended to ensure that employees are assessed against performance requirements appropriate to their responsibilities and their ability to influence business outcomes of the relevant measurement cycle

Company-level and individual-level performance metrics

Company-level performance metrics encompasses revenue growth, EBITDA/EPS performance, improvement in profitability margins, capital efficiency, sustainable earnings growth, generation and

management of cash flows, and effective capital utilization in driving operating profits, as measured through Return on Capital Employed (ROCE).

The nature of grants may vary across employees based on the three identified grant categories. Accordingly, the relative weightage of the applicable performance parameters shall be determined by the Committee at the time of grant.

Individual-level performance metrics shall encompass achievement of role-based key performance indicators established under the Company's annual performance evaluation system, strategic contribution through involvement in key business initiatives, transformation efforts or innovation outcomes, or leadership effectiveness assessed under the Company's leadership assessment framework and active status of employment on vesting date, no disciplinary action in last 1 (one) year. Each option holder will have to satisfy the minimum individual rating of 'solid' or a score of '3 out of 5' or such equivalent rating in the latest performance cycle prior to each Vesting Date for the Options to Vest.

The combination of Company-level and individual-level metrics is intended to ensure that employee rewards reflect both collective business outcomes and the employee's own contribution. The applicable performance metrics shall be measured over a defined period, which may vary according to the role and seniority of the Grantee.

On the Grant Date, the Grantee shall be informed of the Company-level performance metrics to be achieved for the first financial year applicable to the grant. Thereafter, during the first quarter of each financial year, the Grantee shall be informed of the corresponding Company-level performance metrics to be achieved for that financial year. Subject to the achievement of the minimum threshold of performance targets prescribed under the Plan, the Committee, at the time of vesting, having regard to the quality of performance and in exceptional circumstances specifically contemplated in the Plan and as set out below herein under, adjust the number of Options eligible for vesting upwards or downwards by up to 25% of the Options otherwise eligible for vesting. No Options shall vest, if the minimum prescribed performance threshold is not achieved. Any such adjustment shall be made in accordance with the exceptional circumstances and conditions specified under the Plan and shall not, in any event, result in the vesting of more than 100% of the Options granted to the concerned Participant.

Weightage of performance metrics

The relative weightage assigned to Company-level and individual-level performance shall be tiered according to the employee's role, grade and seniority.

To ensure alignment with organizational goals while recognizing individual contributions, the weightage for Company level performance metrics for determining the vesting of Options will be as follows:

- Employees below Senior Vice President Level: 20% to 50%

- Employees at the Senior Vice President Level and above: 50% to 80%

It is clarified that: (i) no Option shall vest if Individual Performance Vesting Criteria is not met, even if the Company Performance Vesting Criteria (as may be applicable) is met; and (ii) for Options which are subject to Company Performance Criteria, no Option shall vest if such Company Performance Criteria is not met, even if the Individual Performance Vesting Criteria for such Options is met.

Subject to Applicable Laws, and unless the Committee decides otherwise, no Options shall Vest with an Employee, if such Employee is in breach of Company's Policies / Terms of Employment.

The higher Company-level weightage is intended to reflect greater responsibility for overall business performance, strategic execution and long-term value creation.

All Options granted under the Scheme shall be subject to Individual Performance Criteria. The individual rating shall be based on specific key performance indicators which shall include appropriate linkage to financial performance to ensure that there is performance-driven incentive. Further, as and when required, the Committee has the ability to determine, further tailor and customize the specific criteria under the Company Performance Vesting Criteria as mentioned herein, which ensures that high performing employees are adequately remunerated (as opposed to hardcoding such vesting conditions in the Scheme). Such flexibility also remains crucial to the Company's success and business, resulting in lower attrition among high performing individuals and aids to boost employee morale and provide long-term certainty and flexibility. The terms of the grant would be within the parameters set out under the Scheme and customized to ensure that the employee is adequately incentivized, motivated and their interests are aligned with that of the Company. The entire process of vesting shall be administered by the Committee after giving due consideration to delivering exceptional performance for the Company and its stakeholders.

Minimum service and cessation of employment

A minimum service period of 12 (twelve) months from the Grant Date shall ordinarily be required for vesting, subject to the exceptions prescribed under applicable laws, including death or permanent incapacity.

Early departure or termination of employment shall result in forfeiture of unvested Options, except in cases of death, permanent incapacity or other circumstances for which different treatment is permitted under the Plan and applicable laws and approved by the Committee, where applicable. Any such treatment shall remain subject to the mandatory requirements of the applicable SEBI Regulations.

Assessment, oversight and communication

The Committee shall periodically review performance outcomes. At the time of each new grant pursuant to the 2026 Amendment, the Committee shall review the mandatory performance metrics applicable to the relevant Grantees, taking into account internal and external parameters, including strategic, financial, operational, social and environmental factors. The Committee shall have the discretion to modify performance metrics of new grants in exceptional cases as set out herein under, provided changes are disclosed in compliance with the Plan, the 2026 Amendment, and the SBEB & SE Regulation

Upon achievement of the applicable vesting conditions, an authorised official of the Company shall issue a letter to the Grantee intimating the number of Options vested.

The Company shall disclose in its subsequent Annual Report, on a post-vesting basis, the applicable range of Company Performance Targets and the corresponding level of achievement to enable Members to understand the linkage between Company performance and vesting of Options under the Scheme while preserving confidentiality of commercially or competitively sensitive information.

Force majeure and exceptional circumstances

Where unforeseen circumstances and/ or exceptional circumstances such as natural disasters, pandemics, war, act of terrorism, material changes in consumer behaviour, supply chain disruptions, technology led business model transformations, or industry wide economic downturns impacting the Chemical sector which could not reasonably have been anticipated at the time of formulating the 2026 Amendment and

warrant a change in performance conditions, the Committee may appropriately revise the vesting conditions applicable to future grants.

Any such revision shall be aligned with shareholder interests and the Company's long-term objectives, shall not be prejudicial to the interests of Eligible Employees, and shall comply with the SEBI Regulations and other applicable laws. All decisions and modifications shall be appropriately recorded and documented. This provision is intended to enable future grants to reflect materially changed circumstances while preserving the safeguards governing the Plan.

Applicability of the proposed amendments

The proposed amendments shall apply to future grants under the Plan, including subsequent re-grants of Options that have lapsed or may lapse and are added back to the available pool in accordance with the Plan. The proposed amendments shall not alter the terms and conditions of Options granted before the amendments become effective, and such earlier grants shall continue to be governed by the terms applicable to them.

The beneficiaries of the proposed amendments shall be Eligible Employees of the Company and its unlisted subsidiaries to whom future grants are made under the Plan, subject to the eligibility requirements, requisite approvals and applicable laws.

Shareholder approval and continuation of the Plan

The Board has considered the proposed enhancement of the pool, revision of the individual grant limit and introduction of the structured performance-linked framework after evaluating the Company's current and future talent requirements, business growth plans and succession needs. The Board considers that the proposed amendments will support the Company's ability to attract, retain and reward eligible employees while strengthening the relationship between employee rewards, business performance and shareholder value creation.

Approval of the members is accordingly sought by way of a special resolution pursuant to applicable provisions of the Companies Act, 2013, read with the applicable rules made thereunder, Regulations 6 and 7 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended, and other applicable laws.

The Plan shall remain effective until it is terminated by the Committee and/or the Board in accordance with its terms and applicable laws, or until all Options available for issuance under the Plan have been granted and exercised, whichever occurs earlier. Any termination shall be subject to the treatment of outstanding grants prescribed under the Plan and applicable laws.

The Board recommends the proposed special resolution for approval by the members.

The salient amendments to the Plan are given below:

Clause No.	Existing provision	Proposed amendment
3	**Definitions** 3.14 'Exercise Period' in relation to an Option shall mean the time period specified in the Grant Letter with respect	**Definitions** 3.14"**Exercise Period**" shall mean the time period communicated in the Grant Letter with respect to such Options, not exceeding a period of 5 (five) years from

Clause No.	Existing provision	Proposed amendment
	to such Options, not exceeding a period of 8 (eight) years from the Grant Date, within which a Participant is required to apply for Exercise of such Options after Vesting or as may be decided by the Committee from time to time.	the Vesting Date, within which a Participant is required to apply for Exercise of such Options after Vesting or as may be decided by Committee from time to time.
6.1	**Shares Pool** The maximum number of Shares that may be granted pursuant to exercise of all Options granted to the Participants under this Amended and Restated Scheme shall not exceed 20,00,000 (Twenty Lac only) Shares. Each option will entitle the Participant, upon its exercise, to one Share of the Company. The options may be granted in one or more tranches as may be decided by the Committee, in terms of the Applicable Law. Provided however that in case of any corporate action(s) such as right issues, bonus issues, change in capital structure, merger, split, consolidation of shares, sale of division/undertaking and other corporate actions as determined by the Committee, the ceiling as aforesaid of 20,00,000 (Twenty Lac only) Shares shall be deemed to be increased/decreased, as may be determined by the Committee pursuant to Clause 17 of the Amended and Restated Scheme, to facilitate making a fair and reasonable adjustment to the entitlements of Participants under the Amended and Restated Scheme .	**Shares Pool** The maximum number of Shares that may be granted pursuant to exercise of all Options granted to the Participants under this Amended and Restated Scheme shall not exceed 30,00,000 (thirty lac only) Shares. Each option will entitle the Participant, upon its exercise, to one Share of the Company. The options may be granted in one or more tranches as may be decided by the Committee, in terms of the Applicable Law. Provided however that in case of any corporate action(s) such as right issues, bonus issues, change in capital structure, merger, split, consolidation of shares, sale of division/undertaking and other corporate actions as determined by the Committee, the ceiling of the aforesaid 30,00,000 (thirty lac only) Shares shall be deemed to be increased/decreased, as may be determined by the Committee pursuant to Clause 18 of the Amended and Restated Scheme, to facilitate making a fair and reasonable adjustment to the entitlements of Participants under the Amended and Restated Scheme.
7	**Grant of Options** 7.1 The Committee may offer the Options to a Grantee in accordance with the terms and conditions of the Amended and Restated Scheme for the time being in force and based upon the criteria as decided by the Committee from time to time.	**Grant of Options** The Committee may offer the Options to a Grantee in accordance with the terms and conditions of the Amended and Restated Scheme for the time being in force. For determining the Eligible Employees, the Committee may consider one or more of the following parameters as may be relevant to the nature and category of the Options proposed to be granted: a. length of service and tenure with the Company; b. grade, designation and role of the

Clause No.	Existing provision	Proposed amendment
		Employee; c. individual performance, including the performance rating awarded under the Company's performance appraisal framework; d. achievement of business, financial, functional and/or individual performance targets, as applicable; e. merit, criticality of the role and significance of the Employee's contribution to the Company's business and operations; f. the Employee's potential to contribute to the Company's future growth and business objectives; g. conduct and overall performance of the Employee; h. terms and conditions of the Employee's employment; and i. such other objective and relevant parameters as the Committee may determine from time to time.
	7.3 Subject to the limits specified under the Applicable Law, the maximum number of Options that may be granted to an Eligible Employee shall not exceed 10,00,000 (Ten Lac only) in aggregate. Further, the face value of Shares to be transferred to the non-resident Employees shall not exceed the limit provided in the FEMA Regulations.	7.3 Subject to the limits specified under the Applicable Law, the maximum number of Options that may be granted to an Eligible Employee shall not exceed 15,00,000 (fifteen lakh only) in aggregate. The transfer of equity shares to non-resident Employees upon exercise of Options shall be in compliance with FEMA Regulations.
9	**Vesting of Options** 9.1 Subject to the terms contained herein, the acceptance in accordance with Clause 8, of a Grant made to a Grantee, shall conclude a contract between the Grantee and the Company, pursuant to which each Option shall, on such acceptance, be an Unvested Option. 9.2 Subject to Clause 13 herein, the Options Granted under this Amended and Restated Scheme would Vest in the manner decided by the Committee and specified in the Grant Letter, and in any event not earlier than 1 (one) year from the date of Grant of such Options and no	**Vesting of Options** 9.1 A Grant made to a Grantee, shall conclude a contract between the Grantee and the Company, pursuant to which each Option shall, on such acceptance, be an Unvested Option. 9.2 Subject to Clause 13: In accordance with the provisions of the Companies Act, 2013 read with rules made thereunder, the vesting of Options granted under the Amended and Restated Scheme, shall be subject to the fulfillment of pre-determined performance conditions, as may be specified by the Committee. Such performance conditions shall be designed to align with, both Company-level performance indicators and

Clause No.	Existing provision	Proposed amendment
	later than a period of 5 (five) years from the Grant Date. For the avoidance of doubt, it is clarified that Vesting of Options would be a function of achievement of performance criteria or any other criteria as specified by the Committee and communicated in the Grant Letter. 9.3 The Committee may at its discretion alter or change or vary the vesting schedule/vesting criteria and/or vesting conditions which are not prejudicial to the interests of the employees. The Committee may also provide for lock-in provisions. 9.4 The Committee shall have the power to modify or accelerate the vesting schedule on a case–to–case basis subject to the minimum gap of 1 (One) Year between the Grant and first Vesting. 9.5 Further, the Committee shall also have the power to decelerate the vesting schedule on case-to-case basis, if the Participant has not fulfilled the performance criteria or any other criteria as specified in the Grant Letter subject to the condition that it should not exceed the maximum period of 5 (five) years as per the vesting schedule from the Grant Date. 9.6 Notwithstanding anything contained in this Amended and Restated Scheme, the Committee may not Vest any of the Options already Granted or Vest such lesser number of Options already Granted, in the event it is found that the Participant has not met the performance criteria or if there is any Cause in relation to that Participant. 9.7 In case the Participant complies with all the pre-Vesting conditions, an authorised official of the Company would issue a letter to such	individual level performance of the Participants, taking into account the role, responsibility and seniority of the respective Participants within the organization. 9.3 Subject to the continued employment of the Employee with the Company and/or its unlisted Subsidiary company(ies), as applicable, and conditional upon the fulfillment of the prescribed performance metrics, the Options granted under the Amended and Restated Scheme shall vest in the Eligible Employee in accordance with the vesting conditions. The vesting shall be contingent upon both the achievement of such performance conditions and the Employee's uninterrupted service during the relevant vesting period in accordance with the terms of the Amended and Restated Scheme . 9.4 The Vesting of Options granted under the Amended and Restated Scheme shall be based on a structured, performance-linked framework, designed to align employee rewards with sustained business performance and long-term shareholder value creation. The framework ensures balanced consideration of Company performance, individual contribution, and retention, and adheres to principles of transparency, fairness, and accountability. The key elements of the vesting framework are as follows: **9.4.1 Performance-Linked Vesting Structure** The vesting of Options shall be contingent on the achievement of specific performance metrics measured over a defined period, which may vary based on the role and seniority of the Participant: Company-Level Performance Metrics encompassing revenue growth, EBITDA/EPS performance, improvement in profitability margins,

Clause No.	Existing provision	Proposed amendment
	Participant intimating the number of Options Vested.	capital efficiency, sustainable earnings growth, generation and management of cash flows, and effective capital utilization in driving operating profits, as measured through Return on Capital Employed (ROCE). (a) Individual-Level Performance Metrics shall encompass achievement of role-based key performance indicators established under the Company's annual performance evaluation system, strategic contribution through involvement in key business initiatives, transformation efforts or innovation outcomes, or leadership effectiveness assessed under the Company's leadership assessment framework and active status of employment on vesting date, no disciplinary action in last 1 (one) year. Each option holder will have to satisfy the minimum individual rating of 'solid' or a score of '3 out of 5' or such equivalent rating in the latest performance cycle prior to each Vesting Date for the Options to Vest.. (b) On the date of grant, the Grantee shall be informed of the Company-Level Performance Metrics to be achieved by the Company for the first financial year and thereafter in the first quarter of every financial year, the Grantee shall be informed of the said Metrics to be achieved for that particular financial year. **9.4.2** Subject to the achievement of the minimum threshold of performance targets prescribed under the Plan, the Committee, at the time of vesting, having regard to the quality of performance and in exceptional circumstances specifically contemplated in the Plan and as set out below herein under Clause 9.4.7, adjust the number of Options eligible for vesting upwards or downwards

Clause No.	Existing provision	Proposed amendment
		by up to 25% of the Options otherwise eligible for vesting. No Options shall vest, if the minimum prescribed performance threshold is not achieved. Any such adjustment shall be made in accordance with the exceptional circumstances and conditions specified under the Plan and shall not, in any event, result in the vesting of more than 100% of the Options granted to the concerned Participant. **9.4.3 Weightage** (a) The relative weightage between Company-level and individual level performance shall be tiered based on employee role and seniority. To ensure alignment with organizational goals while recognizing individual contributions, the **weightage** for Company level performance metrics for determining the vesting of Options will be as follows: - Employees below Senior Vice President Level: 20% to 50% - Employees at the Senior Vice President Level and above: 50% to 80% **9.4.4 Minimum Service Condition** 9.4.4.1 A minimum service period of 12 (twelve) months from the date of grant shall be required for any vesting to occur, to ensure retention alignment. 9.4.4.2 Early departure or termination (except due to death, disability, or other grounds approved by Committee) shall result in forfeiture of unvested Options. **9.4.5 Assessment and Oversight** 9.4.5.1 All performance outcomes shall be reviewed periodically by the Committee.

Clause No.	Existing provision	Proposed amendment
		9.4.5.2 The Committee shall have the discretion to modify performance metrics in exceptional cases, as set out herein under Clause 9.4.7, provided changes are disclosed in compliance with the Amended and Restated Scheme and SEBI Regulations. 9.4.5.3 The Committee shall periodically review the mandatory performance metrics applicable to all Grantees of the Amended and Restated Scheme at the time of each new grant. Such review shall take into account internal and external parameters, including but not limited to strategic, financial, operational, social, and environmental factors. 9.4.5.4 On achievement of the Vesting conditions, an authorized official of the Company will issue a letter to the Participant intimating the number of Options Vested. **9.4.6** The Company shall disclose in its subsequent Annual Report, on a post-vesting basis, the applicable range of Company Performance Targets and the corresponding level of achievement to enable Members to understand the linkage between Company performance and vesting of Options under the Scheme while preserving confidentiality of commercially or competitively sensitive information. **9.4.7 Force Majeure and Exceptional Circumstances** Where unforeseen circumstances and/ or exceptional circumstances such as natural disasters, pandemics, war, act of terrorism, material changes in consumer behaviour, supply chain disruptions, technology led business model transformations, or industry wide economic downturns impacting the Chemical sector which

Clause No.	Existing provision	Proposed amendment
		could not reasonably have been anticipated at the time of formulating the 2026 Amendment and warrant a change in performance conditions, the Committee may appropriately revise the vesting conditions applicable to future grants. Any such revision shall be aligned with shareholder interests and the Company's long-term objectives, shall not be prejudicial to the interests of Eligible Employees, and shall comply with the SEBI Regulations and other applicable laws. All decisions and modifications shall be appropriately recorded and documented. This provision is intended to enable future grants to reflect materially changed circumstances while preserving the safeguards governing the Plan.
10.	**Exercise Price** 10.1 Save as provided under sub-Clause (b) of Clause 25, the Exercise Price of the Options Granted to a Participant shall be determined by the Committee at its discretion, subject to confirming to the accounting policies specified in Regulation 15 of the 2021 Regulations and shall be intimated to an Eligible Employee in the Grant Letter. Provided, however, the Exercise Price shall in no event be less than the face value of the Shares. The aggregate Exercise Price shall be paid in full upon the exercise of the Vested Options.	**Exercise Price** 10.1 Save as provided under sub-Clause (b) of Clause 25, the Exercise Price of the Options Granted to a Participant shall be determined by the Committee, subject to confirming to the accounting policies specified in Regulation 15 of the 2021 Regulations and shall be intimated to an Eligible Employee in the Grant Letter. Provided, however, that the Exercise Price of the Time-based Stock Options shall not be less than the Market Price of the equity shares of the Company as on the Grant Date, and the Exercise Price of the Tenure and Rating-linked Options and Yearly Target Linked Performance Options shall not exceed the face value of the Shares, presently ₹1/- (Rupee One) per Tenure and Rating-linked Options or Yearly Target-linked Performance Options, as applicable.

Clause No.	Existing provision	Proposed amendment
		The applicable Exercise Price shall be specified in the relevant Grant Letter of each Employee. **For the purpose of this clause "Market Price**" shall have the same meaning as defined in the SEBI Regulations. The aggregate Exercise Price shall be paid in full upon the exercise of the Vested Options.

The above-mentioned amendments are not prejudicial to the interests of all Eligible employees to whom Options have been granted or will be granted under the Scheme. The Plan shall continue to cover the Eligible Employees of the Unlisted Subsidiary Companies of the Company.

The proposed amendments shall be extended to the future grants which is not detrimental to the interests of the Eligible employees of the Company.

As per Regulation 7(1) of SBEB& SE Regulations, approval of the shareholders by way of separate Special Resolution is also required to amend the Plan. In terms of Regulation 6(3) of SEBI Regulations and other applicable provisions, if any, of the Act, approval of Shareholders by way of Separate Resolution is required for extending the benefits of the Plan to the Employees of the Unlisted Subsidiary Companies, in India or outside India, of the Company

The information as per Regulation 6(2) of the SBEB& SE Regulations are as under:

1. **Brief description of Scheme** The Company has introduced the Jubilant Ingrevia Employee Option Stock Plan 2021 ("referred to as Plan/ Scheme/Amended and Restated Scheme") to attract, reward and retain talented and key Eligible employees of the Company and its subsidiaries in the competitive environment and encourage them to align individual performance with the Company's objectives.

   The Company views employee stock options as instruments that would enable the employees to share the value they would create and contribute to the Company in the years to come.

2. The total number of options to be offered and granted;

2.1. A maximum of 30,00,000 (thirty lac) Stock Options may be offered and granted under the Scheme to the Eligible Employees of the Company and its unlisted subsidiary company(ies), which on exercise would entitle not more than 30,00,000 (thirty lac) fully paid-up Equity Shares of the Company of ₹1/- (Rupees One) each constituting 1.88% of the paid-up share capital as on September 30, 2026.The revised pool may be utilised for the grant of Tenure and Rating-linked Options, Time-based Stock Options and Yearly Target-linked Performance Options , in each case, in accordance with the terms of the Plan, the SEBI Regulations and other applicable laws. The pool may be adjusted for any corporate action(s) such as rights issue, bonus issue, split or consolidation of shares, change in capital structure, merger/demerger/amalgamation etc., in terms of the Scheme and in accordance with the SEBI Regulations.

2.2. Subject to the limits specified under the Applicable Law, the maximum number of Options that may be granted to an Eligible Employee shall not exceed 15,00,000 (fifteen lac only) in aggregate. The issuance or transfer of equity shares to non-resident Employees upon exercise of Options shall be in compliance with FEMA Regulations.

2.3. If any Stock Options granted under the Scheme are lapsed/forfeited/surrendered, then such Stock Options shall be added back to the Pool and shall be available for further grant under the Scheme as per the discretion of the Committee, subject to applicable laws.

3. Identification of classes of employees entitled to participate and be beneficiaries in the scheme(s);

3.1. The Committee will determine the eligible employees of the Company and its unlisted subsidiary company(ies) who may be granted Options under the Scheme.

3.2. Following classes of employees are entitled to participate in the Scheme:

(a) A permanent employee of the Company as designated by the Company, who is exclusively working in India or outside India; or

(b) A Director of the Company, whether a whole-time director or not, including a non-executive director who is not a promoter or member of the promoter group, but excluding an independent director (unless permissible under applicable laws); or

(c) An employee/director as enumerated in sub clauses (a) and (b) above, of an unlisted Subsidiary Company, in India or outside India (whether existing presently or in the future), whether working in India or outside India ; or

(d) Such other persons, as may from time to time be allowed under Applicable Laws and as may be decided by the Committee.

3.3. Exclusions:

(a) an employee who is a Promoter or a person belonging to the Promoter Group; or

(b) a director who, either himself or through his relative or through any body corporate, directly to indirectly, holds more than 10% (ten percent) of the outstanding equity shares of the Company;

4. **Requirements of vesting and Period of Vesting :**

(a) The vesting of Options shall be upon the achievement of specific performance metrics measured over a defined period, which may vary based on the role and seniority of the Participant. Company-Level Performance Metrics encompassing revenue growth, EBITDA/EPS performance, improvement in profitability margins, capital efficiency, sustainable earnings growth, generation and management of cash flows, and effective capital utilization in driving operating profits, as measured through Return on Capital Employed (ROCE). Individual-level performance metrics encompassing achievement of role-based key performance indicators established under the Company's annual performance evaluation system, strategic contribution through involvement in key business initiatives, transformation efforts or innovation outcomes, or leadership effectiveness

assessed under the Company's leadership assessment framework and active status of employment on vesting date, no disciplinary action in last 1 (one) year. Each option holder will have to satisfy the minimum individual rating of 'solid' or a score of '3 out of 5' or such equivalent rating in the latest performance cycle prior to each Vesting Date for the Options to Vest.

(b) On the date of grant, the Grantee shall be informed of the Company-Level Performance Metrics to be achieved by the Company for the first financial year applicable to the grant and thereafter in the first quarter of every financial year, the Grantee shall be informed of the said Metrics to be achieved for that particular financial year. However, the Committee shall have discretion in case there has been a change in the matrix after informing the grantee.

(c) Subject to the achievement of the minimum threshold of performance targets prescribed under the Plan, the Committee, at the time of vesting, having regard to the quality of performance and in exceptional circumstances specifically contemplated in the Plan and as set out in explanatory statement, adjust the number of Options eligible for vesting upwards or downwards by upto 25% of the Options otherwise eligible for vesting. No Options shall vest, if the minimum prescribed performance threshold is not achieved. Any such adjustment shall be made in accordance with the exceptional circumstances and conditions specified under the Plan and shall not, in any event, result in the vesting of more than 100% of the Options granted to the concerned Participant

The Tenure and Rating-linked Options, Time-based Stock Options and Yearly Target-linked Performance Options under this Amended and Restated Scheme would Vest in the manner stated above and as decided by the Committee and specified in the Grant Letter. Options would vest not less than 1 (one) year from the date of Grant and not more than 5 (five) years from the date of grant of Option.

5. Maximum period within which the Options shall be vested:

The Options Granted under this Amended and Restated Scheme would Vest in the manner decided by the Committee and specified in the Grant Letter, and in any event not earlier than 1 (one) year from the date of Grant of such Options and no later than a period of 5 (five) years from the Grant Date.

6. Exercise price/ pricing formula;

The Exercise Price of the Options Granted to a Participant shall be determined by the Committee, subject to confirming to the accounting policies specified in Regulation 15 of the 2021 Regulations and shall be intimated to an Eligible Employee in the Grant Letter.

Provided, however, that the Exercise Price of Time based Options shall not be less than the Market Price of the Shares as on the Grant Date, and the Exercise Price of Tenure & Rating linked Options and Yearly Target Linked Performance Options shall not exceed the face value of the Shares, presently ₹1/- (Rupee One) per Tenure & Rating linked Options or Yearly Target Linked Performance Options, as applicable.

The applicable Exercise Price shall be specified in the relevant Grant Letter.

7. Exercise period and process of exercise:

(a) Participant will be permitted to exercise vested Options on and from the date of vesting of the Options for an exercise period as may be determined by the Committee and set out in the grant letter. However, in no event shall the exercise period exceed a period of 5 (five) years from the vesting date.

(b) An Option shall be deemed to be exercised only when the Committee/Jubilant Employees Welfare Trust ('ESOP Trust or Trust') receives written or electronic notice of Exercise along with requisite details (in prescribed form) and the Exercise Price alongwith applicable taxes, if any, from the Participant/persons entitled to exercise the Option.

8. Appraisal process for determining the eligibility of employees for the Scheme;

The appraisal process for determining the eligibility of the employees shall be decided by the Committee. In determining the eligibility, the Committee may consider one or more of the following parameters viz. the length of service and tenure with the Company, grade, designation and role of the Employee, individual performance, including the performance rating awarded under the Company's performance appraisal framework, achievement of business, financial, functional and/or individual performance targets, as applicable, , merit, criticality of the role and significance of the Employee's contribution to the Company's business and operations, the Employee's potential to contribute to the Company's future growth and business objectives, conduct and overall performance of the Employee, terms and conditions of the Employee's employment; and such other objective and relevant parameters as the Committee may determine from time to time.

9. **Maximum number of Options to be offered and issued per employee and in aggregate under the Scheme:**

(a) Subject to the limits specified in the SEBI Regulations, the maximum number of options that may be granted to an eligible employee in aggregate, shall not exceed 15,00,000 (fifteen lac)(i.e 0.94% of paid-up share capital as on September 30, 2026).

(b) The Company shall obtain the approval of its Shareholders by way of a separate resolution in the event the Grant of Options to Eligible Employees, during any one year, is equal to or exceeds 1% of the issued capital (excluding any outstanding warrants issued by the Company and conversions of securities) of the Company at the time of Grant of such Options.

(c) The maximum number of options which can be granted in aggregate under the Scheme shall be 30,00,000 (thirty lac).Provided however that in case of any corporate action(s) such as right issues, bonus issues, change in capital structure, merger, split, consolidation of shares, sale of division/undertaking and other corporate actions as determined by the Committee, the ceiling as aforesaid of 30,00,000 (thirty lac) Shares shall be deemed to be increased/decreased, as may be determined by the Committee, to facilitate making a fair and reasonable adjustment to the entitlements of Participants under the Scheme .

10. **Maximum quantum of benefits to be provided per employee under the Scheme;**

The maximum quantum of benefits underlying the Options granted to an Eligible Employee shall be equal to the appreciation in the value of the Company's equity shares determined as on the date of exercise of Options, on the basis of difference between the Option Exercise Price and the market price of the equity shares on the exercise date.

11. **Whether the scheme(s) is to be implemented and administered directly by the company or through a trust;**

The Plan shall continue to be implemented and administered through [•] Employees Welfare Trust ('ESOP Trust')under the supervision of the Committee of the Board. The ESOP Trust may undertake acquisition of equity shares through purchase from the secondary market, for the purpose of implementing the Scheme, in compliance with the SEBI Regulations.

12. **Whether the scheme(s) involves new issue of shares by the Company or secondary acquisition by the trust or both;**

The Scheme contemplates only secondary acquisition of shares by the Trust.

13. **The amount of loan to be provided for implementation of the Scheme by the Company to the Trust, its tenure, utilization, repayment terms, etc.:**

For the purpose of acquisition of Shares by the ESOP Trust, the ESOP Trust may be funded by the Company, through a provision of money or loan permissible under Applicable Laws. The total amount of provision of money or loan for purchase of fully paid- up Equity Shares in the Company by the ESOP Trust shall not exceed 5% (five percent) of the aggregate of the paid-up share capital and free reserves of the Company, from time to time, in one or more tranches, as prescribed under Applicable Laws. Based on terms of the Scheme, the provision of money or loan shall be repayable on demand to the Company, upon realization of proceeds of permitted sale/ transfer of Shares including realisation of exercise price and any other income earned by the ESOP Trust.

The ESOP Trust shall utilise the provision of money or loan amount disbursed from time to time by the Company strictly for the acquisition of the Shares to be utilised for the purposes of the Scheme.

14. **Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the ESOP Trust for the purposes of the Scheme;**

Subject to the overall limits specified in the SEBI Regulations, the maximum number of shares that may be acquired by way of secondary acquisition in every financial year by the ESOP Trust for the purpose of implementing all share based employee benefits schemes of the Company shall not exceed 2% (two percent) of the paid up equity capital of the Company as at the end of the financial year immediately prior to the year in which such secondary acquisition is made or such other maximum limit as may be permitted under SEBI Regulations.

15. **Disclosure of accounting policies:**

In compliance with Regulation 15 of the SEBI Regulations, the Company shall comply with the accounting policies as issued by the competent/ relevant authorities from time to time, and

disclosure requirements prescribed under the SEBI Regulations in connection with grant and exercise of options.

16. **Method for valuation of Options:**

The Company shall adopt the fair value method or any other method as per applicable accounting standards prescribed by the Institute of Chartered Accountants of India or prescribed under any other statutory provisions from time to time for valuation of Options.

17. **Statement with regard to Disclosure in Directors' Report**

As the Company is adopting fair value method, presently there is no requirement for disclosure in Directors' Report. However, if in future, the Company opts for expensing of share based employee benefits using the intrinsic value, then the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the Company shall also be disclosed in the Directors' report.

18. **Period of lock-in.**

The Lock- in period on Shares transferred to the Participants pursuant to Exercise of Options will be decided by the Committee, as they may deem fit on case-to-case basis and shall be communicated to the Participants in the Grant Letter individually.

19. **Terms & conditions for buyback, if any, of specified securities covered under these regulations**

Subject to the provisions of Applicable Laws, the Committee will determine the procedure for buy-back of the options granted under the Scheme, if to be undertaken at any time by the Company, and the applicable terms and conditions in accordance with the applicable laws.

In terms of Regulation 6, 7 and other applicable provisions of the SEBI Regulations, the approval of the Shareholders is sought by way of Special Resolutions for amendment in Plan and other matters connected therewith.

The Board of Directors of the Company recommends the Special resolutions as set out at item nos. 1 and 2 for approval by Shareholders by passing Special Resolutions.

None of the Directors/Key Managerial Personnel or their relatives are interested in or concerned, financially or otherwise in the above resolution(s) as set out in Item Nos. 1 to 2 of this Notice, except to the extent of their shareholding in the Company or to the extent of Options that may be granted to them under the Plan.

By Order of the Board
For Jubilant Ingrevia Limited

Deepanjali Gulati
Company Secretary
(FCS No. 5304)

Noida
October 1, 2026