

CORRIGENDUM TO THE POSTAL BALLOT NOTICE

Allcargo Logistics Limited (the "Company") had issued a Postal Ballot Notice dated March 16, 2022 (the "Notice") to the members of the Company. The Notice has been sent to the members of the Company in due compliance with the provisions of the Companies Act, 2013 read with the relevant rules made thereunder. Special business No. 1 & 2 and Explanatory Statement Item No. 1 & 2 has been inadvertently mentioned as an Ordinary Resolution instead of a Special Resolution. Accordingly, Special business No. 1 & 2 of the Notice shall be read as under:

"SPECIAL BUSINESS

1. **Appointment of Mr Mahendra Kumar Chouhan (DIN: 00187253) as an Independent Director of the Company**

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

2. **Appointment of Mrs Radha Ahluwalia (DIN: 00936412) as an Independent Director of the Company**

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

EXPLANATORY STATEMENT:

Item No.1:

The Board recommends the **Special Resolution** set out in item no. 1 of the Notice for approval by the members.

Item No.2:

The Board recommends the **Special Resolution** set out in item no. 2 of the Notice for approval by the members."

This Corrigendum shall form an integral part of the Notice and now onwards shall be read in conjunction with this Corrigendum. This Corrigendum will be published in the Free Press Journal (in English) and Navshakti (in Marathi) and will also be available on the website of BSE Ltd. (www.bseindia.com), the National Stock Exchange of India Ltd. (www.nseindia.com) and on the website of the Company (www.allcargologistics.com). All other contents of the Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

For Allcargo Logistics Limited



Devanand Mojindra
Company Secretary & Compliance Officer



Date: March 31, 2022
Place: Mumbai

Notes:

1. The Corrigendum is issued in continuation of and should be read in conjunction with the Notice which was already emailed to the members on March 22, 2022. All other contents of the Notice, save and except as mentioned in this Corrigendum, shall remain unchanged.
2. All references, if any, made in the Notice of the Company with respect to the Special business No. 1 & 2 and Explanatory Statement Item No. 1 & 2, be construed as a special resolution of the members.



TOGETHER TO SILVER.
TOGETHER TO GOLD.

Allcargo Logistics Limited, The Avvashya House, CST Road, Santacruz (E), Mumbai - 400 098.
T: +91 22 6679 8100 | info@allcargologistics.com | www.allcargologistics.com
CIN: L63010MH2004PLC073508 | GSTIN: 27AACCA2894D1Z5

ALLCARGO LOGISTICS LIMITED

CIN: L63010MH2004PLC073508

Registered Office: 6th Floor, Avashya House, CST Road, Kalina, Santacruz (E), Mumbai – 400098

Tel: +91 22 66798100; Website: www.allcargologistics.com; Email ID: investor.relations@allcargologistics.com

POSTAL BALLOT NOTICE

NOTICE PURSUANT TO SECTIONS 108 AND 110 OF THE COMPANIES ACT, 2013 AND RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, AS AMENDED, READ WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED.

Dear Member(s)

Notice is hereby given pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Management Rules**”) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“**MCA**”) for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021 and 20/2021 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021 and December 8, 2021, respectively, (collectively termed as “**MCA Circulars**”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”) and other applicable laws, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, to the members of Allcargo Logistics Limited (the “**Company**”), to consider and if thought fit to pass the resolutions set out herein below by way of Postal Ballot through Electronic Voting process (“**e-Voting**”).

The proposed resolutions along with the explanatory statements, pursuant to Section 102 of the Act and other applicable laws, pertaining to the said resolutions setting out the material facts and the reasons thereof, are also appended. Only members of the Company as on Friday, March 18, 2022 (“**cut-off date**”) are entitled to vote and any other person who is not a member of the Company shall treat this Notice for information purpose only.

Pursuant to the provision of Section 110 of the Act read with Rule 22 of the Management Rules, the Board of Directors of the Company (the “**Board**”) appointed Mr P N Parikh (Membership No: FCS 327, CP No: 1228) or failing him, Mr Mitesh Dhaliwala (Membership No: FCS 8331, CP No: 9511) or failing him, Ms Sarvari Shah (Membership No: FCS 9697, CP No: 11717) of M/s Parikh & Associates, Practicing Company Secretaries, as the scrutinizer for conducting the Postal Ballot through e-Voting process in a fair and transparent manner. The voting will commence on Wednesday, March 23, 2022 at 9:00 a.m. (IST) and will end on Thursday, April 21, 2022 at 5:00 p.m. (IST).

The Company has engaged the services of National Securities Depository Limited (“**NSDL**”) as the agency to provide e-Voting facility.

SPECIAL BUSINESS:

1. Appointment of Mr Mahendra Kumar Chouhan (DIN: 00187253) as an Independent Director of the Company

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

“**RESOLVED THAT** in accordance with the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) and Rules framed thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”) (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company (the “**Board**”), Mr Mahendra Kumar Chouhan (DIN: 00187253), who was appointed as an Additional Non-Executive Independent Director of the Company with effect from February 11, 2022 and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 2 (two) years commencing from February 11, 2022 to February 10, 2024.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all acts, deeds, matters, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

2. Appointment of Mrs Radha Ahluwalia (DIN: 00936412) as an Independent Director of the Company

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

“RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the **“Act”**) and Rules framed thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the **“Listing Regulations”**) (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company (the **“Board”**), Mrs Radha Ahluwalia (DIN: 00936412), who was appointed as an Additional Non-Executive Independent Director of the Company with effect from February 11, 2022 and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 2 (two) years commencing from February 11, 2022 to February 10, 2024.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, deeds, matters, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

3. Appointment of Mr Parthasarathy Vankipuram Srinivasa (DIN: 00125299) as a Non-Executive Non-Independent Director of the Company

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

“RESOLVED THAT in accordance with the provisions of Sections 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the **“Act”**) and Rules framed thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the **“Listing Regulations”**) (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company (the **“Board”**), Mr Parthasarathy Vankipuram Srinivasa (DIN: 00125299) who was appointed as an Additional Non-Executive Non-Independent Director of the Company with effect from January 25, 2022 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Non-Independent Director, whose office shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, deeds, matters, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Board of Directors
For Allcargo Logistics Limited

Place: Mumbai
Date: March 16, 2022

Sd/-
Devanand Mojindra
Company Secretary & Compliance Officer
(Membership no.: A14644)

Registered Office:
6th Floor, Avashya House, CST Road,
Kalina, Santacruz (E), Mumbai – 400098
E-mail ID: investor.relations@allcargologistics.com
Website: www.allcargologistics.com
Tel: +91 22 66798100
CIN: L63010MH2004PLC073508

NOTES AND INSTRUCTIONS:

1. The explanatory statement pursuant to Section 102 of the Act read together with Rule 22 of the Management Rules and other applicable provisions, setting out material facts and reasons in relation to the proposed special business is annexed hereto.
2. The Notice is being sent to all the members, whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (“NSDL”)/ Central Depository Services (India) Limited (“CDSL”) as on Friday, March 18, 2022 (“Cut-off Date”), which will be considered for the purposes of e-Voting. A person who is not a member of the Company as on the aforesaid date should treat this Notice for information purpose only.
3. As permitted under the MCA Circulars, the Company is sending the Notice electronically to all the members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company’s Registrar and Share Transfer Agent i.e., Link Intime India Private Limited (“Link Intime”) and will not be sending the hard copy of the Notice along with postal ballot form and postage prepaid self-addressed business reply envelope to the members whose email address are not registered. To facilitate such members to receive this Notice electronically and cast their vote electronically, members who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail to Link Intime at rnt.helpdesk@linkintime.co.in. Members holding shares in demat form are requested to register their e-mail addresses with their respective depository participant(s) only.
4. The Notice has also been placed on Company’s website: www.allcargologistics.com and NSDL’s website: <https://www.evoting.nsdl.com> and will also be available on the website of Stock Exchanges i.e., www.bseindia.com and www.nseindia.com.
5. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on Cut-off Date i.e. Friday, March 18, 2022.
6. Any member who did not receive the Notice may either send an email to investor.relations@allcargologistics.com or write to NSDL at evoting@nsdl.co.in.
7. Voting by e-Voting, can be exercised only by the member or its duly constituted attorney or in case of body corporates, by the duly authorised person. A member cannot exercise his/her vote by proxy on postal ballot.
8. The Board of Directors of the Company has appointed Mr P N Parikh (Membership No: FCS 327, CP No: 1228) or failing him, Mr Mitesh Dhabliwala (Membership No: FCS 8331, CP No: 9511) or failing him, Ms Sarvari Shah (Membership No: FCS 9697, CP No: 11717) of M/s Parikh & Associates, Practicing Company Secretaries as the scrutinizer to conduct the process of the postal ballot/e-voting in a fair and transparent manner (“Scrutinizer”).
9. Voting period commences on Wednesday, March 23, 2022 at 9:00 a.m. (IST) (start date) and ends on Thursday, April 21, 2022 at 5:00 p.m. (IST) (end date).
10. The resolutions passed by the members through postal ballot are deemed to have been passed as if they have been passed at a duly convened general meeting of the members.
11. **Voting through electronic means**

Pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Management Rules and Regulation 44 of the Listing Regulations, MCA Circulars and any other applicable provisions, if any, the Company has extended e-Voting facility to enable the members to cast their votes electronically through the e-Voting services provided by NSDL.

The e-Voting facility will be available during the following period:

Commencement of e-Voting	From Wednesday, March 23, 2022
End of e-Voting	Upto Thursday, April 21, 2022

The e-Voting module shall be disabled by NSDL for voting at 5:00 P.M. (IST) on Thursday, April 21, 2022. Once the vote on the resolution is cast by a member, he or she will not be allowed to change it subsequently.

The procedure and instructions for e-Voting are as follows:

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. 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 options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting 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 held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their 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 are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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. Once 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 options available against company name or e-Voting service provider-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 toll free no.: 1800 1020 990 and 1800 22 44 30
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 022- 23058738 or 022-23058542-43

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 119596 then user ID is 119596001***

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.
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 allcargo.scrutinizer@gmail.com with a copy marked to evoting@nsdl.co.in.
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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Amit Vishal / Pallavi Mahatre at evoting@nsdl.co.in, amitv@nsdl.co.in, pallavid@nsdl.co.in, Contact number is +91 222499 4360/4545/4738
12. All documents referred to in the Notice and Explanatory Statement will be available for electronic inspection by the members from the date of dispatch of this Notice until the last date for receipt of votes by e-Voting i.e., Thursday, April 21, 2022 till 5:00 p.m. (IST). Members seeking to inspect such documents can send an e-mail to investor.relations@allcargologistics.com. Further, any query in relation to the resolution proposed to be passed by e-Voting may be addressed to the Company Secretary of the Company at investor.relations@allcargologistics.com.
13. Upon completion of the scrutiny of the votes cast in a fair and transparent manner, the Scrutinizer will submit its report to the Chairman of the Company, or any person duly authorized by him. The Chairman or any director or any other person authorized by the Chairman shall declare the results of the Postal Ballot as per the statutory timelines. The results of the Postal Ballot will be announced within 2 (two) working days of conclusion of the voting through Postal Ballot process. The results along with the Scrutinizer's report will also be posted on websites of the Company i.e., www.allcargologistics.com and NSDL: <https://www.evoting.nsdl.com/> and will also be available on the website of Stock Exchanges i.e., www.bseindia.com and www.nseindia.com. The Company will also display the results at its registered office. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified for e-Voting i.e., Thursday, April 21, 2022.

EXPLANATORY STATEMENT
(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

Item No. 1

Appointment of Mr Mahendra Kumar Chouhan (DIN: 00187253) as an Independent Director of the Company

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee had approved the appointment of Mr Mahendra Kumar Chouhan (DIN: 00187253) ("**Mr Chouhan**"), as an Additional Non-Executive Independent Director of the Company for a term of 2 (two) years with effect from February 11, 2022 under Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (the "**Act**") and the Articles of Association of the Company.

In accordance with the provisions of Section 149 read with Schedule IV of the Act, appointment of Independent Director requires approval of the members of the Company. Further, pursuant to Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**Listing Regulations**"), effective from January 1, 2022, a listed entity shall ensure that the approval of members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Mr Chouhan is qualified to be appointed as a director in terms of Section 164 of the Act and has given his consent to act as a director. The Company has also received declaration from Mr Chouhan that he meets the criteria of independence as prescribed under Section 149(6) of the Act and the Listing Regulations.

The Company has also received notice under Section 160 of the Act from a member proposing the candidature of Mr Chouhan for the office of an Independent Director of the Company.

Mr Chouhan is independent of the management and possesses appropriate skills, experience and knowledge. Considering the extensive knowledge, experience as well as his educational background, appointment of Mr Chouhan as an Independent Director is in the interest of the Company.

Details of Mr Chouhan are provided in the "Annexure" to the Notice, pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India.

Mr Chouhan have applied online to the Indian Institute of Corporate Affairs for inclusion of his name in the data bank for perpetuity and his registration number is IDDB-DI-202002-004638.

Copy of draft appointment letter of Mr Chouhan setting out the terms and conditions of appointment shall be available for inspection by the members electronically. Members seeking to inspect the same can send an email to investor.relations@allcargologistics.com.

Save and except Mr Chouhan, being an appointee, none of the Directors or Key Managerial Personnel of the Company or relatives of Directors and Key Managerial Personnel are, in any way, concerned or interested, financially or otherwise, in the resolution as set out in item no. 1 of the Notice. He does not hold any share in the Company.

The Board recommends the ordinary resolution set out in item no. 1 of the Notice for approval by the members.

Item No. 2

Appointment of Mrs Radha Ahluwalia (DIN: 00936412) as an Independent Director of the Company

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee had approved the appointment of Mrs Radha Ahluwalia (DIN: 00936412) ("**Mrs Ahluwalia**"), as an Additional Non-Executive Independent Director of the Company for a term of 2 (two) years with effect from February 11, 2022 under Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (the "**Act**") and the Articles of Association of the Company.

In accordance with the provisions of Section 149 read with Schedule IV of the Act, appointment of Independent Directors requires approval of the members of the Company. Further, pursuant to Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the Listing Regulations**"), effective from January 1, 2022, a listed entity shall ensure that approval of member for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Mrs Ahluwalia is qualified to be appointed as a director in terms of Section 164 of the Act and has given her consent to act as a director. The Company has also received declaration from Mrs Ahluwalia that she meets the criteria of independence as prescribed under Section 149(6) of the Act and the Listing Regulations.

The Company has also received notice under Section 160 of the Act from a member proposing the candidature of Mrs Ahluwalia for the office of an Independent Director of the Company.

Mrs Ahluwalia is independent of the management and possesses appropriate skills, experience and knowledge. Considering the extensive knowledge, experience as well as her educational background, appointment of Mrs Ahluwalia as an Independent Director is in the interest of the Company.

Details of Mrs Ahluwalia are provided in the “Annexure” to the Notice, pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India.

Mrs Ahluwalia have applied online to the Indian Institute of Corporate Affairs for inclusion of her name in the data bank for a period of 5 years and her registration number is IDDB-DI-202202-041005.

Copy of draft appointment letter of Mrs Ahluwalia setting out the terms and conditions of appointment shall be available for inspection by the members electronically. Members seeking to inspect the same can send an email to investor.relations@allcargologistics.com.

Save and except Mrs Ahluwalia, being an appointee, none of the Directors or Key Managerial Personnel of the Company or relatives of Directors and Key Managerial Personnel are, in any way, concerned or interested, financially or otherwise, in the resolution as set out in item no. 2 of the Notice. She does not hold any share in the Company.

The Board recommends the ordinary resolution set out in item no. 2 of the Notice for approval by the members.

Item No. 3

Appointment of Mr Parthasarathy Vankipuram Srinivasa (DIN: 00125299) as a Non-Executive Non-Independent Director of the Company

Mr Parthasarathy Vankipuram Srinivasa (DIN: 00125299) (“**Mr Parthasarathy**”) was appointed as Non-Executive Independent Director by members of the Company at the Annual General Meeting held on September 29, 2021 for the period of 5 years Commencing from May 11, 2021. Further, he tendered his resignation as an Independent Director with effect from January 25, 2022.

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee approved the appointment of Mr Parthasarathy, as an Additional Non-Executive Non-Independent Director of the Company liable to retire by rotation, with effect from January 25, 2022 under Sections 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) and the Articles of Association of the Company.

Pursuant to Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”), effective from January 1, 2022, a listed entity shall ensure that approval of members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Mr Parthasarathy is not disqualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

The Company has received a notice in writing from a member under Section 160 of the Act, proposing the candidature of Mr Parthasarathy for the office of Director of the Company.

Details of Mr Parthasarathy are provided in the “Annexure” to the Notice, pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India.

Save and except Mr Parthasarathy, being an appointee, none of the Directors or Key Managerial Personnel of the Company or relatives of Directors and Key Managerial Personnel are, in any way, concerned or interested, financially or otherwise, in the resolution as set out in item no. 3 of the Notice. He does not hold any share in the Company.

The Board recommends the ordinary resolution set out in item no. 3 of the Notice for approval by the members.

By order of the Board of Directors
For Allcargo Logistics Limited

Place: Mumbai
Date: March 16, 2022

Sd/-
Devanand Mojidra
Company Secretary & Compliance Officer
(Membership no.: A14644)

Registered Office:

6th Floor, Avashya House, CST Road,
Kalina, Santacruz (E), Mumbai – 400098

E-mail ID: investor.relations@allcargologistics.com

Website: www.allcargologistics.com

Tel: +91 22 66798100

CIN: L63010MH2004PLC073508

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD- 2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA ARE AS UNDER

1	Name of the Director	Mr Mahendra Kumar Chouhan (DIN: 00187253)	Mrs Radha Ahluwalia (DIN: 00936412)	Mr Parthasarathy Vankipuram Srinivasa (DIN: 00125299)
2	Age	66 Years	49 Years	59 Years
3	Qualification	MBA with Finance specialization, a Science graduate B.Sc. A course on 'Governing the Corporation: Global perspectives in the Indian context' from Wharton Business School, University of Pennsylvania, USA.	Master's Diploma in German from Goethe Institute and Honours Degree, Lady Shriram College for Women, Delhi University.	Chartered Accountant from ICAI and ICAEW and an alumnus of Harvard Business School's AMP (2011)
4	Brief resume including profile, experience and expertise in specific functional areas	<p>Mr Mahendra Kumar Chouhan has been a Consultant to IFC – World Bank Group and holds a certificate by Global Corporate Governance Forum, IFC – World Bank Group, as Trainer for Board of Directors. He has conducted several board retreats and trained many board members. He has an international knowledge and special expertise in ESG framework that has taken global centre stage now. He has a global experience of ESG landscape developing in last 20 years and can apply these perspectives in Indian context to help Indian companies embed ESG in their business strategy. He has successfully completed "Certification Programme in IT & Cybersecurity for Board Members" in March 2019 conducted by Institute of Development & Research in Banking (IDRBT) – established by Reserve Bank of India. Further, he has 20 years of Board experience as an Independent Director on Public listed as well as unlisted companies, within and outside India from sectors like Banking, Financial Services, Housing Finance (HFC), Education Finance (NBFC), Online B2B Marketplace Company, Exhibition & Trade Fair, Manufacturing, Capital Goods & Pharmaceuticals.</p>	<p>Mrs Radha Ahluwalia is General Partner of Work Capital, a start-up eco-system centred on the creation of employment and employability in India. Over the course of 2021, Work Capital's investee companies have built employability and jobs for over a million Indians. For two and a half decades prior, she created and led industry leadership networks across the country centered on the creation of independent economic and business insight. She has briefed the global Chief Executives and/or Boards of over 20 of the world's largest firms.</p> <p>For over fifteen years as Managing Director of IMA India, one of the country's leading economic research think tanks, Mrs Ahluwalia curated and chaired over 120 discussions every year among CEOs, CFOs, CHROs, and CMOs, forming bridges of interaction within the industry and among government and industry. She built reputation and brand for IMA, previously the country franchisee of the Economist Intelligence Unit, leading a team of researchers and senior executives.</p>	<p>Mr Parthasarathy Vankipuram Srinivasa (fondly known as Partha) is a leader who relishes challenges. His multiple roles straddling industries and geographies has helped him to develop what he calls his "stairway to a global mindset", which challenges us to think fast and think new. Partha is a much awarded professional, thought leader, and votary of transformational changes with over 35 years of rich experience wherein he has successfully led businesses, functions, and organizational transformations. A well-recognized speaker in the fields of finance and IT, he was awarded with a Lifetime Achievement Awards for both his CFO and CIO roles. He is also the recipient of the Business World - Yes Bank Hall of Fame Award, Best CFO of India Award by IMA, Corporate Excellence Awards and Digital Icon of India Award by HPE and CIO 100 – Hall of Fame by CIO after winning the awards for 4 consecutive years.</p> <p>Partha also takes part in charity runs for Nanhi Kali (the Girl Child Education NGO) at the Mumbai Marathon and named a Change Legend for 2019 creating history, being responsible for bringing in the largest collection that year.</p>

	Name of the Director	Mr Mahendra Kumar Chouhan (DIN: 00187253)	Mrs Radha Ahluwalia (DIN: 00936412)	Mr Parthasarathy Vankipuram Srinivasa (DIN: 00125299)
		Currently, he is Chairman of Fino Payment Bank (Public listed), experience of Chairing Audit, Nomination & Remuneration as well as CSR Committees of different boards.	<p>As Chair of over a thousand discussions on cutting-edge issues and forecasts on business and the economy and author of multiple papers on the economy, geo-politics and business best practices, Mrs Ahluwalia's perspective is considered both balanced and thought-leading</p> <p>At Work Capital, she advises early-stage start-ups in various areas including leadership, community/ network development, corporate governance, and Industry/ Government alliances.</p> <p>Mrs Ahluwalia's value system centers on the belief that life led, and work done with purpose, with truth, focus and honest hard work is the only truly sustainable approach and it is with the intent of spreading this belief amongst the next generation of entrepreneurs that she commenced her foray into venture capital. She mentors' entrepreneurs to build sustainable businesses with scale through true leadership.</p> <p>Mrs Ahluwalia believes in the power of wholesome, sustainable living, and most of all, in the power of giving. In her personal capacity, she is closely involved with various philanthropic initiatives.</p> <p>In the early stages of her career, Mrs Ahluwalia worked at the World Bank, then at the country office of Lufthansa where she led marketing initiatives and their outsourcing to expert third parties. She has also worked at the Goethe Institute building cultural and education linkages between India and Germany.</p>	Prior to being appointed as the President of Mobility Services Sector, Mahindra Group in April 2020, Partha was the Group CFO & Group CIO, Mahindra Group for 7 years as well as a member of the Mahindra Group Executive Board for over 10 years.
5	Shareholding in the Company as on March 16, 2022	Not Applicable	Not Applicable	Not Applicable

	Name of the Director	Mr Mahendra Kumar Chouhan (DIN: 00187253)	Mrs Radha Ahluwalia (DIN: 00936412)	Mr Parthasarathy Vankipuram Srinivasa (DIN: 00125299)
6	Date of first appointment	February 11, 2022	February 11, 2022	May 11, 2021 as a Non- Executive Independent Director and with effect from January 25, 2022 as an Additional Non-Executive Non-Independent Director
7	Directorship held in other companies (including the Company and listed entities from which the person has resigned in the past three years)	<p>Listed</p> <ul style="list-style-type: none"> - Allcargo Logistics Limited - NESCO Limited - Fino Payments Bank Limited <p>Unlisted</p> <ul style="list-style-type: none"> - MIMS Consultants Private Limited - Mahendra And Ardneham Consulting Private Limited - IMC Chamber of Commerce and Industry 	<p>Listed</p> <ul style="list-style-type: none"> - Allcargo Logistics Limited <p>Unlisted</p> <ul style="list-style-type: none"> - Axslogic On Demand Services Private Limited - Integrated Learning Solution Private Limited 	<p>Listed</p> <ul style="list-style-type: none"> - Allcargo Logistics Limited - Mahindra Holidays & Resorts India Limited (upto January 25, 2021) - Mahindra Logistics Limited (upto April 2, 2021) - Tech Mahindra Limited (upto January 31, 2021) - Mahindra and Mahindra Financial Services Limited (upto September 18, 2020) <p>Unlisted</p> <ul style="list-style-type: none"> - Rudi Multi Trading Company Limited - Kids Clinic India Limited - Grassroot Trading Network for Women - Life Insurance Corporation of India - Imperial Auto Industries Limited
8	No. of Committees in which Director is member*	1	-	-
9	No. of Committees in which Director is Chairman*	1	1	1
10	Terms and Conditions of appointment/ re-appointment along with details of remuneration sought to be paid and remuneration last drawn	As per terms and conditions of appointment of independent director.	As per terms and conditions of appointment of independent director.	<p>As per the resolution set out in this Notice read with the Statement hereto.</p> <p>He shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission, if any within the limits stipulated under Section 197 of the Companies Act, 2013.</p>

	Name of the Director	Mr Mahendra Kumar Chouhan (DIN: 00187253)	Mrs Radha Ahluwalia (DIN: 00936412)	Mr Parthasarathy Vankipuram Srinivasa (DIN: 00125299)
11	No. of Meetings of the Board attended during the year	1	2	9
12	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	A. Leadership B. Risk Management & Financial Planning C. Mergers and acquisition D. Industry experience, Global Business & Business acumen E. Board services, corporate governance and sustainable development Please refer point 3 and 4 as mentioned above for Director's qualification and profile.		Not Applicable
13	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not Applicable	Not Applicable	Not Applicable

* Includes only Audit and Stakeholders Relationship Committees in accordance with Regulation 26 of the Listing Regulations