

### SHREEJI TRANSLOGISTICS LIMITED

CIN: L63010MH1994PLC077890

**Registered Office:** D-3011, Akshar Business Park, Plot No. 003, Sector 25, Vashi, Navi Mumbai - 400 703 | **Phone:** (022) 40746666/ 40746600

**Website:** [www.shreejitranslogistics.com](http://www.shreejitranslogistics.com) | **Email:** [cs@shreejitransport.com](mailto:cs@shreejitransport.com)

### NOTICE OF POSTAL BALLOT

NOTICE is hereby given that pursuant to the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs ("the MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the Resolutions appended below are proposed for seeking approval of the Members of the Company by way of Postal Ballot by voting through electronic means only ("remote e-voting").

#### **SPECIAL BUSINESS**

##### **1. Increase in Authorised Share Capital of the Company**

To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 13 read with Section 61 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modifications, amendments or re-enactment thereof, for the time being in force) and pursuant to the provisions of the Memorandum and Articles of Association of the Company, the Authorised Share Capital of the Company be and is hereby increased from Rs. 10,50,00,000/- (Rupees Ten Crore Fifty Lakhs only) divided into 5,25,00,000 (Five Crore Twenty Five Lakhs) Equity Shares of Rs. 2/- (Rupees Two only) each to Rs. 14,00,00,000/- (Rupees Fourteen Crore only) divided into 7,00,00,000 (Seven Crore) Equity Shares of Rs. 2/- (Rupees Two only) each, by creation of additional 1,75,00,000 Equity Shares of Rs. 2/- each ranking pari passu in all respect with the existing Equity Shares.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof with the following new Clause V:

V. The Authorised Share Capital of the Company is Rs.14,00,00,000/- (Rupees Fourteen Crore only) divided into 7,00,00,000 (Seven Crore) Equity Shares of Rs. 2/- (Rupees Two only) each.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to this resolution and in connection with any matter incidental thereto."

##### **2. Issue of Bonus Shares to the equity shareholders of the Company**

To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modifications, amendments or re-enactment thereof, for the time being in force), the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and any other applicable laws, or any amendment or re-enactment thereof and Article 203 of the Articles of Association of the Company and recommendation of the Board of Directors ('the Board') and subject to such approvals, consents, permissions and sanctions, as may be required from appropriate authorities; consent of the members be and is hereby accorded to the Board for capitalization of a sum of Rs. 3,49,41,750/- (Rupees Three Crore Forty Nine Lakh Forty One Thousand Seven Hundred and Fifty only) out of the retained earnings of the Company, and that said

sum of Rs. 3,49,41,750/- shall be applied for issue and allotment of new 1,74,70,875 Equity Shares of Rs. 2/- each of the Company as fully paid Bonus Shares, to the holders of the existing Equity Shares of the Company, whose names appear in the Register of Members of the Company/ List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date as may be fixed in this regard by the Board ('Record Date'), in the proportion of 1 (One) Equity Share for every 3 (Three) Equity Shares held by such persons respectively on the Record Date, upon the footing that they become entitled thereto for all purposes as capital.

RESOLVED FURTHER THAT in case of fractional shares, if any, arising out of the issue and allotment of the bonus equity shares, the Board be and is hereby authorized to make suitable arrangements to deal with such fractions for the benefit of the eligible Members, including but not limited to, allotting the total number of new equity shares representing such fractions to a person(s) to be appointed by the Board of Directors who would hold them in trust for such Members and shall, as soon as possible, sell such equity shares at the prevailing market rate and the net sale proceeds of such equity shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Members who are entitled to such fractions in the proportion of their respective fractional entitlements.

RESOLVED FURTHER THAT the said new 1,74,70,875 Equity Shares of Rs. 2/- each to be allotted as Bonus Shares shall be subject to the Memorandum and Articles of Association of the Company and shall rank pari passu in all respect with and carry the same rights as the existing Equity Shares and shall be entitled to participate in full in any dividends to be declared for the financial year in which the Bonus Shares are allotted.

RESOLVED FURTHER THAT no allotment letters shall be issued to the allottees of the Bonus Shares and that the Bonus Shares shall be credited to the demat accounts of the allottees who are holding the existing Equity Shares in demat form within the period prescribed or that may be prescribed in this behalf, from time to time.

RESOLVED FURTHER THAT the allotment of the fully paid new Equity Shares as Bonus Shares to the extent that they relate to Non Resident Indians ('NRIs'), Persons of Indian Origin ('PIO')/ Overseas Corporate Bodies ('OCBs'), Foreign Portfolio Investors (FPIs) and other foreign investors of the Company, shall be subject to the approval of the Reserve Bank of India, under the Foreign Exchange Management Act, 1999, if necessary.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and give such directions as may be necessary, expedient or desirable and to settle all questions or difficulties whatsoever that may arise with regard to the issue, allotment and distribution of the new Equity Shares and listing of the same on Stock Exchanges."

**By Order of the Board**

**Himani Dave**  
**Company Secretary**  
**M. No. ACS 26285**

**Navi Mumbai, 21st December, 2023**

**Registered Office:**  
**D-3011, Akshar Busniess Park**  
**Plot No. 003, Sector 25, Vashi,**  
**Navi Mumbai - 400703**  
**Website: [www.shreejitranslogistics.com](http://www.shreejitranslogistics.com)**

### NOTES:

1. The Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, and the rules framed thereunder and Secretarial Standards - 2 on General Meetings issued by the Institute of Company Secretaries of India, setting out the material facts and reasons for the proposed Resolutions, is annexed hereto and forms part of this Postal Ballot Notice.
2. Members holding Equity Shares shall have one vote per share as shown against their holding. The Member need not use all his/ her/ its votes, nor does he/ she/ it need to cast all his/ her/ its votes in the same way.
3. Voting Rights shall be reckoned on the paid-up value of Shares registered in the name of the Beneficial Owners as on the close of business hours on Friday, 15th December, 2023 ("Cut-off Date"). Only those Members whose names are recorded in the List of Beneficial Owners, as furnished by the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), as on the Cut-off Date will be entitled to cast their votes on the resolutions set forth in this Notice.
4. The Board of Directors has appointed Mr. Sanjay H. Sangani, Practicing Company Secretary (Membership No. FCS 4090, COP No. 3847) as a Scrutinizer to conduct the Postal Ballot process (through remote e-voting) in a fair and transparent manner.
5. In compliance with MCA circulars, the Postal Ballot Notice is being sent in electronic mode only to all the Members whose names appear in the List of Beneficial Owners as furnished by NSDL and CDSL as on the close of business hours on Friday, 15th December, 2023 ("Cut-off Date"). A person who is not a Member of the Company on the Cut-off Date should treat this Notice as for information purpose only.
6. In compliance with MCA circulars, the hard copy of this Postal Ballot Notice along with the Postal Ballot Forms and prepaid business envelope are not being sent to the Members for this Postal Ballot. Accordingly, the communication of the assent and dissent of the Members would take place through remote e-voting system only.
7. Members may also note that the Postal Ballot Notice will also be available for download on the Company's website at [www.shreejitranslogistics.com](http://www.shreejitranslogistics.com), and the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the website of National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
8. **Process for those shareholders whose email ids are not registered with the depositories:**  
Members who have not registered their e-mail ids are requested to register/ update the same with their respective Depository Participant(s)/ Company.
9. In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 and MCA Circulars and Regulation 44 of the Listing Regulations, the Company is providing remote e-voting facility to the Members of the Company, to exercise their right to vote by electronic means on the resolutions set forth in the Notice. The Company has engaged the services of NSDL to provide the remote e-voting facility. Instructions for the process to be followed for voting through electronic means are given at Sr. No. 14.
10. In case you have any queries or issues regarding Postal Ballot including remote e-voting, members may contact Mrs. Himani Dave, Company Secretary & Compliance Officer, at [cs@shreejitransport.com](mailto:cs@shreejitransport.com) or 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](http://www.evoting.nsdl.com) or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Anubhav Saxena at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
11. The Scrutinizer will submit his Report to Chairman of the Company after completion of the scrutiny. The result of the Postal Ballot (including remote e-voting) will be declared by the Chairman of the Company on Tuesday, 23rd January, 2024 at the Registered Office of the Company. The Results declared along with the Scrutinizer's Report, shall be placed on the website of the Company [www.shreejitranslogistics.com](http://www.shreejitranslogistics.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and the same shall be communicated to BSE Limited, where the shares of the Company are listed.
12. The Resolution, if passed by requisite majority, shall be deemed to have been passed on Sunday, 21st January, 2024, being the last date for receipt of votes through remote e-voting. Further, the Resolutions passed by the Members through Postal Ballot shall be deemed to have been passed as if they have been passed at a General Meeting of the Members convened in that behalf.

13. As per the provisions of the Companies Act, 2013, facility for making nomination is available to the members in respect of the shares held by them. Members may write to their Depository Participants for the purpose.
14. **The details of the process and manner for remote e-voting are explained herein below:**  
The remote e-voting period commences on Saturday, 23rd December, 2023 at 9.00 a.m. (IST) and ends on Sunday, 21st January, 2024 at 5.00 p.m. (IST). During this period, Members of the Company, holding Shares of the Company as on the Cut-off Date, that is, Friday, 15th December, 2023 may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.

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

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

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

#### **1. Individual Shareholders holding securities in demat mode with NSDL**

- (i) Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsd.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
- (ii) If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- (iii) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.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 company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
- (iv) Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**

 **App Store**     **Google Play**



#### **2. Individual Shareholders holding securities in demat mode with CDSL**

- (i) 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 users to login Easi/ Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.

- (ii) After successful login the Easi/ Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
- (iii) If the user is not registered for Easi/ Easiest, option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
- (iv) Alternatively, the user can directly access e-voting page by providing demat Account Number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

### 3. **Individual Shareholders (holding securities in demat mode) login through their depository participants**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

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

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

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email id is registered in your demat account or with the company, your 'initial password' is communicated to you on your email id. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email id is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- (a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- (b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.**

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 [sanjay.sangani@gmail.com](mailto:sanjay.sangani@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on “**Upload Board Resolution/ Authority Letter**” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://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](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Anubhav Saxena at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

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

- (i) Shareholders are requested to 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@shreejitransport.com](mailto:cs@shreejitransport.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
- (ii) Alternatively, shareholder/ members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- (iii) 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.

### **EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

#### **Item No. 1**

At present the Authorised Share Capital of the Company is Rs. 10,50,00,000/- (Rupees Ten Crore Fifty Lakhs only) divided into 5,25,00,000 (Five Crore Twenty Five Lakhs) Equity Shares of Rs. 2/- (Rupees Two only) each. The Company proposes to issue Bonus Shares in the ratio of 1 Equity Share for every 3 Equity Shares held by the existing Shareholders of the Company. In view of the same, the Company is required to increase its Authorised Share Capital from Rs.10,50,00,000/- (Rupees Ten Crore Fifty Lakhs only) to Rs. 14,00,00,000/- (Rupees Fourteen Crore Only). Therefore, the approval of the members is sought for increasing the Authorised Share Capital of the Company and also for the consequent amendment in the Authorised Share Capital Clause of the Memorandum of Association of the Company.

A copy of the Memorandum of Association of the Company together with the proposed changes is available for inspection at the Registered Office of the Company between 11.00 a.m. to 4.00 p.m. on any working day upto 21st January, 2024 (i.e. last day of voting).

The Board recommends the resolution for the approval of the members. The Directors, Key Managerial Personnel and their relatives may be regarded as concerned or interested in the resolution set out at Item No. 1, to the extent Equity Shares may be allotted to them.

#### **Item No. 2**

The Company, as on 31st March 2023, has Free Reserves of Rs. 30,33,32,678/- and Share Capital of Rs. 10,48,25,250/-. With a view to encourage the participation of small investors, increase the liquidity of the Equity Shares and expand the retail shareholder base, the Board of Directors at their meeting held on 21st December, 2023 have recommended the issue of Bonus Shares, subject to approval of Shareholders, in the proportion of 1 : 3 i.e. 1 (one) Equity Share of Rs. 2/- each of the Company for every 3 (Three) existing Equity Shares of Rs. 2/- each fully paid of the Company held by the shareholders on the record date to be fixed by the Board, by capitalizing a sum of Rs. 3,49,41,750/- (Rupees Three Crore Forty Nine Lakh Forty One Thousand Seven Hundred and Fifty only) out of retained earnings of the Company. The said sum of Rs. 3,49,41,750/- is proposed to be applied in full by issuing new 1,74,70,875 Equity Shares of Rs. 2/- each as Bonus Shares. Consequently, the Paid up Equity Share Capital of the Company would increase.

The proposed issue of Bonus Shares will be made in line with the provisions of Section 63 of the Companies Act 2013, and subject to such approval, if any, required from any statutory authorities or Government.

The new Equity Shares of Rs.2/- each to be allotted and issued as Bonus Shares shall be subject to the terms of Memorandum and Articles of Association of the Company and shall rank pari passu in all respects with and carry the same rights as the existing fully paid Equity Shares of the Company and shall be entitled to participate in full in any dividend(s) to be declared after the Bonus Shares are allotted.

In case of fractional entitlements arising out of the issue of bonus equity shares, the Board will make suitable arrangements to deal with such fractions for the benefit of the eligible Members, including but not limited to, aggregating of such fractions and allotting the total number of new equity shares representing such fractions to a person(s) to be appointed by the Board who would hold them in trust for such Members and shall, as soon as possible, sell such equity shares at the prevailing market rate and the net sale proceeds of such shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Members.

The approval of members is sought for issue of Bonus Shares in accordance with the provisions of Section 63 of the Companies Act, 2013.



The Board recommends the resolution for the approval of the members. The Directors, Key Managerial Personnel and their relatives may be regarded as concerned or interested in the resolution set out at Item No. 2, to the extent Equity Shares may be allotted to them.

**By Order of the Board**

**Himani Dave**  
**Company Secretary**  
**M. No. ACS 26285**

**Navi Mumbai, 21st December, 2023**

**Registered Office:**  
**D-3011, Akshar Busniess Park**  
**Plot No. 003, Sector 25, Vashi,**  
**Navi Mumbai - 400703**  
**Website: [www.shreejitranslogistics.com](http://www.shreejitranslogistics.com)**