

### SHREEJI TRANSLOGISTICS LIMITED

CIN: L63010MH1994PLC077890

**Registered Office:** Shreeji Krupa, Plot No. 107, Sector No. 19 C,  
Vashi, Navi Mumbai - 400705 | **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") 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 means of Postal Ballot including voting through electronic means ("remote e-voting").

#### **SPECIAL BUSINESS**

##### **1. Sub-division (Split) of Equity Shares of the Company**

To consider and if thought fit, to accord assent or dissent to the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 61(1)(d) and other applicable provisions of the Companies Act, 2013, and the rules framed thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modifications, amendments or re-enactments thereof for the time being in force, and pursuant to Article 10 (c) and other enabling provisions of the Articles of Association of the Company and subject to such permissions, sanctions and approvals as may be required in this respect, approval of the Members of the Company be and is hereby accorded for sub-division of each equity share of face value of Rs.10/- (Rupees Ten only) each into 5 (Five) equity shares of face value of Rs. 2/- (Rupees Two only) each fully paid-up, ranking pari-passu with each other in all respects, on such date as may be fixed by the Board of Directors as the Record Date.

RESOLVED FURTHER THAT pursuant to the sub-division of the equity shares of the Company, all the authorised, issued, subscribed and paid up equity shares of face value Rs.10/- (Rupees Ten only) of the Company, existing on the Record Date to be fixed by the Board of Directors, shall stand sub-divided into 5 (five) equity shares of face value Rs.2/- (Rupees Two only) each fully paid up.

RESOLVED FURTHER THAT the new Equity Shares shall be credited to the beneficiary accounts of the Members with their respective depository participants, in lieu of the existing credits representing the equity shares of the Company before sub-division.

RESOLVED FURTHER THAT the sub-divided shares shall be subject to the terms and conditions contained in Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things and to give such directions, as it may in its absolute discretion deem necessary, expedient and proper and to apply for requisite approvals, sanctions of the statutory or regulatory authorities, as may be required, to sign or execute necessary applications, papers, documents, undertakings and other declarations for submission with Stock Exchanges, Registrar of Companies, Registrar & Share Transfer Agents, Depositories and/ or any other regulatory or statutory authorities, to appoint legal representatives, advocates, attorneys and to settle any questions, difficulties or doubts that may arise in this regard."

##### **2. Alteration to the Authorised Share Capital Clause of the Memorandum of Association of the Company**

To consider and if thought fit, to accord assent or dissent to 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-enactments 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 altered from Rs. 10,50,00,000/- (Rupees Ten Crore Fifty Lakhs only) divided into 1,05,00,000 (One Crore Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each to 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.

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

V (a)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.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, expedient and proper for the purpose of giving effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

### **3. Alteration to the Main Objects Clause of the Memorandum of Association of the Company**

To consider and if thought fit, to accord assent or dissent to the following resolution as a Special Resolution.

“RESOLVED THAT in accordance with the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder, including any statutory modifications, amendments or re-enactments thereof for the time being in force, and subject to such permissions, sanctions and approvals as may be required in this respect, the Memorandum of Association of the Company be and is hereby altered in following manner :

a. by inserting the following new sub-clause 3 in Clause III (A) i.e. Main Objects Clause:

3. To carry on business as exporters, importers, buyers, sellers, super marketers, distributors, wholesalers, retailers, traders, dealers, showroom owners, merchants, manufacturers, producers, stockists, suppliers, indenters, packers, movers, preservers, agents, sub-agents, representatives, commission agents, brokers of all types of automobiles and its spare parts, accessories and batteries; pharmaceutical products, cosmetics and toiletries, perfumery products, detergents, drugs, textiles, clothes, silk, yarns, readymade garments, and fashion accessories, electrical and electronic goods and appliances, engineering goods, computers and laptops and its parts; equipment, apparatus, appliances, plants, machineries, communication equipment, petroleum products, plastics and plastic products, marine products, leather products, rubber, rubber products, marble and stones, bathroom fittings, sanitaryware, furniture, ferrous and non ferrous metals and its products, chemicals, minerals, confectioneries, precious metals and stones, artefacts, jewelleryes, imitation jewelleryes, paper products, tobacco, stationery, office automation equipment; agricultural, horticultural, floricultural produce and products; food products, frozen foods, dry fruits, soft drinks, jams and jellies, sauces and ketchups, pickles, essence and flavours, agarbattis, fertilizers, cements, construction materials and all other types of general goods, merchandise, products, consumer products, industrial products, domestic household goods, consumer durables, consumables, materials, accessories, commodities and equipment, or any other general merchandise.

b. by renumbering the existing sub-clause 3 to sub-clause 51 in Clause III (B) as sub-clause 4 to sub-clause 52.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, expedient and proper for the purpose of giving effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

### **4. Continuation of Mr. Bipin C. Shah (DIN: 00280559), who will be attaining the age of seventy years, as Wholtime Director**

To consider and if thought fit, to accord assent or dissent to the following resolution as a Special Resolution.

“RESOLVED THAT pursuant to Section 196(3) read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modifications, amendments or re-enactments thereto for the time being in force, consent of the Members of the Company be and is hereby accorded for continuation of holding of office by Mr. Bipin C. Shah (DIN: 00280559) as Wholtime Director of the Company, upon attaining the age of seventy (70) years on 31st August, 2023, upto the expiry of his present term of office and on the existing terms and conditions duly approved by the Members of the Company by means of a Special Resolution passed at their Annual General Meeting held on 27th September, 2021.

RESOLVED FURTHER THAT save and except as aforesaid, the Special Resolution passed by the Members in the Annual General Meeting dated 27th September, 2021 with respect to the appointment of Mr. Bipin C. Shah as Wholetime Director shall continue to remain in full force and effect.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, expedient and proper for the purpose of giving effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

### By Order of the Board

**Divyesh Badiyani**  
**Company Secretary**  
**M. No. ACS 63381**

**Mumbai, 1st December, 2022**

### 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 have option to vote either by means of Postal Ballot Form or through Remote E-voting.
3. 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.
4. 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, 2nd December, 2022 (“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. A person who is not a Member of the Company on the Cut-off Date should treat this Notice as for information purpose only.
5. 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 and remote e-voting process in a fair and transparent manner.
6. The Postal Ballot Notice along with the Postal Ballot Form is being sent 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, 2nd December, 2022 (“Cut-off Date”).
7. The Postal Ballot Notice along with the Postal Ballot Form is being sent through electronic mode to all members whose email addresses are registered with the Company/ Depository Participant(s). For Members whose e-mail addresses are not registered, physical copies of the Notice and Postal Ballot Form are being sent by Registered Post or Speed Post or Courier along with postage prepaid self-addressed reply envelopes.
8. Members who have not registered their e-mail addresses are requested to register the same with their Depository Participant(s) for sending future communication(s) in electronic form.
9. Members who have received the Postal Ballot Notice by e-mail and who wish to vote through Postal Ballot Form or Members, who have received physical copies of the Postal Ballot Form and are desirous of obtaining a duplicate one, may send a written request to the Company at [cs@shreejitransport.com](mailto:cs@shreejitransport.com). The Company shall forward the same along with postage pre-paid self-addressed reply envelope to the Member.
10. Members may also note that the Postal Ballot Notice along with the Postal Ballot Form 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 NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

11. Members are requested to carefully read the instructions given in the Notice and printed in the Postal Ballot Form and record their assent (for) or dissent (against) to the Resolution in the Postal Ballot Form and return the same, in original, duly completed and signed, in the enclosed postage prepaid self-addressed reply envelope, so as to reach the Scrutinizer, on or before 5.00 p.m. (IST) on 6th January, 2023. Postal Ballot Forms, if sent by Registered Post or Speed Post or Courier at the expense of the Members will also be accepted. The Postal Ballot Form may also be deposited personally at the address given on the self-addressed reply envelope. Postal Ballot Forms received after the said date and time will be strictly treated as if reply from such Members has not been received.
12. In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the Rules and Regulation 44 of the Listing Regulations, the Company is also offering remote e-voting facility to all its Members to enable them to cast their votes electronically on the resolutions set forth in the Notice, instead of dispatching Postal Ballot Forms. 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. 18.
13. Members can opt for only one mode of voting, i.e., either by Postal Ballot Form or remote e-voting. In case Members cast their votes through both the modes, voting done by remote e-voting shall prevail and votes cast through Postal Ballot Forms will be treated as invalid. The members may note that once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
14. In case you have any queries or issues regarding Postal Ballot including remote e-voting, members may contact Mr. Divyesh Badiyani, 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.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Anubhav Saxena at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
15. The Scrutinizer will submit his Report to Chairman of the Company after completion of the scrutiny of the Postal Ballots (including remote e-voting). The result of the Postal Ballot (including remote e-voting) will be declared by the Chairman of the Company on Saturday, 7th January, 2023 at the Registered Office of the Company. The Results declared along with the report of the Scrutinizer, 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 of the Meeting 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.
16. The Resolution, if passed by requisite majority, shall be deemed to have been passed on Friday, 6th January, 2023, being the last date for receipt of votes through remote e-voting.
17. The Resolution passed by the Members through Postal Ballot and remote e-voting shall be deemed to have been passed as if it has been passed at a General Meeting of the Members convened in that behalf.
18. The details of the process and manner for remote e-voting are explained herein below:  
  
The remote e-voting period commences on Thursday, 8th December, 2022 at 9.00 a.m. (IST) and ends on Friday, 6th January, 2023 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, 2nd December, 2022 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:**

#### **How do I vote electronically using NSDL e-Voting system?**

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

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

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

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

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

### 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.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
- (ii) If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>.
- (iii) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
- (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**



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

- (i) Existing Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/ Easiest are requested to visit CDSL website [www.cdslindia.com](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 e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there are 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 an e-Voting link available on [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 e-Voting is in progress and also be 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

- (i) 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.

**4. 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 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 <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.**

- (i) 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.
- (ii) Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
- (iii) 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.

- (iv) 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***

- (v) 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’?
  - 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’.

- If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

- (vi) 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) Click on **“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.
- (vii) After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
- (viii) Now, you will have to click on “Login” button.
- (ix) 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.**

- (i) After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
- (ii) Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
- (iii) Now you are ready for e-Voting as the Voting page opens.
- (iv) 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.
- (v) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (vi) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- (vii) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

- (i) 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.
- (ii) 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.
- (iii) 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 toll free no.: 1800 1020 990 and 1800 22 44 30 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) 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@shreejittransport.com](mailto:cs@shreejittransport.com).

- (ii) 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@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.**
- (iii) Alternatively, shareholders/ 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.
- (iv) 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 & 2**

Presently, the Authorised Share Capital of the Company is Rs. 10,50,00,000/- (Rupees Ten Crore Fifty Lakhs only) divided into 1,05,00,000 (One Crore Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each. The Issued, Subscribed and Paid-Up Capital of the Company is Rs. 10,48,25,250/- (Rupees Ten Crore Forty Eight Lakhs Twenty Five Thousand Two Hundred Fifty only) divided into 1,04,82,525 (One Crore Four Lakhs Eighty Two Thousand Five Hundred Twenty Five only) Equity Shares of Rs. 10/- (Rupees Ten only) each.

In order to improve the liquidity to the Company's equity shares in the stock market and to make it more affordable for small retail investors and also to broad base the small retail investors, it is proposed to sub-divide each existing equity share of face value of Rs. 10/- into 5 equity shares of face value of Rs. 2/- each. The record date for the aforesaid sub-division of equity shares will be fixed by the Board after the approval of the members is obtained for the proposed sub-division.

The Board of Directors of the Company at its meeting held on 1st December, 2022 has recommended sub-division (split) of equity shares subject to the approval of the members and all the concerned statutory authorities.

As per the provisions of Section 61 of the Companies Act 2013, approval of the members by way of an Ordinary Resolution is required for sub-division of shares.

The sub-division of equity shares proposed under Item No. 1 of this Notice shall also require amendment to the existing Clause V (a) i.e. Authorised Share Capital Clause of the Memorandum of Association of the Company.

As per the provisions of Section 13 read with Section 61 of the Companies Act, 2013 and the Articles of Association of the Company, approval of the members by way of an Ordinary Resolution is required for alteration of the Authorised Share Capital Clause of the Memorandum of Association.

The Board recommends the resolutions as set out at Item Nos. 1& 2 for approval of the members by way of Ordinary Resolutions.

The Directors, Key Managerial Personnel and their relatives may be regarded as concerned or interested in the resolutions at Item Nos. 1& 2 to the extent Equity Shares in the Company are held by them

A copy of the Memorandum of Association and the Articles 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 6th January, 2023 (i.e. last day of voting).

#### **Item No. 3**

The Company is into the business of providing logistic solutions and freight management. The Company proposes to diversify the scope of its existing business and commence new business of trading, importing, exporting and dealing in automobile accessories and batteries; or any other goods or merchandise. The Board feels that there are immense opportunities in the new businesses and the said new businesses can be conveniently and advantageously combined with the existing line of business of the Company. Therefore, it is proposed to amend the Main Objects Clause of the Memorandum of Association to enable the Company to carry on the said new businesses.



The Board of Directors of the Company at its meeting held on 1st December, 2022, approved the Alteration of the Objects Clause of Memorandum of Association of the Company, subject to the approval of the members by way of postal ballot. As per the provisions of Section 13 of the Companies Act, 2013, the Objects Clause of the Memorandum of Association can be amended by a Special Resolution passed by the members.

The Board recommends the resolution for approval of the members by way of a Special Resolution.

None of the directors and key managerial personnel or any of their relatives is in any way concerned or interested, financially or otherwise, in the resolution.

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 6th January, 2023 (i.e. last day of voting).

#### **Item No. 4**

The Shareholders of the Company, at the 27th Annual General Meeting held on 27th September, 2021 approved re-appointment of Mr. Bipin C. Shah (DIN: 00280559) as a Wholetime Director of the Company for a period of five years with effect from 15th September, 2021 to 14th September, 2026 by way of a Special Resolution under the provisions of Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under read with Schedule V of the Companies Act, 2013. Mr. Bipin C. Shah, Wholetime Director will attain the age of 70 years on 31st August, 2023. Pursuant to the provisions of Section 196 (3) of the Companies Act, 2013, consent of the members by way of a special resolution is required for continuation of holding of existing office as Wholetime Director by Mr. Bipin C. Shah after the age of 70 years during the currency of his term of appointment.

Mr. Bipin C. Shah, with his vast experience, expertise and skills in various fields, provides overall guidance to the Board, which is very valuable to the Company. His experience in the field in which the Company operates has always enabled the Company to achieve rapid growth.

In the opinion of the Board, Mr. Bipin C. Shah fulfills the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for appointment as a Wholetime Director. The Board recommends the resolution for approval of the members by way of a Special Resolution.

The details required under Regulation 36(3) of the Listing Regulations and Secretarial Standards - 2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Mr. Bipin C. Shah, Mr. Narendra C. Shah, Mr. Rajnikant C. Shah, Mr. Mahendra C. Shah and Mr. Harshal B. Shah and their relatives, may be regarded as concerned or interested in the resolution at Item No. 4. None of the other Directors and Key Managerial Personnel or any of their relatives is in any way concerned or interested, financially or otherwise, in the resolution.

#### **By Order of the Board**

**Divyesh Badiyani**  
**Company Secretary**  
**M. No. ACS 63381**

**Mumbai, 1st December, 2022**

**DETAILS OF DIRECTOR SEEKING CONTINUATION AS WHOLETIME DIRECTOR WHO WILL BE ATTAINING THE AGE OF SEVENTY YEARS - PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD - 2 ON GENERAL MEETINGS ARE AS UNDER:**

Name	Mr. Bipin C. Shah
Age	69 years
Date of First Appointment	4 <sup>th</sup> August, 1994
Qualification	B.Com.
Brief resume including profile, experience and expertise in specific functional areas	Mr. Bipin C. Shah has more than 45 years of experience in transport and logistics industry and has worked in areas of accounts, client management and administration. He is currently responsible for Fleet Management and Finance in the Chennai Regional Office of the Company.
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements (incase of independent directors)	N.A.
Shareholding in the Company, including shareholding as a beneficial owner	7,36,950 shares (7.03%)
Directorships held in other public companies (excluding Section 8, private and foreign companies)	Nil
Resignation from listed entities in the past three years	N.A.
Memberships/ Chairmanships in mandatory committees of other companies	Nil
Terms and Conditions of appointment/ re-appointment along with details of remuneration sought to be paid and remuneration last drawn	Wholetime Director liable to retire by rotation. Remuneration sought to be paid as per the Resolution passed at the AGM held on 27/09/2021 – 48.00 Lacs p.a. Remuneration last drawn – Rs. 2.50 Lacs p.a.
Number of Board Meetings attended during the year	3
Relationship with other Directors, Manager and other KMP	Mr. Narendra C. Shah- Brother Mr. Rajnikant C. Shah- Brother Mr. Mahendra C. Shah- Brother Mr. Harshal B. Shah- Son

### SHREEJI TRANSLOGISTICS LIMITED

CIN: L63010MH1994PLC077890

**Registered Office:** Shreeji Krupa, Plot No. 107, Sector No. 19 C,  
Vashi, Navi Mumbai - 400705 | **Phone:** (022) 40746666/ 40746600

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

### POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before filling this form)

Name & Registered Address of the Sole /First named Member (in Block Letters)	
Name(s) of Joint Member(s) (if any)(in Block Letters)	
DP ID No. / Client ID No.	
Number of Equity Shares held	

I/ We hereby exercise my/ our vote in respect of the following Ordinary / Special Resolutions to be passed through Postal Ballot for the business as stated in the Notice of Postal Ballot dated 1st December, 2022 of the Company by conveying my/ our assent or dissent to the said Resolutions by placing (✓) mark at the appropriate box below:

Item No.	Description of Resolution	No. of Equity Share(s)	I/ We assent to the Resolution (FOR)	I/ We dissent to the Resolution (AGAINST)
1.	Ordinary Resolution - Sub-division (Split) of Equity Shares of the Company			
2.	Ordinary Resolution - Alteration to the Authorised Share Capital Clause of the Memorandum of Association of the Company			
3.	Special Resolution - Alteration to the Main Objects Clause of the Memorandum of Association of the Company			
4.	Special Resolution - Continuation of Mr. Bipin C. Shah (DIN: 00280559), who will be attaining the age of seventy years, as Wholetime Director			

**Signature of the Member/ Authorised Representative**

**Place :**

**Date :**

### ELECTRONIC VOTING PARTICULARS

The e-voting facility is available at the link <https://www.evoting.nsdl.com/>. The electronic voting particulars are set out as follows:

EVEN (Electronic Voting Event Number)	User ID	Password
123014	Please refer to Note No. 18 in the Notice of Postal Ballot	

Remote e-voting facility is available during the following voting period:

COMMENCEMENT OF REMOTE E-VOTING	END OF REMOTE E-VOTING
Thursday, 8th December, 2022 at 9.00 A.M. (IST)	Friday, 6th January, 2023 at 5.00 P.M. (IST)

Please refer Notice for instructions on remote e-voting.

### INSTRUCTIONS FOR POSTAL BALLOT

1. A Member desiring to exercise his/ her vote by Postal Ballot may complete the Postal Ballot Form and send it to the Scrutinizer in the enclosed postage prepaid self-addressed reply envelope. Postage on the Business Reply Envelope will be borne by the Company. However envelopes containing Postal Ballot Forms, if deposited in person or sent by Registered Post/ Speed Post/ Courier at the expense of the Members, will also be accepted.
2. The Company is also offering remote e-voting facility to all the Members to enable them to cast their vote electronically instead of dispatching Postal Ballot Form. The manner for remote e-voting is enumerated in Sr. No. 18 of the Notes to the Postal Ballot Notice.
3. There shall be one Postal Ballot Form for every DP ID-Client ID irrespective of the number of Joint Members. Voting in the Postal Ballot cannot be exercised by a proxy.
4. The Postal Ballot Form should be duly completed and signed by the Member (as per specimen signature registered with the Company/ Depository). In case of Joint holding, the Postal Ballot Form should be completed and signed by the first named Member and failing him, by the next named Member and so on.
5. In case of shares held by institutional shareholders (i.e. other than individuals, HUF, NRI, etc.), the duly completed Postal Ballot Form, signed by the Authorised Signatory(ies), should also be accompanied by a certified true copy of the Board Resolution/ Authority Letter together with the specimen signature(s) of the duly Authorised Signatory(ies) who are authorized to vote. Postal Ballot Forms, signed in a representative capacity, unaccompanied by a certified copy of the relevant authority shall be considered as invalid.
6. A Member may sign the Postal Ballot Form through an attorney appointed specifically for the purpose, in which case an attested true copy of Power of Attorney should be attached to the Postal Ballot Form.
7. The votes should be cast either in favour of or against the resolution by putting a tick (✓) mark in the column provided for "assent" or "dissent".
8. Duly completed Postal Ballot Forms should be received by the Scrutinizer not later than 5.00 p.m. on Friday, 6th January, 2023.
9. A Member desirous of obtaining a printed Postal Ballot Form or a duplicate one, may request for the same by writing to the Company at [cs@shreejitransport.com](mailto:cs@shreejitransport.com)
10. Members are requested not to send any paper along with the Postal Ballot Form in the enclosed postage prepaid self-addressed reply envelope. If any extraneous paper is found in such envelope, the same would not be considered and would be destroyed by the Scrutinizer.
11. The Scrutinizer's decision on the validity of Postal Ballot Form shall be final and binding.

### INSTANCES IN WHICH THE POSTAL BALLOT FORM SHALL BE TREATED AS INVALID OR REJECTED

- a) Postal Ballot Forms in which neither "assent" nor "dissent" is mentioned or Postal Ballot Forms bearing tick (✓) marks in both the columns of "assent" and "dissent", making it impossible to determine without any doubt the assent or dissent of the Member, shall be considered invalid.
- b) Postal Ballot Forms which have not been signed by or on behalf of Members or Postal Ballot Forms containing signatures which do not match the specimen signatures with the Company shall be considered invalid.
- c) Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the Member.
- d) The envelope containing the Postal Ballot Form received after 5.00 p.m. (IST) on Friday, 6th January, 2023 shall be considered invalid and treated as if no reply from the Member has been received.
- e) The Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority.
- f) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established.
- g) Member has made any amendment to the Resolution or imposed any condition while exercising his vote.