

JIYA ECO-PRODUCTS LIMITED

[CIN: L01111GJ2011PLC068414]

Regd. Off. Address: Survey No. 202/2/1, Navagam (G), Taluka Vallabhipur,
Bhavnagar- 364313, Gujarat, India

Email: cfo@jiyaeco.com Cont. No. : +91-9552503161

Website: www.jiyaeco.com

Date: 21st November, 2025

To,
BSE Limited,
Dept. of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001, Maharashtra, India
Company Code: 539225

Sub.: Outcome of Board meeting

Ref.: Regulation 30(6) / 30 and Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

This is to inform you that at the Board Meeting of the Company held today i.e. **Friday, 21st November, 2025** at 'Bungalow No. 36/B, C.T.S. No. 994 & 945 (S. NO. 117 & 118) Madhav Baug, Shivtirth Nagar, Kothrud, Pune, Maharashtra 411038', the Board of Directors of has inter-alia, considered and approved the following;

1. Considered and recommended the appointment of M/s D R B S V and Associates. (Firm Registration No.122260W), Chartered Accountants, Pune as the Statutory Auditors of the Company subject to approval of Shareholder from the conclusion of ensuing Annual General Meeting till conclusion of 19th Annual General Meeting to be held in year 2030.

Further, the disclosure pursuant to the appointment of the Statutory Auditor prescribed under Regulation 36(5) of SEBI (LODR) Regulations, 2015 is enclosed herewith as **Annexure-I**.

2. Convening 14th Annual General Meeting of the shareholders of the Company which is scheduled to be held on Monday, 15th December, 2025 at 'Bungalow No 36/B,C.T.S. No 994 & 945 (S.No.117 & 118) Madhavbaug, Shivtirth Nagar, Kothrud, Pune, Maharashtra, India, 411038' and approved the notice of 14th Annual General Meeting of the Company attached as **Annexure A**.
3. The Board of Directors of the Company has fixed from Tuesday, 9th December, 2025 to Monday, 15th December, 2025 (both days inclusive) to close the register of members and share transfer books of the company for the purpose of 14th Annual General Meeting.
4. The Board of Directors approved the appointment of CS Satish Kolhe, Partner at M/S S D Kolhe & Company, Practicing Company Secretary, as the Scrutinizer of the Company. CS Satish Kolhe, will supervise the e-voting and voting processes at the ensuing 14th Annual General Meeting and submit a report at Annual General Meeting the of the Company.

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5. The Company has appointed Registrar and Share Transfer Agent (R & T Agent) viz. Big Share Services Private Limited to provide remote e-voting facility for the ensuing 14th Annual General Meeting of the Company.

The meeting of Board of Directors commenced at 5.00 P.M. and concluded at 6.15 P.M.

You are requested to kindly take the same on records.

Thanking you,

Yours faithfully,

For, Jiya Eco-Products Limited

Pradeep Kisan Khandagale
Whole Time Director
DIN: 01124220

Encl: As above

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Annexure-I.

Disclosure pursuant to the appointment of the Statutory Auditor prescribed under Regulation 36(5) of SEBI (LODR) Regulations, 2015.

Proposed fees payable to the statutory auditor for the financial year 2025-2026	Authority to Board of Directors/ the Audit Committee to fix the remuneration later in consultation with the Statutory Auditors.
Term of appointment	First term of 5 years
in case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	The fee agreed with new auditor is higher than being paid to outgoing auditor. But considering the enhanced size of the operations of the Company, scope of services and experience, profile and caliber of the proposed Auditors, the fees is reasonable and is commensurate with the experience and scope of work.
Basis of recommendation for appointment including the details in relation to and credentials of the Statutory auditor proposed to be appointed	Given the nature, size and spread of Company's operations, and expansion in the business, it is required to have a competent, experienced and highly professional audit firm. The recommendations made by the Audit Committee, and the Board of Directors of the Company, are in fulfilment of the eligible criteria as prescribed under the Companies Act, 2013 and the applicable rules made thereunder.
Brief Profile of Statutory Auditor	<p>M/s D R B S V and Associates is a distinguished Chartered Accountant partnership firm based in Pune, Maharashtra. The firm was established in the year 2002 and has built a reputation as one of Pune's leading audit and advisory practices.</p> <p>Key Details</p> <ul style="list-style-type: none">• Year of Establishment: 2002• Location: Tilak Road, Sadashiv Peth, Pune 411030, Maharashtra, India• Firm Type: Partnership• Partners: Two partners driving growth, supported by a team of full-time CAs and professional staff.• Total Team Size: Around 45 professionals and article assistants <p>Core Services</p> <ul style="list-style-type: none">• Audit & Assurance• Direct Tax Advisory (Income Tax Audits, Compliance, Assessment)• Indirect Tax Advisory (GST, Service

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	<p>Tax)</p> <ul style="list-style-type: none">• Transaction Advisory• Financial Statement Preparation <p>Specialization Areas</p> <ul style="list-style-type: none">• Statutory and Internal Audits• Tax Planning and Compliance (Direct & Indirect Taxation)• Business Consultancy for SMEs and Corporate Clients• Regulatory Advisory and Financial Reporting <p>Clientele & Reputation</p> <ul style="list-style-type: none">• The firm has long-standing relationships and a strong base in Pune's business community, recognized for its professionalism and ethical standards.• It serves corporate houses, family-run businesses, high net-worth individuals, and non-profit organizations.• The firm serves various business entities in the field of construction & development, hospitals, hospitality, engineering companies, logistics companies, auto component manufacturers, software companies etc.• Maintains industry leadership through continuous training, robust mentorship for staff and article assistants, and adaptation to changes in tax and audit regulation.• The firm celebrated over 24 years of continuous service, showing deep-rooted expertise and stability.
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JIYA ECO-PRODUCTS LIMITED

NOTICE OF 14TH ANNUAL GENERAL MEETING

To,
The Members of the Company

Notice is hereby given that the 14th Annual General Meeting of the members of **JIYA ECO-PRODUCTS LIMITED** is scheduled to be held on Monday, 15th December, 2025 at 11:00 A.M. (IST) at 'Bungalow No 36/B,C.T.S. No 994 & 945 (S.No.117 & 118) Madhavbaug, Shivtirth Nagar, Kothrud, Pune, Maharashtra, India, 411038 to transact the businesses as mentioned below:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with report of Auditors thereon.
3. To appoint a Director in place of Mrs. Rajashri Pradeep Khandagale (DIN: 02545231), who retires by rotation and being eligible, offers herself for re-appointment.
4. To consider appointment of M/s D R B S V and Associates, Chartered Accountants, Pune (FRN: 122260W) as a Statutory Auditors of the Company and to fix their remuneration.

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

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors, M/s. D R B S V and Associates, Chartered Accountants, Pune (Firm Registration No.122260W) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the 14th Annual General Meeting (AGM) until the conclusion of the 19th Annual General Meeting of the Company to be held in the financial year 2030-31, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to this resolution.”

SPECIAL BUSINESS:

5. TO APPOINT CS SATISH KOLHE, PROPRIETOR OF M/S S D KOLHE & COMPANY (ICSI MEMBERSHIP NO. A61229, COP NO. 23879), PRACTICING COMPANY SECRETARIES, PUNE, AS THE SECRETARIAL AUDITORS OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Circulars issued thereunder from time to time and Section 204 and other applicable provisions of the Companies Act, 2013, if any, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Act”), CS Satish Kolhe, (ICSI Membership No. A61229, COP No. 23879), Proprietor of M/S S D Kolhe & Company having Peer Review No. 5571/2024, Practicing Company Secretaries, be and is hereby appointed as Secretarial Auditors of the Company for a period of 5 consecutive years, from 1st April, 2024 to 31st March, 2029 (‘the Term’), on such terms & conditions, including remuneration as may be determined by the Board of Directors (hereinafter referred to as the ‘Board’ which expression shall include any Committee thereof or person(s) authorized by the Board).

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to this resolution.”

6. TO APPOINT MR. PRADEEP KHANDAGALE (DIN: 01124220) AS A WHOLE TIME DIRECTOR OF THE COMPANY AND DESIGNATE AS KEY MANAGERIAL PERSONNEL.

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

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded for appointment of Mr. Pradeep Khandagale (DIN: 01124220) as a Whole-time Director, designated as an Key Managerial Personnel, for the period of 5 (five) consecutive years with effect from with effect from 26th May, 2025 till 25th May, 2030 at such remuneration and on such terms and conditions as decided by the Board of Directors.

RESOLVED FURTHER THAT the Board may at any time amend, alter or revise the terms and conditions of the remuneration of Mr. Pradeep Khandagale, Whole-time Director of the Company and make necessary provision of remuneration in the accounts of the Company.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby severally authorised to sign, submit all necessary e-forms, papers, documents to the Registrar of Companies/Stock Exchange and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

7. TO APPROVE THE APPOINTMENT OF MR. NILESH TIWARI (DIN: 10488420) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE PERIOD OF 5 CONSECUTIVE YEARS W.E.F 17TH APRIL, 2025.

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

“RESOLVED THAT pursuant to the provisions of Section 149,150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), (including any statutory modification(s) re-enactment thereof for the time being in force), Mr. Nilesh Mahesh Tiwari (DIN 10488420), who was appointed as an Additional Director, designated as an ‘Non-executive and Independent Director’ with effect from 17th April, 2025, and who is eligible for appointment and meets the criteria for independence as provided under Section 149 (6) of the Companies Act, 2013 along with the Rules made there under and Regulation 16(1) (b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and in respect of whom the Company has received a notice a writing under Section 160(1) of the Companies Act, 2013 from a Member proposing his candidature for office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, and to hold office for a term of 5 (five) consecutive years commencing from 17th April, 2025 till 16th April, 2030.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby severally authorised to sign, submit all necessary e-forms, papers, documents to the Registrar of Companies/Stock Exchange and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

8. TO APPROVE THE APPOINTMENT OF MR. MEHUL RANADE (DIN 08949206) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE PERIOD OF 5 CONSECUTIVE YEARS W.E.F 12TH MAY, 2025

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

“RESOLVED THAT pursuant to the provisions of Section 149,150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), (including any statutory modification(s) re-enactment thereof for the time being in force), Mr. Mehul Hari Ranade (DIN: 08949206), who was appointed as an Additional Director, designated as an ‘Non-executive and Independent Director’ with effect from 12th May, 2025, and who is eligible for appointment and meets the criteria for independence as provided under Section 149 (6) of the Companies Act, 2013 along with the Rules made there under and Regulation 16(1) (b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and in respect of whom the Company has received a notice a writing under Section 160(1) of the Companies Act, 2013 from a Member proposing his candidature for office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, and to hold office for a term of 5 (five) consecutive years commencing from 12th May, 2025 till 11th May, 2030.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby severally authorised to sign, submit all necessary e-forms, papers, documents to the Registrar of Companies/Stock Exchange and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

9. TO APPROVE THE APPOINTMENT OF MRS. RENUKA BOROLE (DIN: 10735899) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE PERIOD OF 5 CONSECUTIVE YEARS W.E.F 12TH MAY, 2025.

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

“**RESOLVED THAT** pursuant to the provisions of Section 149,150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), (including any statutory modification(s) re-enactment thereof for the time being in force), Mrs. Renuka Saurabh Borole (DIN 10735899), who was appointed as an Additional Director, designated as an ‘Non-executive and Independent Director’ with effect from 12th May, 2025, and who is eligible for appointment and meets the criteria for independence as provided under Section 149 (6) of the Companies Act, 2013 along with the Rules made there under and Regulation 16(1) (b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and in respect of whom the Company has received a notice a writing under Section 160(1) of the Companies Act, 2013 from a Member proposing his candidature for office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, and to hold office for a term of 5 (five) consecutive years commencing from 12th May, 2025 till 11th May, 2030.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby severally authorised to sign, submit all necessary e-forms, papers, documents to the Registrar of Companies/Stock Exchange and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

10. APPROVAL FOR ALTERATION OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

"**RESOLVED THAT** pursuant to the provisions of Section 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force); and to the provisions of Articles of Association of the Company and and in accordance with the Order of the Hon'ble National Company Law Tribunal, Ahmedabad dated 11.12.2024, consent of the members be and is hereby accorded to consolidate 3,20,00,000 (Three Crore Twenty Lakh) equity shares of the nominal value of Rs. 10/- each (Rupees Ten Only) in the authorized share capital of the Company into 32,00,000 (Thirty-Two Lakh) equity shares of Rs.100/- (Rupees Hundred Only) each.

RESOLVED FURTHER THAT pursuant to provisions of Section 13, 61 and 64 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and rule framed thereunder; Clause No. V of the Memorandum of Association of the Company, be and is hereby altered to read as follows:

V. "The Authorised Share Capital of the Company is Rs. 32,00,00,000 (Rupees Thirty-Two Crore) divided into 32,00,000 (Thirty-Two Lakh) Equity Shares of Rs. 100/- (Rupees Hundred Only) each."

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary for giving effect to the above resolution, including filing of necessary e-Forms with the Registrar of Companies and submission of relevant documents to Stock Exchange(s) and other authorities as may be required."

**By Order Of Board of Directors
Jiya Eco-Products Limited**

SD/-

**Pradeep Khandagale
Whole-Time Director**

Place: Pune

Date: 21st November, 2025

NOTES:

1. Pursuant to the provisions of the Companies Act, 2013, (the Act), a Member entitled to attend and vote at the 14th Annual General Meeting is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. The instrument of Proxy in order to be effective and valid, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, Trust, society etc., must be supported by an appropriate resolution/authority, as applicable. A person can act as Proxy on behalf of Members not exceeding fifty in numbers and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying Voting Rights. A member holding more than ten percent of the total share capital of the Company carrying Voting Rights may appoint a single person as Proxy for his/her entire shareholding and such person shall not act as a Proxy for any other person or shareholder.
2. Corporate Members intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
3. Statement explaining material facts pursuant to Section 102 (1) of the Companies Act, 2013 relating to the Special Business as set out in Item No. 5 to 10 of the AGM Notice, to be transacted at the Meeting is annexed hereto.

In compliance with the aforesaid MCA and SEBI Circulars, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the Company's

website www.jiyaeco.com , website of BSE Limited, at www.bseindia.com and Company's Registrar and Transfer Agent Bigshare Services Pvt. Ltd at <https://ivote.bigshareonline.com>.

4. Members who have not registered their e-mail ID's are requested to register their e-mail ID's with their respective Depository Participants (DPs). Alternatively, the members may also contact the R & T Agents at the email address rajeshm@bigshareonline.com or the Company at the email address jiyaeco1@gmail.com to register their e-mail address (es) or changes therein, if any, at the earliest, to receive the future communication. Members are requested to quote their Client ID number with DP ID on all correspondence with the Company as the case may be. International Securities Identification Number given to your Company is INE023S01016s.
5. Pursuant to the provisions of Section 91 of the Companies Act 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 9th December, 2025 to Monday, 15th December, 2025 (both days inclusive) for the purpose of AGM.
6. Details pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Regulations), in respect of Directors seeking appointment / re-appointment at this 14th Annual General Meeting forms part of this Notice.
7. Electronic copy of relevant documents referred to in the Notice and Explanatory Statement will be made available through email for inspection by the Members. A Member is requested to send an email to jiyaeco1@gmail.com for the same.
8. Electronic copies of necessary statutory registers and auditors' reports / certificates will be available for inspection by the Members at the time of 14th Annual General Meeting.
9. Shareholders, who would like to express their views/have questions, may send their questions in advance mentioning their name demat account number, email id, mobile number at jiyaeco1@gmail.com The same will be replied by the Company suitably.

In compliance with the General Circulars, the Notice of the 14th Annual General meeting other documents required to be attached thereto, are sent in electronic mode only to those members whose email address is registered with the Company/Depository Participant(s)/Registrar and Transfer agents. The requirements of sending physical copy of aforesaid documents has been dispensed with vide MCA & SEBI Circulars. The aforesaid documents will also be available on the Company's website at www.jiyaeco.com under section "Investors, and on the website of the Company's Registrar and Transfer Agent Bigshare Services Pvt. Ltd at <https://ivote.bigshareonline.com>.

10. Remote E-voting:

In compliance with provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time, Regulation 44 of the Regulations, including amendments there under and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, including amendments there under and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 14th Annual General Meeting. For this purpose, the Company has entered into an

agreement with Company's Registrar and Transfer Agent, Bigshare Services Pvt. Ltd for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting on the date of the 14th Annual General Meeting will be provided by Bigshare Services Pvt. Ltd.

The members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the 14th Annual General Meeting through VC / OAVM but shall not be entitled to cast their vote again.

11. To ensure correct identity of each member and proxy holders attending meeting is expected to bring with him/her an appropriate ID document like Adhar Card, Driving License, Passport, Voter ID card, etc.
12. The Members/Proxies are requested to produce the attendance slip duly completed and signed at the entrance of the meeting.
13. Members, Proxies and Authorised Representatives are requested to bring the attendance slip duly filled in along with their copy of Annual Report to the Meeting.
14. The Route Map for Venue of 14th Annual General Meeting is given separately in this report.

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

The remote e-voting period begins on Friday, 12th December, 2025 at 9.00 A.M.(IST) and ends on Sunday, 14th December, 2025 at 5.00 P.M.(IST) The remote e-voting module shall be disabled by Bigshare for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 8th December, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 8th December, 2025.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The voting period begins on <Date and Time> and ends on <Date and Time>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers.

	<p>Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting website) for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at [abovementioned website](#).

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022- 48867000.

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

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

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

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

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

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

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

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

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

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

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on **‘LOGIN’** under **‘CUSTODIAN LOGIN’** tab and further Click on **‘Forgot your password?’**
- Enter **“User ID”** and **“Registered email ID”** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **‘RESET’**.

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

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

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

Investor Mapping:

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

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

Investor vote File Upload:

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

Helpdesk for queries regarding e-voting:

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

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF ANNUAL GENERAL MEETING ARE AS UNDER:-

1. The procedure for e-Voting on the day of the 14th Annual General Meeting is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the 14th Annual General Meeting and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the 14th Annual General Meeting.
3. Members who have voted through Remote e-Voting will be eligible to attend the Annual General Meeting. However, they will not be eligible to vote at the 14th Annual General Meeting.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the 14th Annual General Meeting shall be the same person mentioned for remote e-voting.

ANNEXURE TO THE NOTICE

STATEMENT OF MATERIAL FACTS ANNEXED TO THE NOTICE PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (ITEM NO 3 TO ITEM NO 10) AND REGULATION 36 (3) OF THE SECURITIES EXCHANGE BOARD OF INDIA (SEBI) (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Item No -3. of the Notice:

Mrs. Rajashri Khandagale (DIN: 02545231) retires by rotation and being eligible, offers herself for re-appointment.

Mrs. Rajashri Khandagale is Non-Executive and Non-Independent Director of the Company. She has completed her Bachelor's Degree in Commerce from Pune University. She has been appointed as a Director of the Company w.e.f. 24th December, 2024 by the Monitoring Committee.

She is a relationship builder with strong communication and inter-personal skills and with having rich years of experience in management and administration of company she ensures the smooth functioning of the company.

She is a member of the Nomination Remuneration Committee and Stakeholders' Relationship Committee in the Company.

Details of Mrs. Rajashri Khandagale pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to this Notice.

Save and except, Mrs. Rajashri Khandagale and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

Item No -4. of the Notice:

The Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on 21st November, 2025, proposed the appointment of M/s D R B S V and Associates, Chartered Accountants, Pune (FRN: 122260W) as the Statutory Auditors of the company to hold office for the period of five consecutive years starting from the conclusion of the 14th Annual General Meeting till the conclusion of the 19th Annual General Meeting to be held in the financial year 2030-31.

M/s D R B S V and Associates, Chartered Accountants, Pune (FRN: 122260W) has consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014. Further requirement of ratification of Auditors by members at every annual general meeting has been omitted by the Companies (Amendment) Act, 2017 effective from May 7, 2018.

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Details as required under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are as under:

Proposed fees payable to the statutory auditor for the financial year 2025-2026	Authority to Board of Directors/ the Audit Committee to fix the remuneration later in consultation with the Statutory Auditors
Term of appointment	First term of 5 years
Basis of recommendation for appointment including the details in relation to and credentials of the Statutory auditor proposed to be appointed	Given the nature, size and spread of Company's operations, and expansion in the business, it is required to have a competent, experienced and highly professional audit firm. The recommendations made by the Audit Committee, and the Board of Directors of the Company, are in fulfilment of the eligible criteria as prescribed under the Companies Act, 2013 and the applicable rules made thereunder.
Brief Profile of Statutory Auditor	<p>M/s D R B S V and Associates is a distinguished Chartered Accountant partnership firm based in Pune, Maharashtra. The firm was established in the year 2002 and has built a reputation as one of Pune's leading audit and advisory practices.</p> <p>Key Details</p> <ul style="list-style-type: none"> • Year of Establishment: 2002 • Location: Tilak Road, Sadashiv Peth, Pune 411030, Maharashtra, India • Firm Type: Partnership • Partners: Two partners driving growth, supported by a team of full-time CAs and professional staff. • Total Team Size: Around 45 professionals and article assistants <p>Core Services</p> <ul style="list-style-type: none"> • Audit & Assurance • Direct Tax Advisory (Income Tax Audits, Compliance, Assessment) • Indirect Tax Advisory (GST, Service Tax) • Transaction Advisory • Financial Statement Preparation <p>Specialization Areas</p> <ul style="list-style-type: none"> • Statutory and Internal Audits • Tax Planning and Compliance (Direct & Indirect Taxation) • Business Consultancy for SMEs and Corporate Clients • Regulatory Advisory and Financial Reporting <p>Clientele & Reputation</p> <ul style="list-style-type: none"> • The firm has long-standing relationships and a strong base in Pune's business • community, recognized for its professionalism and ethical standards. • It serves corporate houses, family-run businesses, high net-worth individuals, and • non-profit organizations. • The firm serves various business entities in the field of construction &

	<ul style="list-style-type: none">• development, hospitals, hospitality, engineering companies, logistics• companies, auto component manufacturers, software companies etc.• Maintains industry leadership through continuous training, robust mentorship for• staff and article assistants, and adaptation to changes in tax and audit regulation.• The firm celebrated over 24 years of continuous service, showing deep-rooted expertise and stability.
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None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 4 for the approval of Members

Item No.- 5 of the Notice:

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any (“the Act”), the Audit Committee and the Board of Directors at their respective meetings held on 26th May, 2025 have approved, subject to approval of Members, appointment of CS Satish Kolhe, Proprietor of M/S S D Kolhe & Company, Practicing Company Secretary, Pune as Secretarial Auditors for a term of 5(Five) consecutive years from 1st April, 2024 to 31st March, 2029.

Written consent of the Secretarial Auditors and confirmation to the effect that they are eligible and not disqualified to be appointed as the Secretarial Auditors of the Company in the terms of the provisions of the Listing Regulations, the Companies Act, 2013 and the rules made thereunder is obtained.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No.5

The Board recommends the Ordinary Resolution set out at Item No. 5 for the approval of Members.

Item No.- 6 of the Notice:

Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 26th May, 2025 approved the appointment of Mr. Pradeep Khandagale (DIN: 01124220) as the Whole Time Director, designated as an Key Managerial Personnel of the Company for the period of 5 (five) consecutive years with effect from 26th May, 2025, based on the skills, experience, knowledge and report of his performance evaluation.

Mr. Pradeep Khandagale (DIN: 01124220), is a successful Resolution applicant in respect of Insolvency process of the Company and the Company decided to avail the expertise of Mr. Pradeep Khandagale on regular basis and change the appointing his as a Whole-Time Director of the Company.

He has been appointed as an additional director of Opal Luxury Time Products Limited, NSE based Listed Company w.e.f 08/05/2024 and he is a Promoter and Managing Director of Univastu India Limited, NSE based Listed Company.

He is a member of the Audit Committee and Stakeholders' Relationship Committee in the Company.

Details of Mr. Pradeep Khandagale pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to this Notice.

Save and except, Mr. Pradeep Khandagale and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

Item No.- 7. of the Notice:

the Board of Directors of the Company at its meeting held on 17th April, 2025, has appointed Mr. Nilesh Tiwari (DIN: 10488420), as an Additional Director (Category: Non-Executive and Independent) of the Company not liable to retire by rotation, to hold office for a period of 5 (five) consecutive years commencing from 17th April, 2025, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

Mr. Nilesh Tiwari is a seasoned Financial Accounting and Business Management professional leader with over 15 (fifteen) years of experience touching upon whole spectrum of Business Finance, Accounts and Audit. He is a Fellow Member of the Institute of Chartered Accountants of India. He has done diploma in Information System Audit. He has experience in providing professional services related to both Direct & Indirect Tax Laws here in India and have expertise knowledge & experience in implementation of Value Added Tax (VAT) & Goods and Service Tax (GST). He also has a wide range of experience in project Finance, Preparation of Project report and forecasting revenue and expenditure after doing all due diligence. Further, he has experience of doing Statutory Bank Branch Audit of Nationalized and other sector banks and cooperative societies.

The Company has received a declaration from Mr. Nilesh Tiwari confirming that he meets the criteria of independence as prescribed under the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Mr. Nilesh Tiwari is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as an Independent Director of the Company. In the opinion of the Board, Mr. Nilesh Tiwari fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management. The Board is of the opinion that it will be beneficial to the Company to avail of his services as an Independent Director of the Company

Details of Mr. Nilesh Tiwari pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to this Notice.

Save and except, Mr. Nilesh Tiwari and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval by the members.

Item No.- 8. of the Notice:

the Board of Directors of the Company at its meeting held on 12th May, 2025, has appointed Mr. Mehul Ranade (DIN: 08949206), as an Additional Director (Category: Non-Executive and Independent) of the Company not liable to retire by rotation, to hold office for a period of 5 (five) consecutive years commencing from 12th May, 2025, subject to consent by the Members of the Company at the ensuing Annual General Meeting (“AGM”).

Mr. Mehul Ranade is a Chartered Accountant with 18+ Years of Experience in Manufacturing & Service Industries. He has an extensive expertise in managing financial systems and human resources, the role encompasses critical operations for organizational efficiency and statutory compliance. Some of the key responsibilities include Financial Management which needs validation and finalization of financial statements with strict adherence to accounting standards, monitoring revenue expenses and preparing budgets. Also he has expertise in managing banking relationships, ensuring statutory compliance, conducting performance evaluations and managing administrative functions. Further he is involved in driving business growth through robust planning and client engagement with government and corporate entities, providing expertise in PPP (Public-Private Partnership) frameworks with a focus on infrastructure sectors like public transport, water and sewerage projects. Moreover, his role involves focusing on the optimization of financial resources through strategic planning and analysis and ensuring efficient inventory control and sales performance across multiple branches and depots.

The Company has received a declaration from Mr. Mehul Ranade confirming that he meets the criteria of independence as prescribed under the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). Mr. Mehul Ranade is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as an Independent Director of the Company. In the opinion of the Board, Mr. Mehul Ranade fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management. The Board is of the opinion that it will be beneficial to the Company to avail of his services as an Independent Director of the Company

Details of Mr. Mehul Ranade pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the “Annexure” to this Notice.

Save and except, Mr. Mehul Ranade and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval by the members.

Item No.- 9. of the Notice:

the Board of Directors of the Company at its meeting held on 12th May, 2025, has appointed Mrs. Renuka Borole (DIN: 10735899), as an Additional Director (Category: Non-Executive and Independent) of the Company not liable to retire by rotation, to hold office for a period of 5 (five) consecutive years

commencing from 12th May, 2025, subject to consent by the Members of the Company at the ensuing Annual General Meeting (“AGM”).

Mrs. Renuka Borole is a fellow member of The Institute of Chartered Accountants of India and is a member of JCI, Orange City. She has expertise in the field of Taxation, Financing, Accounting, Internal Audit, Management Audit, Systems Audit, Co-operative Society Audit, Educational Institutions and Trust Audits and Statutory Audit. She has expertise in areas concerning GST (Goods And Service Tax) like Return Filing and Tax Assessments, Revisions rectifications and appeals, Sales Tax like filling of returns, Tax Planning and Consultancy, Assessments and appeals, Service Tax and Works Contract Tax Consultancy. Moreover she has experience and exposure in all types of Bank audits such as Statutory Audit, Income and Expenditure Audit, Revenue Audit, Concurrent Audit, Stocks and Receivables Inspection Audit. Also, she has deliberated lectures in various organizations on various topics under GST Laws.

The Company has received a declaration from Mrs. Renuka Borole confirming that she meets the criteria of independence as prescribed under the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). Mrs. Renuka Borole is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as an Independent Director of the Company. In the opinion of the Board, Mrs. Renuka Borole fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management. The Board is of the opinion that it will be beneficial to the Company to avail of her services as an Independent Director of the Company

Details of Mrs. Renuka Borole pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the “Annexure” to this Notice.

Save and except, Mrs. Renuka Borole and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution. The Board recommends the Special Resolution set out at Item No. 9. of the Notice for approval by the members.

Item No.- 10. of the Notice:

The existing Authorized Share Capital of the Company is Rs. 32,00,00,000/- (Rupees Thirty Two Crore only) comprising of 3,20,00,000 (Three Crore Twenty Lakhs) Equity Shares of the face value of Rs. 10/- (Rupees Ten) each. In order to comply with the the Order of the Hon’ble National Company Law Tribunal, Ahmedabad dated 11.12.2024, the Board of Directors at its meeting held on 6th November, 2025 had approved the consolidatation of 3,20,00,000 (Three Crore Twenty Lakh) equity shares of the nominal value of Rs. 10/- each (Rupees Ten Only) in the authorized share capital of the Company into 32,00,000 (Thirty-Two Lakh) equity shares of Rs.100/- (Rupees Hundred Only) each.

As a consequence of proposed consolidation of its share capital into shares of a larger *amount than its existing shares*; the existing Authorised Share Capital Clause in Memorandum of Association of the Company needs to be altered accordingly. Pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect.

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The amended set of Memorandum of Association is available for inspection at the Registered Office of the Company on any working day during business hours. Any member who desires to inspect the said MOA can send request by email at the email ID mentioned in the notice and the company will provide the said copies by email to such member.

Your Directors, therefore, recommend passing of this resolution as Ordinary Resolution, as set out in Item No. 10 of this Notice.

None of the Directors and Key Managerial Personnel of the Company or their relatives, other than to the extent of their shareholding in the Company and are concerned / interested, financially or otherwise, in passing of this resolution.

JIYA ECO-PRODUCTS LIMITED

“Annexure”

(Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards – 2 on General Meetings)

Details of Directors seeking Appointment / Re-appointment at the 14th AGM of the Company to be held on Monday, 15th December, 2025.

1. Mrs. Rajashri Khandagale (DIN: 02545231)

Date of Birth	1/10/1980
Date of Appointment	24/12/2024
Qualification / expertise in specific functional areas	<p>Mrs. Rajashri Khandagale has completed her Bachelor’s Degree in Commerce from Pune University.</p> <p>She has been on the Board of our Company from 24th December, 2024. She has been instrumental in supporting the overall administration of the Company. She brings on board her Unique Vision, Management Practices, with her specialized knowledge of Administration in the Company.</p> <p>With having rich years of experience in management and administration of Company she ensures the smooth functioning of the Company.</p>
Disclosure of inter-se relationships between directors and KMP	Mrs. Rajashri Khandagale is wife of Mr. Pradeep Khandagale, Whole-Time Director of the Company.
Directorship held in other Companies	<ul style="list-style-type: none">• Univastu India Limited• Unigrano India Private Limited• India Property Port Limited• Unique Vastu Nirman and Projects Private Limited• Unique Vastu Developers Private Limited• Univastu Charitable Foundation• Opal Luxury Time Products Limited
Membership of committees across Companies	<p><u>Univastu India Limited</u></p> <ul style="list-style-type: none">- Audit Committee- CSR Committee <p><u>Jiya Eco-Products Limited</u></p> <ul style="list-style-type: none">- Audit Committee,- Nomination & Remuneration Committee- Stakeholders Relationship Committee
Listed entities from which Mrs. Rajashri Khandagale has resigned in the past three years	Nil
Shares held as on 31/03/2025	Nil

2. Mr. Pradeep Khandagale (DIN: 01124220)

Date of Birth	19/07/1978
Date of Appointment	24/12/2024

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<p>Qualification / expertise in specific functional areas</p>	<p>Pradeep Kisan Khandagale, is the Chairman and Managing Director of UNIVASTU INDIA LTD. He is a Civil Engineer from the University of Mumbai. Hailing from a humble background and leading a distinguished and promising professional career, he chooses to actualize his aspirations. He is agriculturist because of his agriculture passion he started another startup namely Unigrano India Pvt. Ltd. In which only organic grocery materials were supplied on direct-to-consumer module basis to cater the demand of the customers .He has been associated with UNIVASTU since Inception and has led several associated assignments during his extensive career before start of UNIVASTU. He possesses over 17 years of professional experience. He has considerable expertise in Infrastructure Project Construction and has been overseeing the Business Development in India, the Implementation and monitoring of Projects in various segments, Tendering and contracts Management, Incorporation of New Technologies, Excellent Value Engineering skills, etc. His regular reviewing of major projects, facilitate the company to ensure timely and quality execution in particular. His technical, strategic, decision making and leadership skills coupled with his sound financial business sense has helped him in expanding the horizons of the company. His extensive Construction knowledge, passion and work ethics set the path towards Vision and Mission of the Company. He envisions expanding UNIVASTU pan INDIA and Globally with Credible and Innovative Work. He is on the board of Bio Mining India Pvt Ltd which handle the processing of garbage of largest dumping yard in India (i.e. Mulund Duming Yard, Mumbai), apart from this he is on board of the 5 another companies in infrastructure, and contracting and agriculture related sectors. In his span as Managing Director of Univastu India Ltd, various turnkey projects like Hospitals, Indoor Stadiums, Police Quarters etc. were successfully completed and delivered to the Maharashtra and Goa governments.</p>
<p>Disclosure of inter-se relationships between directors and KMP</p>	<p>Mr. Pradeep Khandagale is a spouse of Mrs. Rajashri Khandagale, Non-Executive Director of the Company.</p>
<p>Directorship held in other Companies</p>	<ul style="list-style-type: none"> • Univastu India Limited • Valecha Engineering Limited • Opal Luxury Time Products Limited • Unigrano India Private Limited • India Property Port Limited • Unicon Vastu India Private Limited • Unique Vastu Nirman and Projects Priate Limited • Leadline Constructions Private Limited • Univastu Charitable Foundation

JIYA ECO-PRODUCTS LIMITED

	<ul style="list-style-type: none"> • Univastu HVAC India Private Limited • Bio Mining India Private Limited
Membership of committees across Companies	<p><u>Univastu India Limited</u></p> <ul style="list-style-type: none"> - Audit Committee - CSR Committee <p><u>Jiya Eco-Products Limited</u></p> <ul style="list-style-type: none"> - Audit Committee, - Nomination & Remuneration Committee - Stakeholders Relationship Committee <p>Valecha Engineering Limited</p> <ul style="list-style-type: none"> - Audit Committee, - Nomination & Remuneration Committee - Stakeholders Relationship Committee
Listed entities from which Mr. Pradeep Khandagale has resigned in the past three years	Nil
Shares held as on 31/03/2025	Nil

3. Mr. Nilesh Tiwari (DIN: 10488420)

Date of Birth	09/08/1982
Date of Appointment	17/04/2025
Qualification / expertise in specific functional areas	<p>Mr. Nilesh Mahesh Tiwari is a seasoned Financial Accounting and Business Management professional leader with over 15 (fifteen) years of experience touching upon whole spectrum of Business Finance, Accounts and Audit. He is a Fellow Member of the Institute of Chartered Accountants of India. He has done diploma in Information System Audit. He has experience in providing professional services related to both Direct & Indirect Tax Laws here in India and have expertise knowledge & experience in implementation of Value Added Tax (VAT) & Goods and Service Tax (GST). He also has a wide range of experience in project Finance, Preparation of Project report and forecasting revenue and expenditure after doing all due diligence. Further, he has experience of doing Statutory Bank Branch Audit of Nationalized and other sector banks and cooperative societies.</p>
Directorship held in other Companies	Disha Resources Limited (Director)
Membership of committees across Companies	<p><u>Disha Resources Limited</u></p> <ul style="list-style-type: none"> - Audit Committee, - Nomination & Remuneration Committee - Stakeholders Relationship Committee
Listed entities from which Mr. Nilesh Tiwari has resigned in the past three years	Nil
Shares held as on 31/03/2025	Nil

JIYA ECO-PRODUCTS LIMITED

Skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	As per the resolution at Item no. 6 of this Notice, read with the explanatory statement thereto.
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4. Mr. Mehul Ranade (DIN: 08949206)

Date of Birth	12/01/1981
Date of Appointment	12/05/2025
Qualification / expertise in specific functional areas	Mr. Mehul Hari Ranade is a Chartered Accountant with 18+ Years of Experience in Manufacturing & Service Industries. He has an extensive expertise in managing financial systems and human resources, the role encompasses critical operations for organizational efficiency and statutory compliance. Some of the key responsibilities include Financial Management which needs validation and finalization of financial statements with strict adherence to accounting standards, monitoring revenue expenses and preparing budgets. Also he has expertise in managing banking relationships, ensuring statutory compliance, conducting performance evaluations and managing administrative functions. Further he is involved in driving business growth through robust planning and client engagement with government and corporate entities, providing expertise in PPP (Public-Private Partnership) frameworks with a focus on infrastructure sectors like public transport, water and sewerage projects. Moreover, his role involves focusing on the optimization of financial resources through strategic planning and analysis and ensuring efficient inventory control and sales performance across multiple branches and depots.
Directorship held in other Companies	<ul style="list-style-type: none"> • Goldline Pharmaceutical Limited (Director) • Asud Renewables Private Limited (Director) • Hansa Vahan India Private Limited (Director)
Membership of committees across Companies	<u>Goldline Pharmaceutical Limited</u> - Audit Committee - Nomination and Remuneration Committee
Listed entities from which Mr. Mehul Ranade has resigned in the past three years	Nil
Shares held as on 31/03/2025	Nil
Skills and capabilities required for the role and the manner in which Mr. Mehul Ranade meets such requirements	As per the resolution at Item no. 7 of this Notice, read with the explanatory statement thereto.

5. Mrs. Renuka Borole (DIN: 10735899)

Date of Birth	15/09/1984
Date of Appointment	12/05/2025
Qualification / expertise in specific functional areas	Ms. Renuka Saurabh Borole is a fellow member of The Institute of Chartered Accountants of India and is a member of JCI, Orange City. She has expertise in the field of Taxation, Financing, Accounting, Internal Audit, Management Audit, Systems Audit, Co-operative Society Audit, Educational Institutions and Trust Audits and Statutory Audit. She has expertise in areas concerning GST (Goods And Service Tax) like Return Filing and Tax Assessments, Revisions rectifications and appeals, Sales Tax like filling of returns, Tax Planning and Consultancy, Assessments and appeals, Service Tax and Works Contract Tax Consultancy. Moreover she has experience and exposure in all types of Bank audits such as Statutory Audit, Income and Expenditure Audit, Revenue Audit, Concurrent Audit, Stocks and Receivables Inspection Audit. Also, she has deliberated lectures in various organizations on various topics under GST Laws.
Directorship held in other Companies	<ul style="list-style-type: none"> • Goldline Pharmaceutical Limited (Director) • DRA Consultants Limited (Director)
Membership of committees across Companies	<u>Goldline Pharmaceutical Limited</u> - Audit Committee <u>DRA Consultants Limited (Director)</u> - Audit Committee - Nomination and Remuneration Committee - Stakeholders Relationship Committee
Listed entities from which Mr. Mehul Ranade has resigned in the past three years	Nil
Shares held as on 31/03/2025	Nil
Skills and capabilities required for the role and the manner in which Mr. Mehul Ranade meets such requirements	As per the resolution at Item no. 8 of this Notice, read with the explanatory statement thereto.

ROUTE MAP OF AGM VENUE


