



NOTICE OF ANNUAL GENERAL MEETING (PURSUANT TO SECTION 101 OF THE COMPANIES ACT, 2013)

NOTICE is hereby given that the Nineteenth (19th) Annual General Meeting (hereafter mentioned as "AGM") of members of **MAHESHWARI LOGISTICS LTD** ("the Company") will be held on **Tuesday, September 30, 2025 at 03:00 P.M.** Indian Standard Time (IST) at the Registered Office of the company situated at MLL House Shed No. A2-3/2 OPP. UPL 01st Phase GIDC Vapi, Val-sad-396195, Gujarat, India, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (including audited consolidated Financial Statements) of the company for the financial year ended March 31, 2025 which includes the Balance Sheet, Statement of Profit & Loss, Cash Flow Statement as on the date, the Auditor's Report and Board's Report thereon.
2. To appoint **Mr. Neeraj Maheshwari (DIN: 01010325)**, who retires by rotation and being eligible, offers himself for re-appointment as a director 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 Mr. Neeraj Maheshwari (DIN: 01010325), who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible, offers himself for re-appointment, be and is hereby re-appointed as Director of the Company whose office shall be liable to retire by rotation."

SPECIAL BUSINESS

3. To consider re-appointment of M/s. Shilpi Thapar & Associates, company secretaries as secretarial auditor for the 5 (five) financial year from 2025-26 to 2029-30:

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 Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Company be and is hereby accorded for appointment of M/s. Shilpi Thapar & Associates, Company Secretaries, as the Secretarial Auditor of the Company for a period of 5

(five) financial years, from 2025-26 to 2029-30, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors."

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

4. Approval of Material Related Party Transaction(s).

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ("SEBI Listing Regulations"), and the company's policy on related party transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and on the basis of the approval and recommendation of the audit committee and the board of directors of the company, the approval of the members of the company be and is hereby accorded to the company to enter/continue to enter into material related party transaction(s)/ contract(s)/ arrangement(s)/ agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with entities falling within the definition of 'related party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, in the course of the business on such material terms and conditions as detailed in the in the below mentioned table, the explanatory statement to this resolution and as may be mutually agreed between related parties and the company, provided that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out in the ordinary course of business of the company and in respect of transactions with related parties under Section 2(76) of the Act, are at arm's length basis.



Particulars	Plant & Machinery	Building	Software Development	Other Vehicles	Total
Maheshwari Logistics Ltd.	Vidhik Prints Private Limited	Subsidiary	1 Year	Business Purpose	Upto 100 Cr.

By Order of the Board of Directors

Sd/-

Gaurav Rajesh Jhunjunwala

Company Secretary &

Compliance Officer

Date: 30.08.2025

Place: Vapi

Registered Office:

MLL House Shed No. A2-3/2, OPP. UPL, 1st Phase, GIDC Vapi

Valsad, Gujarat-396195 (India)

CIN: L60232GJ2006PLC049224

Website: www.mlpl.biz

E-mail: cs@mlpl.biz, investors@mlpl.biz

Tel: +91260 2431034/8155000688

REQUEST TO THE MEMBERS

A person who is not member at the cut-off date should treat this notice for information purpose only.

Members are requested to send their queries question(s) if any relating to the financial statements, shareholding, etc. to the Company Secretary/ Chief- Financial Officer of the Company at the registered office, so their answers can be kept ready at the AGM.



Important Notes:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") with respect to Item No. 3 & 4 of the Notice forms part of this Notice. The Board of Directors has considered and decided to include Item No. 3 as given above as special business in the forthcoming AGM, as it is unavoidable in nature. The relevant details, as set out under Item No. 2 of the Notice pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") in respect of the Director seeking reappointment at this AGM are also part of this Notice.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the company. The instrument appointing the proxy should, however, be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent 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 and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.
3. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto. Members who hold shares in dematerialized form are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
4. Corporate members intending to send their authorised representative(s) to attend Annual General Meeting pursuant to Section 113 are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
5. Copies of the Balance Sheet, the Statement of Profit and Loss, the Directors' Report, the Auditor's Report and every other document required by law to be annexed or attached to the Balance Sheet for the financial year ended March 31, 2025, are annexed / attached.
6. All the Relevant documents referred to in the Notice are open for inspection by the members at the registered office of the Company on all working days (that is, except Saturdays, Sundays and Public Holidays) during business hours prior to the date of the Annual General Meeting i.e. September 30, 2025. The aforesaid documents will be also available for inspection by members at the Meeting. The notice and the Annual Report are available on the Company's website www.mlpl.biz.
7. Those Members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:
 - (a) Members holding shares in demat form can get their email ID registered by contacting their respective Depository Participant.
 - (b) Members holding shares in physical form may register their email address by informing the Company at its investor email id cs@mlpl.biz.
8. The Register of Members and Share Transfer Books of the Company will remain closed from **September 24, 2025 to September 30, 2025** (both days inclusive).
9. The dividend, is not proposed by the Board of Directors of the Company.
10. Record Date for Dividend: Not Applicable
11. Though the Dividend is not proposed, yet the Members holding shares in the electronic form may please note that:
 - (i) Instructions regarding bank details that they wish to incorporate in future dividend warrants must be submitted to their Depository Participants (DPs). As per the regulation of National Securities Depository Ltd. and Central Depository Services (India) Ltd., the Company is obliged to print bank details as furnished by these depositories, on the dividend warrants.
 - (ii) Instructions already given by the Members for shares held in the physical form will not be automatically applicable to the dividend paid on shares held in the electronic form. Fresh instructions regarding bank details must be given to the DPs.
 - (iii) Instructions regarding change in address, nomination and power of attorney must be given directly to the DPs.
12. The Members may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividend paid or distributed by a company after April 01, 2020, will be taxable in the hands of the Members. The Company will therefore be required to deduct Tax at Source (TDS) at the time of making the final dividend. In order to enable the Company to determine the appropriate TDS rate as applicable, the Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961.
13. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. The Members are requested to claim their dividends from the Company within the stipulated timeline. Details of Members whose unclaimed dividends / shares



will be transferred to IEPF are available on the Company's website: www.mlpl.biz.

14. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.mlpl.biz. The Notice can also be accessed from the websites of the Stock Exchanges i.e., National Stock Exchange Limited at www.nseindia.com.
15. The Members desiring any information relating to the accounts or having any questions, are requested to write to the Company on cs@mlpl.biz at least seven days before the date of the Annual General Meeting (AGM) so as to enable the Management to keep the responses ready and expeditiously provide them at the AGM, as required.
16. In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 details of directors retiring by rotation, appointed and re-appointed at the ensuing Annual General Meeting is given in Annexure to this notice.
17. In respect of shares held in electronic/demat form, beneficial owners are requested to notify any change in their address, bank account, mandate, etc., to their respective Depository Participant or to the RTA, Bigshare Services Pvt. Ltd. at www.bigshareonline.com.
18. M/s. Bigshare Services Private Limited, the Registrar and Transfer Agent (RTA) having their administrative office situated at Office No. S6-2, 6th Floor, Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai 400093, Maharashtra, India, in the State of Maharashtra, is handling registry work in respect of shares held in electronic/demat form. Bigshare Services has put in place a module to enable the shareholders to update the email id, mobile no., PAN No. and bank details by visiting the website, www.bigshareonline.com. (For Investors section).
19. In support of the Green Initiative – Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc., from the Company electronically. Members may also note that Annual Report for the FY 2024-25 will also be available on the website of the Company at www.mlpl.biz.
20. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e., Tuesday, September 23, 2025, may obtain the login ID and password by sending a request at evoting@bigshareonline.com or Issuer/RTA. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e., Tuesday, September 23, 2025, may follow steps mentioned in the Notice of the AGM under "Access to Bigshare i-Vote E-Voting System".
21. The Certificate from Secretarial Auditor of the Company as required under SEBI (Share Based Employee Benefits) Regulations, 2014 will be uploaded on the website of the Company at www.mlpl.biz.
22. Transfer of Unclaimed and/or Unpaid Amounts to the Investor Education Protection Fund (IEPF).
23. In accordance with the provisions of Sections 124, 125 and other applicable provisions, if any, of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as "IEPF Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of 7 (seven) years from the date of transfer to the unpaid dividend account is required to be transferred within 30 days of becoming due to IEPF maintained by the Central Government.
24. In accordance with Section 124(6) of the Companies Act, 2013 read with the IEPF Rules, all the shares in respect of which dividend has remained unclaimed or unpaid for 7 (seven) consecutive years or more are required to be transferred to the Demat Account of the IEPF Authority.
25. In Compliance with the circular of Ministry of Corporate Affairs for "Green Initiative in the Corporate Governance" by allowing/ permitting service of Documents etc., in electronic forms, electronic copy of the Annual Report for the year 2024-25 is being sent to all the members whose E-mail IDs are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same.
26. Members are requested to support the Green Initiative by registering/ updating their e-mail addresses, with the Depository Participant (in case of Shares held in dematerialized form) or with M/s. BigShare Services Private Limited ("BigShares"). (in case of Shares held in physical form). Non-Resident Indian members are requested to inform the Registrar and Transfer Agent (RTA) i.e., M/s BigShare Services Private Limited ("BigShares")/respective Depository Participant, immediately of:
27. Change in their residential status on return to India for permanent settlement.
28. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
29. **VOTING BY MEMBERS:**
 1. In compliance with the provisions of Section 108 of the Act and Rule 20 of Companies (Management and Administration) Rules, 2014, together with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time the Company is pleased to provide members the facility to exercise their right to vote on



resolutions proposed to be considered at the AGM by electronic means by remote e-voting (by using the electronic voting system provided by NSDL/CDSL as explained herein below). Resolution(s) passed by members through e-voting is/are deemed to have been passed as if they have been passed at the AGM. Members who are holding shares in physical or dematerialized form as on September 23, 2025 shall exercise their vote by electronic means.

2. **“Cut-off date”** for determining the eligibility for voting either through electronic voting system or ballot is fixed as September 23, 2025, 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 avail the facility of remote e-voting / Voting at AGM. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) 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 venue voting on the date of the AGM will be provided by NSDL.
4. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.mlpl.biz. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively and the AGM Notice is also available on the website of Company.
5. The voting rights of the Equity Shareholders shall be in the same proportion to the paid-up share capital of the Company.
6. The Board of Director of the Company has appointed Mr. Maulik Patel of M/s. Maulik Patel and Associates, Practicing Company Secretaries, (Membership No. 13347 and Certificate of Practice No. 22696) having its office at Ahmedabad, Gujarat as the Scrutinizer to scrutinize the remote e-voting and voting process at the venue of AGM, in a fair and transparent manner.

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

The remote e-voting period begins on **Friday, 26th September, 2025** at **09:00 A.M.** and ends on **Monday, 29th September, 2025** 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. **23rd September, 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 23rd September, 2025**.

HOW DO I VOTE ELECTRONICALLY USING BIGSHARE I-VOTE E-VOTING SYSTEM? THE INSTRUCTIONS 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.
- iv. 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.
- v. 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.



- vi. 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 NSDL.	<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.



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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022- 48867000.
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.

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

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

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



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.	Demat Account should enter 8 Character DP ID followed by 8 Digit Client ID as USER 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.	Demat Account should enter 16 Digit Beneficiary ID as USER ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	Event No + Folio Number registered with the Company as USER ID For example, if folio number is 001*** and Event No. is 101456 then user ID is 101456001***

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).

4. 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

5. 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

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@mlpl.biz.

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@mlpl.biz. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. 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.

VOTING AT AGM:

Members who are present at the AGM, but have not casted their votes by availing the remote e-voting facility, would be entitled to vote at the end of the discussion on the resolutions on which voting is to be held, by way of physical ballot/show of hands or any other permissible mode etc. **DECLARATION OF RESULTS ON THE RESOLUTIONS** The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and prepare, not later than 48 hours from conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour and against the resolution, invalid votes, if any, and whether the Resolution(s) has/have been carried or not, to the Chairman or a person authorized by him in writing who shall countersign the same. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.mlpl.biz after the result is declared. The Company shall simultaneously forward the results to National Stock Exchange of India Ltd., where the securities of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.



EXPLANATORY STATEMENT

(Pursuant to Sec. 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act 2013, the following Explanatory statement sets out all material facts relating to the special business as mentioned in the notice.

Item No. 3:

3. Approve appointment of M/S. Shilpi Thapar & Associates as a Secretarial Auditor of the company:

Pursuant to the amendment notified in Regulation 24A by way of SEBI (LODR) (third amendment) Regulations, 2024, with effect from April 01, 2025, the company is required to appoint a Secretarial Auditor, who is a Peer Reviewed Company Secretary.

In accordance with the above regulation, and on the recommendation of the Audit Committee, the Board of Directors in their meeting held on May 30, 2025 proposed to appoint M/S. Shilpi Thapar & Associates, Company Secretary in practice, (FCS: 5492, COP: 6779) and a Peer Reviewed Company Secretary, as the Secretarial Auditor of the Company, for performing Secretarial Audit of the Company for a period of five consecutive years commencing from 2025-26 to 2029-30, at such remuneration plus applicable taxes thereon and such increase in audit fees till the conclusion of his term, plus reimbursement of actual out of pocket expenses, as recommended by the Audit committee and as may be mutually agreed between the Board and the Secretarial Auditor.

Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/S. Shilpi Thapar & Associates, Company Secretaries, as the Secretarial Auditors of the Company for a period of five years, commencing from 2025-26 to 2029-30. The appointment is subject to shareholders' approval at the Annual General Meeting.

Founded in 2005, Shilpi Thapar and Associates rendering specialized services in Insolvency, Legal drafting of

agreements, Corporate Arbitration etc and registered as a Practicing Company Secretaries firm with the Institute of Company Secretaries of India (ICSI).

STA has immense experience and specialize in dealing Securities Laws, Insolvency Laws Ventures, Foreign Collaborations, Technology Transfers, Mergers and Acquisitions, Listings, Capital Market Transactions Mediation and Arbitration.

M/S. Shilpi Thapar & Associates has provided its consent to act as the Secretarial Auditors of the Company vide consent letter dated 26.05.2025 and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing

Regulations. Accordingly, the consent of the shareholders is sought for the appointment of BNP as the Secretarial Auditors of the Company.

The Board of Directors recommends the resolution for approval by the Members, as set out at Item No. 3 of the Notice.

None of the Directors, Key Managerial Personnel (KMP), or their relatives have any financial or other interest in the proposed resolution.

Item No. 4:

4. Approval of Material Related Party Transaction(S):

Pursuant to the provisions of related party transaction under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") including any amendments thereto, all related party transactions that exceeds ₹ 50 Crore (Rupees Fifty Crores Only) or 10% (ten percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower shall be termed as Material Related Party Transactions and shall require prior approval of shareholders.

In view of the above threshold for determining the material related party transactions, the company seeks the approval of the shareholders to approve entering into contracts/arrangements with related parties mentioned below wherein the estimated value of proposed transactions is likely to exceed the materiality thresholds and conditions mentioned in the resolution. All the contracts/arrangements and the transactions with "related parties" are reviewed and approved by the Audit Committee.



The details of transactions that require approval are given below:

Transaction between	Name of the related party	Relation	Period	Nature of Transaction	Maximum Amount (Rs.)
Maheshwari Logistics Ltd.	Vidhik Prints Private Limited	Subsidiary	1 Year	Business Purpose	Upto 100 Cr.

The Board of Directors recommends the resolution for approval by the Members, as set out at Item No. 4 of the Notice. None of the Directors, Key Managerial Personnel (KMP), or their relatives have any financial or other interest in the proposed resolution.

By Order of the Board of Directors

Sd/-

Gaurav Rajesh Jhunhunwala

Company Secretary & Compliance Officer

Date: 30.08.2025

Place: Vapi

Registered Office:

MLL House, Shed No. A2-3/2, OPP. UPL, 01st Phase,

GIDC, Vapi, Valsad, Gujarat-396195 (India)

CIN: L60232GJ2006PLC049224

Website: www.mlpl.biz

E-mail: cs@mlpl.biz, investors@mlpl.biz

Tel: +91 260 2431034/8155000688

**ANNEXURE TO THE NOTICE DATED AUGUST 30, 2025****ADDITIONAL INFORMATION (AS ON MARCH 31, 2025) OF DIRECTOR RETIRING BY ROTATION / SEEKING APPOINTMENT / RE-APPOINTMENT AT THE 19TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD -2 ON GENERAL MEETINGS**

Mr. Neeraj Maheshwari	
Age	52
Qualifications	Graduate
Experience (including expertise in specific functional area) / Brief Resume	Neeraj Maheshwari has completed Bachelor of Commerce from Kanpur University. He is the guiding force behind the strategic decisions of our Company. His scope of work includes business development and management of overall business as well as financial operations of the Company.
Terms and Conditions of appointment	To enable compliances by the company with provisions of Section 152 of the companies Act, 2013, Mr. Neeraj Maheshwari will be liable to retire by rotation.
Remuneration last drawn (including sitting fees, if any)	₹ 2,00,000 per month
Remuneration proposed to be paid	As per existing terms and conditions
Date of first appointment on the Board	31 st July, 2024
Shareholding in the Company as on March 31, 2025	6,59,948 Shares
Relationship with other Directors / Key Managerial Personnel	He is Father of erstwhile Whole-time Director Mr. Palash Maheshwari & Uncle of Mr. Shubham Maheshwari (Non-Executive Director) of Maheshwari Logistics Ltd.
Number of meetings of the Board attended during the financial year (2024-25)	4 (14.08.2024, 31.08.2024 as an Additional Director & 14.11.2024, 14.02.2025 as a Managing Director)
Directorships of other Boards as on March 31, 2025	<ul style="list-style-type: none"> Vidhik Prints Private Limited Maheshwari Motor Service Private Limited Samarth Finstock Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2025	NIL
Whether the aforementioned director is debarred under any statutory authority	No



MAHESHWARI LOGISTICS LIMITED

CIN: L60232GJ2006PLC049224

Registered Office: MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Valsad, Vapi, Gujarat- 396195

Email ID: cs@mlpl.biz **Website:** www.mlpl.biz **Tel:** 8155000688

ATTENDANCE SLIP

(to be presented at the entrance)

19th ANNUAL GENERAL MEETING ON SEPTEMBER 30, 2025, AT 03:00 P.M. at MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Vapi, Valsad, Gujarat- 396195

Folio No.	DP ID NO.	Client ID No.
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I/We hereby record my presence at the 19th Annual General Meeting of the Company held on September 30, 2025 at MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Valsad, Vapi - 396195, Gujarat, India at 03:00 P.M.

Name of the Member	Signature
Name of the Proxy-holder	Signature
Number of Share(s) held	

NOTE:

1. Only member/proxy-holder can attend the meeting.
2. Member/proxy-holder should bring his/her copy of the Annual Report for reference at the meeting.

In the case of joint holders, the signature of any one holder shall be sufficient, but the names of all joint holders should be stated

**MAHESHWARI LOGISTICS LIMITED****CIN: L60232GJ2006PLC049224****Registered Office:** MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Valsad, Vapi, Gujarat- 396195**Email ID:** cs@mlpl.biz **Website:** www.mlpl.biz **Tel:** 8155000688**Form No. MGT-11****Proxy form**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN	L60232GJ2006PLC049224
Name of the company	MAHESHWARI LOGISTICS LTD
Registered office	MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Valsad, Vapi -396195, Gujarat, India

Name of the member (s)		
Registered address		
E-mail Id	Folio No/ Client Id	DP ID

I/We, being the member (s) of shares of the above-named company, hereby appoint:

Name	E-mail Id
Address	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the _____. Annual general meeting/ Extraordinary general meeting of the company, to be held on the _____ day of _____ At _____ a.m. / p.m. at _____ (place) and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

SN	RESOLUTION(S)	OPTIONAL*	
		FOR	AGAINST
ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Financial Statements (including audited consolidated Financial Statements) of the company for the financial year ended March 31, 2025 which includes the Balance Sheet, Statement of Profit & Loss, Cash Flow Statement as on the date, the Auditor's Report and Board's Report thereon.		
2.	To appoint Mr. Neeraj Maheshwari (DIN: 01010325), who retires by rotation and being eligible, offers himself for re-appointment as a director of the company.		
SPECIAL BUSINESS			
3.	To consider and approve re-appointment of M/S. Shilpi Thapar & Associates, company secretaries as secretarial auditor for the 5 (five) financial year from 2025-2026 to 2029-2030.		
4.	Approval of Material Related Party Transaction(s).		

Signed this..... day of..... 20....

Signature of shareholder

Signature of Proxy holder

Affix
Revenue
Stamp



Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, MLL House, Shed No. A2-3/2, OPP. UPL, 1st Phase, GIDC, Vapi-396195, Gujarat (India) not less than 48 hours before the commencement of the Meeting.
2. A proxy need not be a member of the Company and shall prove his identity at the time of attending the Meeting.
3. A person can act as a proxy on behalf of members' up to and 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 the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated.
5. Appointing a proxy does not prevent a member from attending the Meeting in person if he / she so wishes. When a member appoints a Proxy and both the Member and Proxy attend the Meeting, the Proxy will stand automatically revoked.

**MAHESHWARI LOGISTICS LIMITED****CIN: L60232GJ2006PLC049224****Registered Office:** MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Valsad, Vapi, Gujarat- 396195**Email ID:** cs@mlpl.biz **Website:** www.mlpl.biz **Tel:** 8155000688**Form No. MGT-12 Polling Paper**

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

CIN	L60232GJ2006PLC049224
Name of the company	MAHESHWARI LOGISTICS LTD
Registered office	MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Valsad, Vapi -396195, Gujarat, India

POLLING PAPER

SN	Particulars	Details
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I/We hereby exercise my/our vote in respect of the following resolution(s) as set out in the Notice of Annual General Meeting of Company scheduled to be held on Tuesday, September 30, 2025 at 03:00 P.M. at the Registered Office of the Company at MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Valsad, Vapi -396195, Gujarat, India, which is proposed to be placed for consideration of members at the aforesaid AGM of the Company, by conveying my/our assent and/or dissent to the said Resolution(s) in the relevant box as stated herein below:

SN	Item No.	No. of Shares held by me	I assent to the Resolution	I dissent from the Resolution
ORDINARY BUSINESS				
1.	To receive, consider and adopt the Audited Financial Statements (including audited consolidated Financial Statements) of the company for the financial year ended March 31, 2025 which includes the Balance Sheet, Statement of Profit & Loss, Cash Flow Statement as on the date, the Auditor's Report and Board's Report thereon.			
2.	To appoint Mr. Neeraj Maheshwari (DIN: 01010325), who retires by rotation and being eligible, offers himself for re-appointment as a director of the company.			
SPECIAL BUSINESS				
3.	To consider and approve re-appointment of M/S. Shilpi Thapar & Associates, company secretaries as secretarial auditor for the 5 (five) financial year from 2025-2026 to 2029-2030.			
4.	Approval of Material Related Party Transaction(s).			

Place: Vapi**Date:****(Signature of the shareholders/
Proxy Holders)****INSTRUCTIONS**

- This Polling Paper is provided to enable the shareholder(s) or their proxy(ies) for voting by way of Polling Paper(s), who does not have access to e-voting facility and /or who have not voted through e-voting, so that they can also participate in voting through this physical Polling Paper.
- A Member can opt for only one mode of voting i.e. either through e-voting or by Polling paper if a Member cast votes by both modes, then voting done through remote e-voting shall prevail and voting by Ballot paper shall be treated as invalid.



Route Map for the Venue of Annual general Meeting

