

Notice of 7th Annual General Meeting

NOTICE IS HEREBY GIVEN THAT THE THIRD (7TH) ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF JIGAR CABLES LIMITED ("THE COMPANY"), WILL BE HELD ON FRIDAY, SEPTEMBER 29, 2023 AT 11:00 A.M. (IST) AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. 164/14 & 15, JAMWADI G.I.D.C., GONDAL, DIST: RAJKOT – 360 311, (GUJARAT), INDIA, TO TRANSACT THE FOLLOWING BUSINESS:

To the Members of Jigar Cables Limited

Ordinary Business (es):

- 1. To consider and adopt (a) the audited financial statement of the Company for the Financial Year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the Financial Year ended March 31, 2023 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolutions:**

a) **"RESOLVED THAT** the audited financial statement of the Company for the Financial Year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the Financial Year ended March 31, 2023 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."

- 2. To appoint Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195), who retires by rotation as a Director and being eligible, offers himself for reappointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Special Business (es):

- 3. To re-appoint Mrs. Shardaben Nanajibhai Bhalala (DIN: 08467162) as an Non Executive (Independent) Director and if thought fit, pass the following resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and 160 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended from time to time, the consent of the members of the Company be and is hereby accorded to re-appoint Mrs. Shardaben Nanajibhai Bhalala (DIN: 08467162), who is eligible for re-appointment and in respect of whom the recommendation has also received from Nomination and Remuneration Committee, be and is hereby re-appointed a Non Executive Independent Director of the Company for the 2nd term of 5 consecutive years starting from May 30, 2024 and shall not be liable to retire by rotation."

- 4. To approve the transactions with Related parties under section 188 of the Companies Act, 2013 and to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT, pursuant to the provisions of Section 188 and all other applicable provisions if any, of the Companies Act, 2013 (the Act) and Rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the provision of Securities and Exchange Board of India

(Listing Obligations and Disclosure Requirement) Regulations, 2015 (as amended from time to time), and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into contracts and/or agreements with parties as detailed in table forming part of the explanatory statements annexed to the notice with respect to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials services or property or appointment of such parties to any office or place of profit in the Company, or its subsidiary or associated Company or any other transactions of whatever nature for a period of Five Years starting from the Financial Year 2023-24."

"RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorized to determine the actual sums to be involved in the transaction, to increase the value of the transactions (up 10%) and to finalise the terms and conditions including the period of transactions and all other matters arising out of or incidental to the proposed transactions and generally to do all acts, deeds and things that may be necessary, proper, desirable or expedient and to execute all such documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

5. To approve the Remuneration of Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) and if thought fit, pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Article of Association of the Company read with Section 197, 198 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as may be enacted from time to time, read with Schedule V of the said Act and pursuant to recommendation of Nomination and Remuneration Committee, approval of the members of the Company be and is hereby accorded to give the managerial remuneration to following Director till his term of appointment in respect of any Financial Year which may exceed the limit given in Section 197 of the Companies Act, 2013 or any such amendment thereto, but subject to maximum remuneration payable is as under:

Name and Designation	Maximum Remuneration Payable for any Financial Year
Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) Director	up to maximum of Rs. 12,00,000 (Rupees Twelve Lakhs) per annum which includes the variable pay and other perquisites

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any Financial Year during the tenure of Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195), The payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Part II of Section II of Schedule V of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) be and is hereby authorised to revise the remuneration of Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is within the overall limits as approved under this resolution and the managerial remuneration as prescribed under the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**For and on Behalf of the Board,
JIGAR CABLES LIMITED**

JIGAR CABLES LIMITED ANNUAL REPORT 2022-23

Sd/-
Mrs. Sangitaben N. Vaghasiya
Chairperson & Managing Director
[DIN: 06910845]

Registered Office:

Plot No. 164/14 & 15,
Jamwadi G.I.D.C,
Gondal – 360 311,
Dist.: Rajkot, (Gujarat), India

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
2. Proxy form, in order to be effective, must be deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
3. Members/Proxy holders are requested to bring their copy of Annual Report and Attendance slip sent herewith, duly filled-in for attending the Annual General Meeting.
4. Corporate members are requested to send a duly certified copy of the Board resolution authorizing their representative to attend and vote at the meeting.
5. The relevant Explanatory Statement pursuant to Section 102 of the Act and the additional information pursuant to Regulation 36(3) of SEBI Listing Regulations in respect of Director proposed for appointment/re-appointment at the meeting are annexed hereto.
6. With effect from April 01, 2014, inter alia, provisions of Section 149 of the Act have been brought into force. In terms of the said section read with Section 152(6) of the Act, the provisions of retirement by rotation are not applicable to the Independent Directors.
7. The Register of Members and Share Transfer Books will remain closed from Saturday, September 23, 2023 to Friday, September 29, 2023 (both days inclusive) for the purpose of the AGM.
8. The Board has fixed September 22, 2023 as a cut off date for determining the eligibility of the members who to vote at the ensuing AGM.

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

The remote e-voting period begins on September 25, 2023, Monday at 09:00 A.M. and ends on September 28, 2023, Thursday at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 22, 2023, 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 Friday, September 22, 2023.

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 December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your

User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

- Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
- After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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.
- 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.
- 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
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.co.in or call at 022 - 4886 7000 and 022 - 2499 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 22 55 33

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use 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.co.in 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 is in active status.
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.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to piyushjethva@gmail.com with a copy marked to evoting@nsdl.co.in. 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 "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 and 022 - 2499 7000 or send a at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@sigmacab.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 cs@sigmacab.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
9. Members who wish to obtain information or having any query may send their queries at least 10 days before the Annual General Meeting by sending an email to the Company Secretary at cs@sigmacab.com.
10. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to attend and vote at AGM or avail the facility of remote e-voting.
11. A members can attend the meeting even if they casted their votes through remote e-voting facility however they cannot cast vote again at the AGM.
12. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to attend and vote at the AGM.
13. Mr. Piyush Jethva, Company Secretary in practice, has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
14. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
15. The Notice of AGM along with Annual Report for the year 2022-23 is being sent by electronic mode to all the Members whose E-mail addresses are registered with the Company or Depository Participant(s), unless any member has requested for a physical copy of the same. Physical copy of the Notice of AGM along with Annual Report is being sent to those Members who have not registered their E-mail address with the Company or Depository Participant(s).
16. Members are requested to support the Green Initiative by registering/updating their email addresses, with their Depository Participant(s).
17. Shareholders who have not registered their e-mail addresses so far, are requested to register their e-mail address in prescribed form attached with Notice for receiving all communication including Annual Report, Notices, circulars etc. From the Company electronically
18. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their depository participants.
19. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
20. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.

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21. All the registers and other documents maintained under the Companies Act, 2013 and other laws will be available for inspection in electronic mode by sending an email to the Company Secretary at cs@sigmacab.com and at the Annual General Meeting & at the registered office of the Company, on all working days between 10:00 A.M. to 06:00 P.M., till the conclusion of meeting.
22. Members may note that the Notice and Annual Report 2022-23 will also be available on websites of the Bombay Stock Exchange at www.bseindia.com and on the website of NSDL www.evoting.nsdl.com.
23. The Annual Report of the Company and notice of Annual general meeting for the Financial Year 2022-23 are also uploaded on the Company's website www.sigmacab.com in the 'Investor' Section.
24. Route Map showing directions to reach to the venue of the meeting is given at the end of this notice as per the requirement of the Secretarial Standard – 2 on "General Meetings" issued by the Institute of Company Secretaries of India.

Place: Gondal
Date: August 31, 2023

For and on Behalf of the Board,
JIGAR CABLES LIMITED

Sd/-
Mrs. Sangitaben N. Vaghasiya
Chairperson & Managing Director
[DIN: 06910845]

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IS ANNEXED HEREWITH:

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"), the following Explanatory Statement sets out all material facts relating to the business mentioned in the Notice;

Item No. 3: To re-appoint Mrs. Shardaben Nanjibhai Bhalala (DIN: 08467162) as a Non Executive (Independent) Director:

As per the Companies Act, 2013 (Act), Every Listed Public Company shall have at least one-third of a total number of Directors as Independent Directors in the Board. Mrs. Shardaben Bhalala (DIN: 08467162), as an Additional Director (Non – executive, Independent) of the Company to fill the casual vacancy arose due to sudden and unexpected death of Mr. Bipinbhai Vora with effect from May 30, 2019.

In terms of Section 149(4), 150(2) and other applicable provisions of the Companies Act, 2013 and Rules made there under read with Schedule IV to the Companies Act, 2013, appointment of Independent Director of the Company shall be approved at a General Meeting of the Shareholders and the same has been approved at the 3rd Annual General Meeting of the Company held on September 28, 2019 to hold office for a period of five consecutive years.

Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in its Board's report. Section 149(11) provides that an independent director may hold office for up to two consecutive terms.

Mrs. Shardaben Bhalala aged 65 years, residing at AMRUT, Sharda School Street, Narayan Main Road, Gondal, Rajkot – 360 311 GJ IN is proposed to be re-appointed as an Independent Director in terms of Section 149 and any other applicable provisions of the Companies Act, 2013 to hold office for a period of another five consecutive years with effect from May 30, 2024.

In the opinion of the Board Mrs. Shardaben Bhalala fulfills the conditions prescribed under sub-section (6) of Section 149 and abide the Schedule IV of the Companies Act, 2013 and Rules made there under to be re-appointed as an Independent Director of the Company and is independent of the Company's Management.

Mrs. Shardaben Bhalala, an Independent Director, shall also continue to be a member of the Nomination and Remuneration Committee and Stakeholders Relationship Committee formed under the Companies Act, 2013 and Rules framed thereunder.

The Board considers that association with Mrs. Shardaben Bhalala will be of immense benefit to the Company and it would be prudent to re-appoint Mrs. Shardaben Bhalala as an Independent Director for a another term of 5 years. Accordingly the Board recommends the special resolution set out under Item No. 3 for approval by the members.

None of the Directors or any of the Key Managerial Personnel or relatives of either is concerned or interested in the resolution except as a member of the Company, if any of them is.

Item No. 4: Transactions with Related parties under section 188 of the Companies Act, 2013:

The Company is inter-alia, engaged in the business of manufacturing Wires and Cables. The Company in the ordinary course of its business, as Selling/buying products from below mentioned is a 'Related Party' within the meaning of Section 2(76) of the Act. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Regulations) provides for obtaining approval of the Shareholders for entering into material related party transactions as provided therein. Further, in terms of the provisions of Section 188 (1) of the Companies Act, 2013 read with Rules framed thereunder, for entering into related party transactions

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where the transaction value exceed the thresholds prescribed, prior approval of the Members by way of Ordinary Resolution is required.

Accordingly, in the terms of the provisions of the SEBI Regulations and the Companies Act, 2013 approval of the Shareholders of the Company is being sought by way of an Ordinary Resolution set out at Item No. 4 of this Notice.

The particulars of the material contracts/arrangements/transactions at arm's length basis with related parties and consent of the members of the Company be and is hereby accorded to the Board of Directors to enter into contracts and/or agreements given in following table:

Name(s) of the related party	Ultracab (India) Limited
Name of Director(s) or KMP who is/are related	Mr. Nitesh Vaghasiya (Spouse of Sangitaben Niteshkumar Vaghasiya, MD, Son of Parshottambhai Laljibhai Vaghasiya, Director and Brother of Ramnik Parshotambhai Vaghasiya, WTD of the Company), is Managing Director in this Company
Nature of Relationship	Buyers, Sellers & Traders
Nature of contracts/ arrangements/ transactions	Selling, Transfer or Receipt of Products, materials (including raw material and semi finished material), services or other obligations
Material terms of the contracts/arrangements/ transactions	To be determined on an arm's length basis
Duration of the contracts / arrangements/transactions	Up to March 31, 2028
Salient terms of the contracts or arrangements or transactions including the value, if any	70 Cr. Per Financial Year
Are the transactions in the ordinary course of business	Yes
Are the transactions on an arm's length basis	Yes
Date(s) of approval by the Audit Committee: Board Meeting:	August 22, 2023 August 31, 2023
Amount paid as advances, if any	The contract on continuations basis and Company will take or give advance as per market situation.
Any other information relevant or important for the members to make a decision on the proposed transactions	None

None of the Directors or any of the Key Managerial Personnel or relatives of either is concerned or interested in the resolution except as a member of the Company, if any of them is.

Therefore, the Board of Directors of your Company recommends the passing of Ordinary Resolution as set out at Item No. 4 of the Notice.

Item No. 5 To approve the managerial remuneration of Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195):

As per section 197 of the companies act, 2013 as amended by the companies (Amendment) Act, 2017, total managerial remuneration payable by the Company to its Directors, including Managing Directors and Whole-time Director and its manager, if any, in respect of any Financial Year may exceed 11% of the net profit of the Company calculated as per the section 198 of the companies act, 2013, subject to provision of Schedule V.

Further it is required to pass a special resolution, if the remuneration payable to any one Managing Director; or Whole-time Director or Manager exceeds five per cent of the net profits as per section 198 and if there is more than one such director the remuneration exceeds ten percent of the net profit as per section 198 or in excess of limit prescribed as per schedule V

The managerial remuneration in respect of any Financial Year which may exceed the limit as specified in section 197 or schedule V or any other amendment thereto, but subject to maximum limit as the members have approved/revise from time to time as given in the resolution till the tenure of his appointment.

Name and Designation	Maximum Remuneration Payable for any Financial Year
Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) Director	up to maximum of Rs. 12,00,000 (Rupees Twelve Lakhs) per annum which includes the variable pay and other perquisites

In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) shall be in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time.

Particulars required under the schedule V is given as under for appointment Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) as Director of the Company;

I. General information:

- 1) Nature of industry: Manufacturing of wires, cables
- 2) Date or expected date of commencement of commercial production: February 07, 2017
- 3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: N.A.
- 4) Financial performance: Turnover of the Company during the Financial Year 2022-23 is Rs. 2,726.39/- (Rs. in Lakh)
- 5) Foreign investments or collaborations, if any: N.A.

II. Information about the appointee:

- 1) Background details: Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) is appointed as Director of the company since incorporation i.e. 07.02.2017. He is also one of the founders of the business; he has contributed his knowledge, experience and his valuable assets at the same level for creating the business of the Company.
- 2) Past remuneration: 6,00,000/- P.A.
- 3) Recognition or awards: N.A.
- 4) Job profile and his suitability: Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) is 75-year-old and has done his education from Devla High School. He has a very good knowledge about cable business and he has a very good business strategic knowledge and also having risk taking ability.
- 5) Remuneration proposed: Up to Rs. 12,00,000/- P.A.
- 6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The figure of remuneration has been arrived after the comparative analysis.
- 7) Pecuniary relationship: Directors, their relatives and Members of the Company, may be deemed to be concerned or interested in this Resolution to their respective shareholding in the Company to the same extent as that of every other member of the company.

III. Other information:

- 1) Reasons of loss or inadequate profits: Resolution has been proposed for the same.
- 2) Steps taken or proposed to be taken for improvement; The Company's Management are trying their best to achieve the great heights of success in the upcoming years.
- 3) Expected increase in productivity and profits in measurable terms: It is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects that productivity and profitability may improve and would be comparable with the industry average.

Mr Pershottambhai L. Vaghasiya may be deemed to be concerned or interested in this Resolution to their respective shareholding in the Company. The other relatives of Mr. Pershottambhai L. Vaghasiya may be deemed to be interested in the resolution set out at Item No. 5 of the Notice, to the extent of their shareholding, if any, in the Company.

Save and except the above, 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 resolution.

Therefore, the Board of Directors of your Company recommends the passing of Special Resolution as set out at Item No. 5 of the Notice.

Details of the seeking appointment/re-appointments at the 7th Annual General Meeting of the Company as per Regulation 36(3) SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015:

Item No. 2: Re-appointment of Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195)

In terms of Section 152(6) of the Companies Act, 2013, Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) shall retire by rotation at the forthcoming Annual General Meeting (AGM) and being eligible offers himself for re-appointment as a Director. Mr. Parshottambhai Laljibhai Vaghasiya was appointed as a Director of the Company since incorporation.

Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195), Aged 75 Years is a Promoter of the Company. The Company getting huge benefit by his presence as a Director of the Company.

Further Details of Director is given as under:

Particulars	Information
Full Name	Mr. Parshottambhai Laljibhai Vaghasiya
DIN Number	07662195
Date of Birth	01/04/1948
Age	75 Years
Nature of Appointment	Re-appointment as an Director
Date of Previous Appointment, if Any	07/02/2017 (Since Incorporation)
Qualification	Diploma in Mechanical Engineering
Expertise Area	All over Management
Relationship between Director Inter-se	He is a Father-In Law of Mrs. Sangeetaben N. Vaghasiya (Managing Director) and Father of Mr. Ramnik P. Vaghasiya (Whole-Time Director)
Directorship in Other Company	Jigar Polymers Limited
Chairmanship and Membership in other Company	N.A.
No. of Share held	51,000 of Jigar Cables Limited

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Item No. 3: Re-appointment of Mrs. Shardaben Nanjibhai Bhalala (DIN: 08467162) as a Non Executive (Independent) Director

In terms of Section 152(6) of the Companies Act, 2013, Mrs. Shardaben Nanjibhai Bhalala (DIN: 08467162) shall not retire by rotation and being eligible offers himself for re-appointment as an Independent Director. Mrs. Shardaben Nanjibhai Bhalala was appointed as an Independent Director of the Company since May 30, 2019.

Mrs. Shardaben Nanjibhai Bhalala (DIN: 08467162), Aged 65 Years is the non executive Independent Director of the Company. The Company getting huge benefit by his presence on the Board of the Company.

Further Details of Director is given as under:

Particulars	Information
Full Name	Mrs. Shardaben Nanjibhai Bhalala
DIN Number	08467162
Date of Birth	25/01/1958
Age	65 Years
Nature of Appointment	Re-appointment as an Independent Director
Date of Previous Appointment, if Any	30/05/2019
Qualification	Doctorate in Nursing
Expertise Area	All over Management
Relationship between Director Inter-se	Not related to any Director of the Company
Directorship in Other Company	N.A.
Chairmanship and Membership in other Company	N.A.
No. of Share held	Nil

Place: Gondal
Date: August 31, 2023

For and on Behalf of the Board,
JIGAR CABLES LIMITED

Sd/-
Mrs. Sangitaben N. Vaghasiya
Chairperson & Managing Director
[DIN: 06910845]

ATTENDANCE SLIP

(To be filled in and handed over at the entrance of the meeting room)

I hereby record my/our presence at the 7th Annual General Meeting of the Company on Friday, September 29, 2023 at 11:00 A.M. at Plot No. 164/14 & 15 Jamwadi, G.I.D.C., Gondal, Dist: Rajkot – 360 311, (GUJARAT) INDIA.

Name of Shareholder/Proxy/Authorised Representative*	
DPID * :	Folio No. :
Client Id * :	No. of Shares :

* Applicable for investors holding shares in electronic form.

* In case of Body Corporate is Shareholder.

* Strike out whichever is not applicable.

Signature of shareholder(s)/proxy/Authorised Representative

JIGAR CABLES LIMITED
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Form MGT-11

PROXY FORM

Name of the member (s):	E-mail Id:
	No. of shares held
Registered address:	Folio No.
	DP ID*
	Client ID*

* Applicable for investors holding shares in electronic form.

I/We being the member(s) of the above named Company hereby appoint:

Sr. No.	Name	Address	Email address	
1				or failing him
2				or failing him
3				

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 7th Annual General Meeting of the Company to be held on Friday, September 29, 2023 at 11:00 A.M. at Plot No. 164/14 & 15 Jamwadi, G.I.D.C., Gondal, Dist: Rajkot – 360 311, Gujarat (India) and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	For	Against
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) for the Financial Year ending on March 31, 2023 (Ordinary Resolution)		
2.	To re-appoint Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) as a Director (Ordinary Resolution)		
3.	To re-appoint Mrs. Shardaben Nanajibhai Bhalala (DIN: 08467162) as an Non Executive (Independent) Director (Special Resolution)		
4.	To approve the transactions with Related parties under section 188 of the Companies Act, 2013 (Ordinary Resolution)		
5.	To approve the Remuneration of Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195)		

** It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Signed this _____ 2023
Signature of shareholder _____

Affix Revenue
Stamp not less
than Rs. 1

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. Please complete all details including details of member(s) in above box before submission.

FORM MGT-12

POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the companies Act, (Management and Administration) Rules, 2014]

Name of the Company: JIGAR CABLES LIMITED				
Registered Office: Plot No. 164/14 & 15, Jamwadi, G.I.D.C., Gondal, Dist: Rajkot – 360 311, GJ (INDIA)				
CIN: L28999GJ2017PLC09565				
BALLOT PAPER				
Sr. No.	Particulars	Details		
01.	Name of the first shareholder (in block letter)			
02.	Postal address			
03.	Client ID Number			
04.	Class of Share	Equity Share		
I hereby exercise my vote in respect of Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:				
Sr. No.	Item No.	No. of share held	I assent to the resolution	I dissent to the resolution
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) for the Financial Year ending on March 31, 2023 (Ordinary Resolution)			
2.	To re-appoint Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195) as a Director (Ordinary Resolution)			
3.	To re-appoint Mrs. Shardaben Nanajibhai Bhalala (DIN: 08467162) as an Non Executive (Independent) Director (Special Resolution)			
4.	To approve the transactions with Related parties under section 188 of the Companies Act, 2013 (Ordinary Resolution)			
5.	To approve the Remuneration of Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195)			
Place:		Signature of the Shareholder		
Date:				

FORM FOR UPDATION/REGISTRATION OF E-MAIL ADDRESS

To,
Jigar Cables Limited,
Plot No. 164/14 & 15,
Jamwadi G.I.D.C.,
Gondal – 360 311,
Dist.: Rajkot, (Gujarat), India

Sub: Sending of Notices, Annual Reports and Accounts & other documents through Electronic Mode

Dear Sir,

I hereby update/register my e-mail address provided below for receiving the Notices, Annual Reports and Accounts and other documents from the Company through electronic mode:-

E-mail Address: _____

Name of the Sole /First Holder: _____

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

Contact Nos.:

Mobile: _____

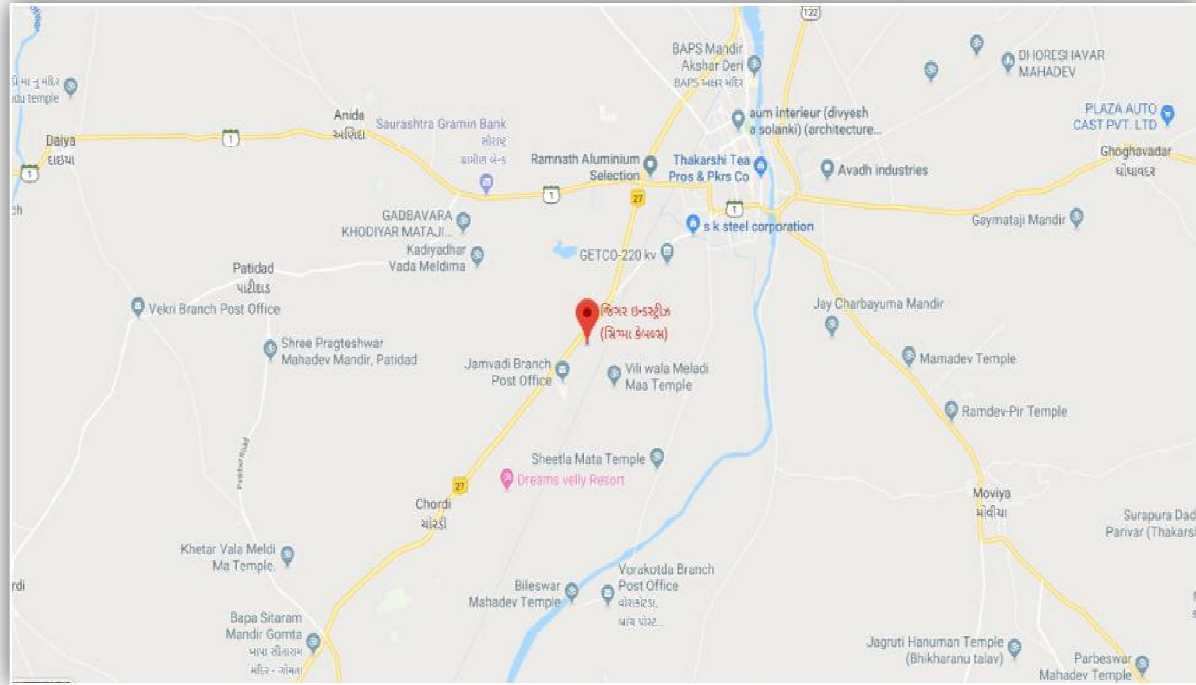
Landline: _____

Signature of the Sole/First Holder
Date: _____

Notes:

- (1) The Notices, Annual Reports and Accounts and other documents are sent in electronic mode to those Shareholders who have registered their e-mail addresses with the Company or with the Depositories.
- (2) This Form can also be downloaded from the Company's website www.sigmacab.com

Route Map of the Venue of the 7th Annual General Meeting



Registered Office:

Plot No. 164/14 & 15,
Jamwadi G.I.D.C.,
Gondal – 360 311,
Dist.: Rajkot, (Gujarat), India