

#### CIN:.L74140GJ1995PLCO26351

REG. OFFICE: B/501, STELLAR, OPP. ARISTA, SINDHUBHAVAN ROAD, AHMEDABAD-380059. Website: www.chartered.co.in,Email:-cs@chartered.co.in,Tel:-079-26891752

Date:16.04.2024

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

Τo,

National Securities Depository Limited Trade World, 5th floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013

To,

Central Depository Services (India) Limited Phiroze Jeejeebhoy Towers, 17th Floor, Dalal Street, Fort Mumbai - 400 023

Dear Sir/Madam,

#### Sub: Corrigendum to the Notice of Extra-Ordinary General Meeting

In continuation to our intimation dated, 01st April 2024. we are submitting herewith the corrigendum to the notice of Extra Ordinary General Meeting ("EGM") scheduled to be held on Tuesday, 23rdApril 2024 at 01.00 p.m. at the registered office of the company.

This Corrigendum shall form an integral part of the Extra-Ordinary General Meeting Notice and shall also be available at the Company's website www.chartered.co.in.

Please take the same on your record

Thanking you, Yours faithfully, ForChartered Logistics Limited

Lalit Gandhi Managing Direct@Fised Signatory DIN:00618427

Encl:

- 1. Corrigendum to the Notice of Extra-Ordinary General Meeting
- 2. Notice of Extra-Ordinary General Meeting (Post Corrigendum)
  - Values :-Honesty & Integrity, Commitment, Efficiency, Safety.
  - Vision :- To be a premium logistics company with focus on better than the best.
  - Mission :- To deliver delight to our Customers, Stakeholders and Employees.



#### CORRIGENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING OF CHARTERED LOGISTICS LIMITED TO BE HELD ON 23<sup>RD</sup> APRIL, 2024 FOR THE ATTENTION OF SHAREHOLDERS OF THE COMPANY.

The Shareholders of Chartered Logistics Limited are requested to take note of corrections as appearing hereunder with respect to and in connection to Notice of Extra Ordinary General Meeting of theChartered Logistics Limited to be held on Tuesday, April 23, 2024, which was emailed to shareholders on April 01, 2024 & Corrigendum to notice issued on April 16, 2024:

- 1. In Explanatory statement of notice of extra ordinary general meeting item no 1 point no f) In Table following corrections are as below:
  - a. In row 26 column Pre issue shareholding as on 22.03.2024 no of share read as 59500 instead of 9500 and In column Pre issue shareholding as on 22.03.2024 % read 0.06 instead of 0.01 and In Column Post issue shareholding (Post exercising of conversion) no of shares read 559500 instead of 509500 and in Column Post issue shareholding (Post exercising of conversion) % read 0.43 instead of 0.39.
  - b. In the same table total of the column Pre-issue Shareholding as on (22.03.2024) no of shares read 69500 instead of 19500 and total of the column Pre-issue Shareholding as on (22.03.2024) % read 0.07 instead of 0.02 and total of the column Post issue shareholding (Post exercising of conversion) no of shares read 30069500 instead of 30019500 and total of the column Post issue shareholding (Post exercising of conversion) % read 23.25 instead of 23.21.

Yours Truly,

Place: AHMEDABAD

Date:16/04/2024

For Chartered Logistics Limited For, Chartered Logistics Ltd.

> ID MeETO FAMPH Sed Signatory MANAGING DIRECTOR DIN:00618427

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#### NOTICE OF EXTRA ORDINARY GENERAL MEETING OF CHARTERED LOGISTICS LIMITED

NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF CHARTERED LOGISTICS LIMITED WILL BE HELD ON TUESDAY, THE 23rd DAY OF APRIL, 2024 AT 01.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT OFFICE: B/501, STELLAR, OPP. ARISTA, SINDHUBHAVAN ROAD, AHMEDABAD-380059 TO TRANSACT THE FOLLOWING BUSINESS:-

### ITEM NO. 1 - ISSUE OF CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS TO THE MEMBERS OTHER THAN PROMOTER/PROMOTER GROUP-

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

"RESOLVED THAT pursuant to the provisions of Sections 62(1)(c), 42 and other applicable provisions, if any, of the Companies Act, 2013, read with the relevant rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) (the "Act") and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company, the provisions on preferential issue as contained in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI (ICDR) Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, amended as and any other rules/regulations/guidelines, notifications, circulars and clarifications issued thereon from time to time, the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 as amended, the Securities and Exchange Board of India ("SEBI") and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to SEBI and subject to such conditions and modifications as might be prescribed while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (the "Board") and all such other approvals, consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, in one or more tranches, up to 3,00,00,000 (Three Crore only) Convertible Warrants (the "Warrants") on a preferential basis to others i.e. persons/entities not forming part of the promoter and promoter group ("Warrant Holder(s)"/"Proposed Allottee(s)), as mentioned in the statement setting out material facts, entitling the Warrant Holder(s) to apply for and get allotted one Equity Share of the face value of Re. 1/- (the "Equity Shares") each fully paid-up against each Warrant within a period of 18 (eighteen) months from the date of allotment of Warrants, in such manner and at Rs.7.80/-(Rupees Seven and Eighty Paisa) arrived at in accordance with the SEBI (ICDR) Regulations and upon such terms and conditions as maybe deemed appropriate by the Board in accordance with the provisions of SEBI (ICDR) Regulations (including Chapter V thereof) or other applicable laws in this respect. The details in relation to the Warrant Holders are mentioned herein below.

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Sr No.	Name of the proposed Allottees	Category (Promoter/Non Promoter	Ultimate Beneficial Owner	No. of Warrants to be allotted
1	AMIT GUPTA	Non-Promoter	NA	2500000
2	ASHOK KANKUMAR AGARWAL	Non-Promoter	NA	2000000
3	SANTOSH BERIA	Non-Promoter	NA	1500000
4	ANUP GUPTA	Non-Promoter	NA	1250000
5	PARAS SUBHASHCHANDRA JAIN	Non-Promoter	NA	1000000
6	RAHUL AGARWAL	Non-Promoter	NA	1000000
7	DEEPSHIKHA ARORA	Non-Promoter	NA	1000000
8	AGRAWAL ARCHIT RAMRATAN	Non-Promoter	NA	1000000
9	AGRAWAL RAGHAV B	Non-Promoter	NA	1000000
10	CHAITANYA H AGRAWAL	Non-Promoter	NA	1000000
11	NIRANJAN PRAGJI THAKKAR	Non-Promoter	NA	1000000
12	MITTAL PRAFULL MISTRY	Non-Promoter	NA	1000000
13	DOSHI VIRALBEN H	Non-Promoter	NA	800000
14	VIMAL KISHORE PARWAL HUF	Non-Promoter	VIMAL PARWAL	800000
15	NIDHI AGGARWAL	Non-Promoter	NA	750000
16	TINA AGGARWAL	Non-Promoter	NA	750000
17	M REKHA	Non-Promoter	NA	500000
18	MUNISH KUMAR	Non-Promoter	NA	500000
19	AMIT GARG	Non-Promoter	NA	500000
20	ADISHAKTI STEELS	Non-Promoter	BINIT KEDIA	500000
21	SURENDRA KUMAR AGARWAL HUF	Non-Promoter	PREM CHAND AGARWAL	500000
22	PRAKASH KUMAR AGARWAL HUF	Non-Promoter	PRAKASH KUMAR AGARWAL	500000
23	BORA PRASHANT PRAKASH	Non-Promoter	NA	500000
24	SMITA AGRAWAL	Non-Promoter	NA	500000
25	V M PATADIA (HUF)	Non-Promoter	VIJAY MANEKLAL PATADIA	500000
26	DHARA PALAK SHAH	Non-Promoter	NA	500000
27	AMIT HARIPRASAD KARIWALA	Non-Promoter	NA	400000
28	SUNIL BAGARIA	Non-Promoter	NA	400000
29	GAURAV TIBREWAL	Non-Promoter	NA	350000
80	NARENDRA KUMAR PORWAL	Non-Promoter	NA	300000
1	SEEMA ANILKUMAR MODANI	Non-Promoter	NA	250000
2	HIMESH NARAYAN HUF	Non-Promoter	HIMESH DEMBLE	250000

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Director/Authorised Signatory

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	TOTA	AL		30000000
8	SURESH BIYANI	Non-Promoter	NA	100000
7	ROMA SAHU	Non-Promoter	NA	100000
6	RONAK GAHLOT	Non-Promoter	NA	100000
5	AMIT KALYAN AUNDHAKAR	Non-Promoter	NA	100000
54	YOGESH M DODA	Non-Promoter	NA	100000
53	SARWANKUMAR BALDWA	Non-Promoter	NA	100000
52	SHARADA JAIN	Non-Promoter	NA	100000
51	SUBHAM SARAF	Non-Promoter	NA	100000
50	DINESH MAHATMA	Non-Promoter	NA	100000
59	MILIND WAMAN KHASNIS	Non-Promoter	NA	100000
58	LAKSHYA SINGHVI	Non-Promoter	NA	100000
57	DIVANSHI VIRENDRA JAIN	Non-Promoter	KHUSHABU JAIN NA	100000
56	INTRINSIX PARTNERS LLP	Non-Promoter	GAURAV JAIN	100000
55	OM PRAKASH KARAMCHANDANI	Non-Promoter	NA	100000
54	RAJIV BHATIA	Non-Promoter	NA	100000
53	KRISHAN KUMAR MAHESHWARI	Non-Promoter	NA	100000
52	ANUPAMA MAHESHWARI	Non-Promoter	NA	100000
51	LALIT KUMAR PARASMAL JAIN	Non-Promoter	NA	100000
50	HIMANSHU MODI	Non-Promoter	NA	100000
49	KAVYA SANJEEV MUNDRA	Non-Promoter	NA	100000
48	SHYAMAL BALKI	Non-Promoter	NA	100000
47	SANJAY VINODKUMAR TIBDIWAL	Non-Promoter	NA	100000
46	BHARAT JAYANTILAL SHAH	Non-Promoter	NA	100000
45	SHILPA NIMESH KHARA	Non-Promoter	NA	150000
44	SUJATA KULKARNI	Non-Promoter	NA	150000
43	NIVEDITA BHORKAR	Non-Promoter	NA	150000
42	NAMRATA LOHIYA	Non-Promoter	NA	150000
41	ANURAG LOHIYA	Non-Promoter	NA	150000
40	SHILPI PARWAL	Non-Promoter	NA	200000
39	MURTUZA SHABBIR ARSIWALA	Non-Promoter	NA	200000
38	ANCY P ANTO	Non-Promoter	NA	200000
36 37	LIMITED CHINMAYEE CHOUDHARY	Non-Promoter	ALKA KAMDAR	200000
	SANGHVI CYLINDERS PRIVATE	Non-Promoter		
35	RAM RATAN CHIRANIA	Non-Promoter	NA	200000
33 34	ATUL NARAYAN HUF JAGDISH AGAL HUF	Non-Promoter	ATUL DEMBLE JAGDISH AGAL	250000

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**RESOLVED FURTHER THAT** the resultant Equity Shares to be allotted on conversion of the Warrants in terms of this resolution shall rank Pari passu in all respects with the existing Equity Shares of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to determine, vary, modify, alter any of the terms and conditions of the proposed issue including reduction of the size of the issue, as it may deem expedient, in its discretion.

**RESOLVED FURTHER THAT** the aforesaid issue of the Warrants shall be on the following terms and conditions:

i. The "relevant date" for the purpose of determining the minimum price of the Warrants under the SEBI (ICDR) Regulations is 22<sup>nd</sup> March, 2024, being the date 30 (thirty) days prior to the date of passing of this Resolution by the Members of the Company.

(Due to Public holidays on 25th, 24<sup>th</sup> and 23<sup>rd</sup> March, 2024, the relevant date has been taken into consideration as 22<sup>nd</sup> March, 2024.)

- ii. The price of each equity share to be issued in lieu of the Warrants will be calculated in accordance with the provisions of Regulation 164 of Chapter V of the SEBI (ICDR) Regulations on the basis of the relevant date.
- iii. In accordance with the provisions of Chapter V of the SEBI (ICDR) Regulations, 25% (Twenty five percent) of the consideration payable against the Warrants, shall be paid by the warrant holder(s) to the Company on or before allotment of the Warrants and the balance consideration i.e., 75% (Seventy five percent) shall be paid at the time of allotment of Equity Shares pursuant to exercise of option of conversion against each such Warrant.
- iv. The tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment of the Warrants.
- v. The warrant holder(s) shall be entitled to exercise the option of conversion of any or all of the Warrants in one or more tranches by way of a written notice to the Company, specifying the number of warrants proposed to be exercised along with the aggregate amount thereon, without any further approval from the shareholders of the Company prior to or at the time of conversion. The Company shall accordingly, issue and allot the corresponding number of Equity Shares to the warrant holder(s).
- vi. If the entitlement against the Warrants to apply for the Equity Shares is not exercised within the aforesaid period of 18 (eighteen) months, the entitlement of the warrant holder(s) to apply for Equity Shares of the Company along with the rights attached thereto shall expire and any amount paid on such Warrants shall stand forfeited.
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- vii. In the event that the Company completes any form of capital restructuring prior to the conversion of the Warrants, then, the number of Equity Shares that each Warrant converts into and the price payable for such Equity Shares, shall be adjusted accordingly in a manner that, to the extent permitted by applicable laws, Warrant Holder: a) receives such number of Equity Shares that Warrant Holder would have been entitled to receive; and b) pays such consideration for such Equity Shares to the Company which Warrant Holder would have been required to pay, had the Warrants been exercised immediately prior to the completion of such capital restructuring;
- viii. Upon exercise by warrant holder the option of conversion of any or all of the warrants, the Company shall issue and allot appropriate number of Equity Shares and perform all such actions as are required to give effect to such issue, including but not limited to delivering to Warrant Holder(s), evidence of the credit of the Equity Shares to the depository account of Warrant Holder(s) and entering the name of Warrant Holder(s) in the records of the Company (including in the Register of Members of the Company) as the registered owner of such Equity Shares;
- ix. The warrants by itself until exercise of conversion option and Equity Shares allotted, does not give to the Warrant Holder(s) thereof any rights with respect to that of a shareholder(s) of the Company; and
- x. The warrants and equity shares allotted pursuant to conversion of such warrants shall be subject to lock-in as stipulated under the SEBI (ICDR) Regulations.

**RESOLVED FURTHER THAT** the Warrants shall be issued and allotted by the Company to the Warrants Holders within a period of 15 days from the date of passing of this resolution, provided that where the allotment of the said Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

**RESOLVED FURTHER THAT** the Board of Directors do hereby authorise to avail extension of the conversion of warrants into shares from SEBI and other authorities as applicable.

**RESOLVED FURTHER THAT** for the purpose of giving effect to above resolution, any one of the Directors and/or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable or expedient for the purpose of the issue or allotment of the Warrants and upon conversion of the Warrants into Equity Shares, listing of the said Equity Shares with the Stock Exchange and to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Warrants, utilization of issue proceeds, sign all such undertakings and documents as may be required, and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be

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done prior to the date thereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit, without being required to seek any further consent or approval of the shareholders.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any duly constituted and authorized Committee of Directors or any one or more Directors/officials of the Company to give effect to this Resolution."

#### ITEM NO. 2 Appointment of Mr. Jaymin Bhati (DIN: 10417772) as an Independent Director

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

**RESOLVED THAT** pursuant to the provisions of Section 149,152, 160, 161 of the Companies Act, 2013 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013, Mr. Jaymin Bhati (DIN: 10417772) who was appointed as an Additional Independent Director in the meeting of the Board of Directors held on 7th February, 2024 and whose appointment as an Independent Director is recommended by Nomination and Remuneration Committee and whose term expires at this General Meeting of the Company and for the appointment of whom the Company has received a notice in writing proposing his candidature for the office of the Director be and is hereby appointed as an Independent director of the Company for the period of five years and which is not liable to retire by rotation."

Place: Ahmedabad Dated: 28/03/2024 CHARTERED LOGISTICS LIMITED.

Dialit Gandhorised Signatory Managing Director DIN:00618427

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#### NOTES:

#### **INSTRUCTIONS FOR REMOTE E-VOTING AND JOINING THE EGM:**

- Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on 20th April, 2024 at 9.00 A.M and ends on 22nd April, 2024 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 12th April, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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- Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of	Login Method
shareholders	
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol> <li>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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon &amp; New System Myeasi Tab.</li> <li>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 &amp; 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.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat</li> </ol>

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	Account. After successful authentication, user will be able to see the e- Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol> <li>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider name and you will be re-directed to e-Voting period.</li> <li>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</li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
Individual Shareholders	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-
• Vis	<ul> <li>Iues :-Honesty &amp; Integrity, Commitment, Efficiency, Safety.</li> <li>ion :-To be a premium logistics company with focus on better than the best.</li> <li>ssion :-To deliver delight to our Customers, Stakeholders and Employees.</li> </ul>

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(holding securities in demat
mode) login
through
their
Depository
Participants
(DP)
Voting facility. After Successful login, you will be able to see e-Voting option, you will be redirected to nSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details		
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33		
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.: 022-4886 7000 and 022-2499 7000		

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
  - 1) The shareholders should log on to the e-voting website www.evotingindia.com.
  - 2) Click on "Shareholders" module.
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- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

#### 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<ul> <li>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy
Bank	format) as recorded in your demat account or in the company
Details	records in order to login.
OR Date	<ul> <li>If both the details are not recorded with the depository or</li> </ul>
of Birth	company, please enter the member id / folio number in the
(DOB)	Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to

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be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (viii) For shareholders holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- (ix) Click on the EVSN: 240329003 of Chartered Logistics Limited on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
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## (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <u>www.evotingindia.com</u> and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to <u>helpdesk.evoting@cdslindia.com</u>.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@chartered.co.in (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL evoting system for the scrutinizer to verify the same.

## PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 Company/RTA email id.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

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3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

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#### ANNEXURE TO THE NOTICE

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

## ITEM NO. 1 - ISSUE OF CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS TO THE MEMBERS OTHER THAN PROMOTER/PROMOTER GROUP.

The Board of Directors of the Company at its meeting held on 28th March, 2024 had approved issue of convertible warrants by way of preferential issue to the following entities other than promoters/promoter group subject to approval of members of the Company:

Sr No.	Name of the proposed Allottees	Category	Ultimate Beneficial Owner	No. of Warrants to be allotted
1	AMIT GUPTA	Non-Promoter	NA	2500000
2	ASHOK KANKUMAR AGARWAL	Non-Promoter	NA	2000000
3	SANTOSH BERIA	Non-Promoter	NA	1500000
4	ANUP GUPTA	Non-Promoter	NA	1250000
5	PARAS SUBHASHCHANDRA JAIN	Non-Promoter	NA	1000000
6	RAHUL AGARWAL	Non-Promoter	NA	1000000
7	DEEPSHIKHA ARORA	Non-Promoter	NA	1000000
8	AGRAWAL ARCHIT RAMRATAN	Non-Promoter	NA	1000000
9	AGRAWAL RAGHAV B	Non-Promoter	NA	1000000
10	CHAITANYA H AGRAWAL	Non-Promoter	NA	1000000
11	NIRANJAN PRAGJI THAKKAR	Non-Promoter	NA	1000000
12	MITTAL PRAFULL MISTRY	Non-Promoter	NA	1000000
13	DOSHI VIRALBEN H	Non-Promoter	NA	800000
14	VIMAL KISHORE PARWAL HUF	Non-Promoter	VIMAL PARWAL	800000
15	NIDHI AGGARWAL	Non-Promoter	NA	750000
16	TINA AGGARWAL	Non-Promoter	NA	750000
17	M REKHA	Non-Promoter	NA	500000
18	MUNISH KUMAR	Non-Promoter	NA	500000
19	AMIT GARG	Non-Promoter	NA	500000
20	ADISHAKTI STEELS	Non-Promoter	BINIT KEDIA	500000
21	SURENDRA KUMAR AGARWAL HUF	Non-Promoter	PREM CHAND AGARWAL	500000
22	PRAKASH KUMAR AGARWAL HUF	Non-Promoter	PRAKASH KUMAR AGARWAL	500000
3	BORA PRASHANT PRAKASH	Non-Promoter	NA	500000
.4	SMITA AGRAWAL	Non-Promoter	NA	500000
5	V M PATADIA (HUF)	Non-Promoter	VIJAY MANEKLAL PATADIA	500000

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26	DHARA PALAK SHAH	Non-Promoter	NA	500000
27	AMIT HARIPRASAD KARIWALA	Non-Promoter	NA	400000
28	SUNIL BAGARIA	Non-Promoter	NA	400000
29	GAURAV TIBREWAL	Non-Promoter	NA	350000
30	NARENDRA KUMAR PORWAL	Non-Promoter	NA	300000
31	SEEMA ANILKUMAR MODANI	Non-Promoter	NA	250000
32	HIMESH NARAYAN HUF	Non-Promoter	HIMESH DEMBLE	250000
33	ATUL NARAYAN HUF	Non-Promoter	ATUL DEMBLE	250000
34	JAGDISH AGAL HUF	Non-Promoter	JAGDISH AGAL	200000
35	RAM RATAN CHIRANIA	Non-Promoter	NA	200000
36	SANGHVI CYLINDERS PRIVATE LIMITED	Non-Promoter	ALKA KAMDAR	200000
37	CHINMAYEE CHOUDHARY	Non-Promoter	NA	200000
38	ANCY P ANTO	Non-Promoter	NA	200000
39	MURTUZA SHABBIR ARSIWALA	Non-Promoter	NA	200000
10	SHILPI PARWAL	Non-Promoter	NA	200000
1	ANURAG LOHIYA	Non-Promoter	NA	150000
12	NAMRATA LOHIYA	Non-Promoter	NA	150000
13	NIVEDITA BHORKAR	Non-Promoter	NA	150000
4	SUJATA KULKARNI	Non-Promoter	NA	150000
5	SHILPA NIMESH KHARA	Non-Promoter	NA	150000
-6	BHARAT JAYANTILAL SHAH	Non-Promoter	NA	100000
7	SANJAY VINODKUMAR TIBDIWAL	Non-Promoter	NA	100000
8	SHYAMAL BALKI	Non-Promoter	NA	100000
9	KAVYA SANJEEV MUNDRA	Non-Promoter	NA	100000
0	HIMANSHU MODI	Non-Promoter	NA	100000
1	LALIT KUMAR PARASMAL JAIN	Non-Promoter	NA	100000
2	ANUPAMA MAHESHWARI	Non-Promoter	NA	100000
3	KRISHAN KUMAR MAHESHWARI	Non-Promoter	NA	100000
4	RAJIV BHATIA	Non-Promoter	NA	100000
5	OM PRAKASH KARAMCHANDANI	Non-Promoter	NA	100000
6	INTRINSIX PARTNERS LLP	Non-Promoter	GAURAV JAIN KHUSHABU JAIN	100000
7	DIVANSHI VIRENDRA JAIN	Non-Promoter	NA	100000
3	LAKSHYA SINGHVI	Non-Promoter	NA	100000
)	MILIND WAMAN KHASNIS	Non-Promoter	NA	100000
)	DINESH MAHATMA	Non-Promoter	NA	100000
	SUBHAM SARAF	Non-Promoter	NA	100000
	SHARADA JAIN	Non-Promoter	NA	100000

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		TOTAL		30000000
68	SURESH BIYANI	Non-Promoter	NA	100000
67	ROMA SAHU	Non-Promoter	NA	100000
66	RONAK GAHLOT	Non-Promoter	NA	100000
65	AMIT KALYAN AUNDHAKAR	Non-Promoter	NA	100000
64	YOGESH M DODA	Non-Promoter	NA	100000
63	SARWANKUMAR BALDWA	Non-Promoter	NA	100000

The allotment of the Warrants is subject to the proposed allottees not having sold any Equity Shares of the Company during the 90 trading days preceding the 'relevant date'. The proposed allottees have represented that they have not sold any equity shares of the Company during the 90 trading days preceding the relevant date.

The relevant disclosures as required in terms of the Act and Regulation 163 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI (ICDR) Regulations") are as under:

#### a) Object(s) of the issue through preferential issue:

To augment the long-term funding needs of the Company viz. to meet the working capital requirement and support the expansion of the business and for general corporate purposes.

#### b) Number of warrants to be issued:

It is proposed to issue of 3, 00,00,000 warrants convertible into 3,00,00,000 equity shares of Rs. 1/- each on preferential basis, to other i.e. entities not forming part of the promoter and promoter group.

### c) Intent of the Promoters / Directors / Key Management Persons of the Company to subscribe to the preferential issue:

The preferential issue of the Warrants is not being made to Promoters / Directors / Key Management Persons of the Company.

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#### d) Shareholding Pattern of the Company before and after the Preferential Issue:

1. 1

The shareholding pattern before and after the Preferential Issue offer would be as under:

Category	Pre-issue Shareho As on relevant dat 22 <sup>nd</sup> March, 2024		Post issue of equity shares after issue of equity shares under the proposed preferential issue #		
	Total No. of Shares	% Of Shareholding	Total No. of Shares	% Of Shareholding	
I) Shareholding of Promoter a					
Individual/Hindu Undivided I	Family				
LALIT KUMAR GANDHI	23048792	23.20	23048792	17.82	
TARUBEN LALITKUMAR GANDHI	7444000	7.49	7444000	5.76	
RAJENDRA GYANCHAND GANDHI	5812000	5.85	5812000	4.49	
HARSH LALITKAUMR GANDHI	4947479	4.98	4947479	3.83	
SANTOSHBEN RAJENDRAKUMAR GANDHI	2894000	2.91	2894000	2.24	
LALITKUMAR GYANCHAND GANDHI HUF	29239	0.03	29239	0.02	
DIRECTORS) Any Other (PROMOTER GROUPS & RELATIVES OF DIRECTOR					
Total shareholding of Promoter and Promoter Group (I)	44175510.00	44.47	44175510.00	34.15	
II A) Institutions					
Mutual Fund	-				
Venture Capital Funds	-				
Alternate Investment Funds		-	-		
Foreign Venture Capital Investors		-			
Foreign Portfolio Investor					
Financial Institutions / Banks	-		-		
Insurance Companies					
Provident Funds/ Pension Funds	-	-			
Central Government/ State Government(s)/ President of India	-	-	-		

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Category	Pre-issue Shareho As on relevant dat 22 <sup>nd</sup> March, 2024	•	Post issue of equity shares after issue of equity shares under the proposed preferential issue #		
	Total No. of Shares	% Of Shareholding	Total No. of Shares	% Of Shareholding	
Sub Total II (A)	•	-	-	-	
B) Non-Institutions					
Investor Education and Protection Fund (IEPF)	712578	0.72	712578	0.55	
Individuals share capital up to Rs. 2 Lacs	38239522	38.49	42189522	32.62	
Individuals share capital excess of Rs. 2 Lacs	9762418	9.83	32012418	24.75	
- NISHA KANUBHAI MAKWANA	4709774	4.74	4709774	3.64	
- NISHA JIGNESH MEHTA	1145000	1.15	1145000	0.89	
- AMIT GUPTA	-	-	2500000	1.93	
- ASHOK KANKUMAR AGARWAL	-	-	2000000	1.55	
- SANTOSH BERIA		-	1500000	1.16	
NBFCs registered with RBI		-	-	-	
Employee Trusts		-	-	×	
Overseas Depositories (holding DRs) (balancing figure)	-	-	-		
Any Other (specify)					
Trusts	-		-	÷.	
Firms	81739	0.08	681739	0.53	
Hindu Undivided Family	1733715	1.75	4733715	3.66	
Non-Resident Indians	523262	0.53	523262	0.40	
Clearing Member	100	0.00	100	0.00	
Bodies Corporate	4111156	4.14	4311156	3.33	
Sub Total II (B)	55164490	55.53	85164490	65.85	
Total Public Shareholding (A+B) II	55164490	55.53	85164490	65.85	
Total Shareholding (I+ II)	99340000	100.0	129340000	100.00	

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#Assuming exercising conversion of all the Warrants by the proposed allottees.

#### e) The time within which the preferential allotment shall be completed:

The warrants shall be allotted within a period of 15 (fifteen) days from the date of passing of the Resolution by the Shareholders of the Company provided where the allotment is pending on account of any approval from any regulatory authority / Central Government the allotment shall be completed by the Company within a period of 15 days from the date of such approval.

f) The identity of the natural person(s) who are the ultimate beneficial owner(s) of the shares proposed to be allotted and/or who ultimately control the proposed allottee(s), the percentage of post-preferential issued capital that may be held by the said allottee(s) and change in control, if any, in the Company consequent to the preferential issue:

Sr. No	Name Of the Proposed Allottees	Proposed (Promoter/		Shareho	Pre-Issue Shareholding as on (22.03.2024)		Post Issue Shareholding (Post Exercising Of Conversion)	
				NO. OF SHARES	%	-	NO. OF SHARES	%
1	AMIT GUPTA	Non-Promoter	NA	0	0.00	2500000	2500000	1.93
2	ASHOK KANKUMAR AGARWAL	Non-Promoter	NA	0	0.00	2000000	2000000	1.55
3	SANTOSH BERIA	Non-Promoter	NA	0	0.00	1500000	1500000	1.16
4	ANUP GUPTA	Non-Promoter	NA	0	0.00	1250000	1250000	0.97
5	PARAS SUBHASHCHANDRA JAIN	Non-Promoter	NA	0	0.00	1000000	1000000	0.77
6	RAHUL AGARWAL	Non-Promoter	NA	0	0.00	1000000	1000000	0.77
7	DEEPSHIKHA ARORA	Non-Promoter	NA	0	0.00	1000000	1000000	0.77
8	AGRAWAL ARCHIT RAMRATAN	Non-Promoter	NA	0	0.00	1000000	1000000	0.77
9	AGRAWAL RAGHAV B	Non-Promoter	NA	0	0.00	1000000	1000000	0.77
10	CHAITANYA H AGRAWAL	Non-Promoter	NA	0	0.00	1000000	1000000	0.77
11	NIRANJAN PRAGJI THAKKAR	Non-Promoter	NA	0	0.00	1000000	1000000	0.77
12	MITTAL PRAFULL MISTRY	Non-Promoter	NA	0	0.00	1000000	1000000	0.77
13	DOSHI VIRALBEN H	Non-Promoter	NA	0	0.00	800000	800000	0.62
14	VIMAL KISHORE PARWAL HUF	Non-Promoter	VIMAL PARWAL	0	0.00	800000	800000	0.62
15	NIDHI AGGARWAL	Non-Promoter	NA	0	0.00	750000	750000	0.58
16	TINA AGGARWAL	Non-Promoter	NA	0	0.00	750000	750000	0.58

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Sr. No	Name Of the Proposed Allottees	Category (Promoter/ Non- Promoter	Ultimate Benefici al Owner	Pre-Issue Shareholding as on (22.03.2024)		No. Of Convertib le Warrants to Be Allotted	Post Issue Shareholding (Post Exercising Of Conversion)	
				NO. OF SHARES	%		NO. OF SHARES	%
17	M REKHA	Non-Promoter	NA	0	0.00	500000	500000	0.39
18	MUNISH KUMAR	Non-Promoter	NA	0	0.00	500000	500000	0.39
19	AMIT GARG	Non-Promoter	NA	0	0.00	500000	500000	0.39
20	ADISHAKTI STEELS	Non-Promoter	BINIT KEDIA	0	0.00	500000	500000	0.39
21	SURENDRA KUMAR AGARWAL HUF	Non-Promoter	PREM CHAND AGARWAL	0	0.00	500000	500000	0.39
22	PRAKASH KUMAR AGARWAL HUF	Non-Promoter	PRAKASH KUMAR AGARWAL	0	0.00	500000	500000	0.39
23	BORA PRASHANT PRAKASH	Non-Promoter	NA	0	0.00	500000	500000	0.39
24	SMITA AGRAWAL	Non-Promoter	NA	0	0.00	500000	500000	0.39
25	V M PATADIA (HUF)	Non-Promoter	VIJAY MANEKLA L PATADIA	0	0.00	500000	500000	0.39
26	DHARA PALAK SHAH	Non-Promoter	NA	59500	0.06	500000	559500	0.43
27	AMIT HARIPRASAD KARIWALA	Non-Promoter	NA	0	0.00	400000	400000	0.31
28	SUNIL BAGARIA	Non-Promoter	NA	0	0.00	400000	400000	0.31
29	GAURAV TIBREWAL	Non-Promoter	NA	0	0.00	350000	350000	0.27
30	NARENDRA KUMAR PORWAL	Non-Promoter	NA	0	0.00	300000	300000	0.23
31	SEEMA ANILKUMAR MODANI	Non-Promoter	NA	0	0.00	250000	250000	0.19
32	HIMESH NARAYAN HUF	Non-Promoter	HIMESH DEMBLE	0	0.00	250000	250000	0.19
33	ATUL NARAYAN HUF	Non-Promoter	ATUL DEMBLE	0	0.00	250000	250000	0.19
34	JAGDISH AGAL HUF	Non-Promoter	JAGDISH AGAL	0	0.00	200000	200000	0.15
35	RAM RATAN CHIRANIA	Non-Promoter	NA	0	0.00	200000	200000	0.15
36	SANGHVI CYLINDERS PRIVATE LIMITED	Non-Promoter	ALKA KAMDAR	0	0.00	200000	200000	0.15
37	CHINMAYEE CHOUDHARY	Non-Promoter	NA	0	0.00	200000	200000	0.15
38	ANCY P ANTO	Non-Promoter	NA	0	0.00	200000	200000	0.15
39	MURTUZA SHABBIR ARSIWALA	Non-Promoter	NA	0	0.00	200000	200000	0.15

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Sr. No		Category (Promoter/ Non- Promoter	Ultimate Benefici al Owner			No. Of Convertib le Warrants to Be Allotted	Post Issue Shareholding (Post Exercising Of Conversion)	
				NO. OF SHARES	%		NO. OF SHARES	%
40	SHILPI PARWAL	Non-Promoter	NA	0	0.00	200000	200000	0.15
41	ANURAG LOHIYA	Non-Promoter	NA	0	0.00	150000	150000	0.12
42	NAMRATA LOHIYA	Non-Promoter	NA	0	0.00	150000	150000	0.12
43	NIVEDITA BHORKAR	Non-Promoter	NA	0	0.00	150000	150000	0.12
44	SUJATA KULKARNI	Non-Promoter	NA	0	0.00	150000	150000	0.12
45	SHILPA NIMESH KHARA	Non-Promoter	NA	0	0.00	150000	150000	0.12
46	BHARAT JAYANTILAL SHAH	Non-Promoter	NA	0	0.00	100000	100000	0.08
47	SANJAY VINODKUMAR TIBDIWAL	Non-Promoter	NA	0	0.00	100000	100000	0.08
48	SHYAMAL BALKI	Non-Promoter	NA	0	0.00	100000	100000	0.08
49	KAVYA SANJEEV MUNDRA	Non-Promoter	NA	0	0.00	100000	100000	0.08
50	HIMANSHU MODI	Non-Promoter	NA	0	0.00	100000	100000	0.08
51	LALIT KUMAR PARASMAL JAIN	Non-Promoter	NA	0	0.00	100000	100000	0.08
52	ANUPAMA MAHESHWARI	Non-Promoter	NA	0	0.00	100000	100000	0.08
53	KRISHAN KUMAR MAHESHWARI	Non-Promoter	NA	0	0.00	100000	100000	0.08
54	RAJIV BHATIA	Non-Promoter	NA	0	0.00	100000	100000	0.08
55	OM PRAKASH KARAMCHANDANI	Non-Promoter	NA	0	0.00	100000	100000	0.08
56	INTRINSIX PARTNERS LLP	Non-Promoter	GAURAV JAIN KHUSHAB U JAIN	0	0.00	100000	100000	0.08
57	DIVANSHI VIRENDRA JAIN	Non-Promoter	NA	0	0.00	100000	100000	0.08
58	LAKSHYA SINGHVI	Non-Promoter	NA	0	0.00	100000	100000	0.08
59	MILIND WAMAN KHASNIS	Non-Promoter	NA	0	0.00	100000	100000	0.08
50	DINESH MAHATMA	Non-Promoter	NA	10000	0.01	100000	110000	0.09
51	SUBHAM SARAF	Non-Promoter	NA	0	0.00	100000	100000	0.08
52	SHARADA JAIN	Non-Promoter	NA	0	0.00	100000	100000	0.08
3 1	SARWANKUMAR BALDWA	Non-Promoter	NA	0	0.00	100000	100000	0.08
54	YOGESH M DODA	Non-Promoter	NA	0	0.00	100000	100000	0.08

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Sr. No	Name Of the Proposed Allottees	Category (Promoter/ Non- Promoter	Ultimate Pre-Issue Benefici Shareholding al on Owner (22.03.2024		ding as	No. Of Convertib le Warrants to Be Allotted	Post Issue Shareholding (Post Exercising Of Conversion)	
				NO. OF SHARES	%		NO. OF SHARES	%
65	AMIT KALYAN AUNDHAKAR	Non-Promoter	NA	0	0.00	100000	100000	0.08
66	RONAK GAHLOT	Non-Promoter	NA	0	0.00	100000	100000	0.08
67	ROMA SAHU	Non-Promoter	NA	0	0.00	100000	100000	0.08
68	SURESH BIYANI	Non-Promoter	NA	0	0.00	100000	100000	0.08
тот	TOTAL			69500	0.07	30000000	30069500	23.25

#Assuming exercising conversion of all the Warrants by the proposed allottees.

The proposed preferential allotment will not result in any change in management control of the Company.

#### g) Pricing of the preferential issue:

In terms of SEBI ICDR Regulations, the Relevant Date has been reckoned as 22nd March 2024 for the purpose of computation of issue price of the said Equity Shares.

The Equity Shares of the Company are listed on BSE Limited ("BSE") and are frequently traded thereat. Accordingly, the minimum issue price will be calculated in terms of the pricing formula prescribed under Regulation 164 of SEBI ICDR Regulations.

In terms of the applicable provisions of the SEBI ICDR Regulations, the minimum price at which the Equity Shares may be issued computes to INR 7.39 (Rupees Seven and Thirty Nine Paise) per Equity Share, being higher of the following:

a. the 90 trading days' volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the Relevant Date, i.e., INR 7.39 per Equity Share; and

b. the 10 trading days' volume weighted average prices of the related equity shares quoted on a recognized stock exchange preceding the Relevant Date i.e., INR 6.31 per Equity Share.

The pricing of the Equity Shares to be allotted on preferential basis is INR. 7.80 (Rupees Seven and Eighty Paise), which is higher than the above mentioned price.

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Director / Authenticed



The issue price at which the offer or invitation is made is arrived at on the basis of Valuation Report issued by Shah Darshil Rajeshbhai, Registered Valuer (Registration No: IBBI/RV/06/2019/11593).

Name and Address of Valuer who performed Valuation: SHAH DARSHIL RAJESHBHAI Chartered Accountants Address: 606, Mahakant, Opp. V.S.Hospital, Ellis-bridge,Ahmedabad-380006. Firm Registration No: -Membership No: 133804 Registration No: IBBI/RV/06/2019/11593

#### h) Relevant Date:

The Relevant Date for the purpose of pricing shall be Friday, 22nd March, 2024.

#### i) Certificate and Report:

a) Auditors' Certificate: The Certificate from the Statutory Auditors of the Company, certifying that the proposed preferential issue of Equity Shares is being made in accordance with the requirements contained in Chapter V of the SEBI (ICDR) Regulations shall be available on the Company's Website <u>Auditor's Certificate.pdf</u> (chartered.co.in) and <u>Certificate from Company</u> <u>Secretary.pdf</u> (chartered.co.in) and at the Registered Office of the Company.

**b)** Certificate from Practicing Company Secretary : The Certificate from the Practicing Company Secretary pursuant to Regulation 163(2) of the ICDR Regulations, 2018 certifying that issue is being made in compliance with the requirements of the ICDR Regulations, 2018 shall be available on the Company's Website Compliance Certificate.pdf (chartered.co.in) and at the Registered Office of the Company. the website of the company at

c) Report of a registered valuer: The Company has obtained a valuation report from CA SHAH DARSHIL RAJESHBHAI, an ... independent registered valuer (registration no.IBBI/RV/06/2019/11593) and the minimum price for the preferential issue determined by such independent registered valuer is INR 7.79, in accordance with Regulation 166A of the SEBI ICDR Regulations. The same is also available on the website of the company at chartered.co.in/wp-content/uploads/2023/06/Valuation Report.pdf

#### j) Lock in Period:

The Warrants allotted on a preferential basis and the Equity Shares to be allotted pursuant to exercise of option attached to Warrants shall be subject to lock-in as per SEBI (ICDR) Regulations.

As per Regulation 167(6) of the SEBI (ICDR) Regulations, the entire pre-preferential shareholding of the above proposed allottee(s), if any, shall be locked-in from the Relevant Date up to the period of 90 Trading days from the date of allotment of warrant.

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#### k) The time within which the preferential issue shall be completed:

As required under the SEBI (ICDR) Regulations, the allotment of the Warrants on preferential basis will be completed within a period of 15 (fifteen) days from the date of passing of the resolution by the Shareholders of the Company. Provided that where any approval or permission by any regulatory or statutory authority for allotment is pending, the allotment of the Warrants shall be completed within 15 days from the date of receipt of such approval or permission.

#### l) Undertakings

In terms of SEBI (ICDR) Regulations, the Company hereby undertakes that:

- (i) It shall re-compute the price of the Warrants / Equity Shares issued on conversion of Warrants in terms of the provisions of SEBI (ICDR) Regulations, where it is required to do so.
- (ii) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, the underlying Warrants / Equity Shares shall continue to be locked- in till the time such amount is paid by the proposed allottees.
- (iii) None of the Company, its Directors or Promoters are categorized as a willful defaulter or a fraudulent borrower. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- (iv)None of its Directors or Promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- (v)The Company is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.
- (vi) The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the issuer are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the Board thereunder.
- (vii)The Company shall re-compute the price of the relevant securities to be allotted under the preferential issue in terms of the provisions of SEBI ICDR Regulations where it is required to do so, including pursuant to Regulation 166 of the SEBI ICDR Regulations, if required. If the amount payable on account of the re-computation of price (if required) is not paid within the time stipulated in SEBI ICDR Regulations, the relevant securities to be allotted under the preferential issue shall continue to be locked-in till the time such amount is paid by the proposed allottee.

#### m) Principal terms of assets charged as securities: Not Applicable

#### n) Other Disclosures

Current and proposed status of allottee as per Reg 163(1)(j) of SEBI ICDR 2018 is eligible and not disqualified

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The Board recommends the resolution as set out above for approval of the shareholders as a Special Resolution.

None of the Directors, Key Managerial Personnel or any relative of any of the Directors or Key Managerial Personnel of the Company is, in anyway, concerned or interested in the above resolution.

#### ITEM NO. 2 Appointment of Mr. Jaymin Bhati (DIN: 10417772) as an Independent Director

Mr. Jaymin Nareshkumar Bhati, who was appointed as an Additional Independent Director of the Company in the Board meeting held on 7th February, 2024 will hold the office till the ensuing General Meeting of the Company.

A notice under section 160 of the Companies Act, 2013 has been received proposing his appointment as an Independent Director.

Mr. Jaymin Nareshkumar Bhati is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and has given his consent to act as a Director. He has also submitted a declaration of Independence under section 149 (6) of the Companies Act, 2013 and under regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations). In the opinion of the Board, he fulfills the conditions specified in the Act and the rules made thereunder and also under the LODR Regulations for appointment as an Independent Director of the Company. Hence, it is proposed to appoint Mr. Mr. Jaymin Nareshkumar Bhati as an Independent Director of the Company. The Board recommends the resolution at item no. 2 for the approval of the members of the Company as a Special Resolution.

None of the Directors/ KMP of the Company is in any way concerned or interested in the above resolution.

Place: Ahmedabad Dated: 28/03/2024

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CHARTERED LOGISTICS LIMITED

Lalit Gandhihorised Signatory Managing Director DIN:00618427

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CIN:L74140GJ1995PLCO26351 REG. OFFICE: B/501, STELLAR, OPP. ARISTA, SINDHUBHAVAN ROAD, AHMEDABAD-380059. Website: <u>www.chartered.co.in</u>, Email:-cs@chartered.co.in, Tel:-079-26891752

#### ROUTE MAP FOR VENUE OF THE EGM CHARTERED LOGISTICS LIMITED

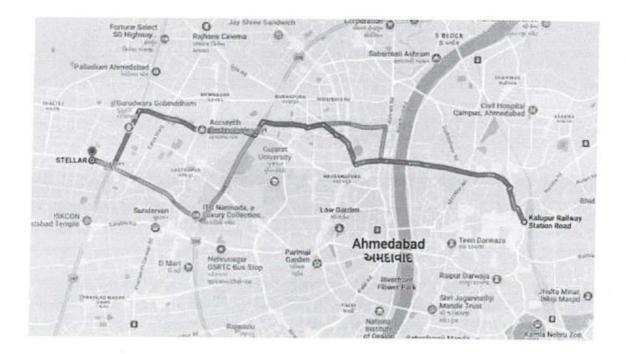
CIN: L74140GJ1995PLC026351

DATE: 23RD APRIL, 2024

DAY: TUESDAY

TIME: 1:00 P.M.

PLACE: B/501, Stellar, Opp. Arista, Sindhubhavan Road, Ahmedabad-380059.



For, Chartered Logistics Ltd. Director/Authorised Signatory

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