

NOTICE

NOTICE is hereby given that the Twenty Seventh Annual General Meeting of the Members of **Allcargo Logistics Limited** will be held on Wednesday, September 09, 2020 at 02.00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 together with the Report of Auditors thereon.
2. To confirm the Interim Dividend of ₹ 3 (i.e.150%) per equity share of ₹ 2 each declared by the Board of Directors of the Company at its meeting held on March 16, 2020 as final dividend for the Financial Year ended March 31, 2020.
3. To appoint a Director in place of Mr Adarsh Hegde (DIN: 00035040), who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider re-appointment of the Statutory Auditors & fix their remuneration and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Audit Committee, and approval of the Board of Directors of the Company, M/s S R Batliboi & Associates LLP, Chartered Accountants, (Firm Registration No. 101049W/E300004) be and are hereby re-appointed as the Statutory Auditors of the Company, to hold office for their second term of 5 (five) consecutive years from the conclusion of this Annual General Meeting (the "AGM") till the conclusion of 32nd AGM of the Company on such remuneration as set out in the Explanatory Statement annexed to this Notice."

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

SPECIAL BUSINESS:

5. **Appointment of Ms Cynthia Dsouza (DIN: 00420046) as an Independent Director of the Company**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Ms Cynthia Dsouza (DIN: 00420046), who was appointed as an Additional Director of the Company with effect from June 30, 2020 under Section 161 of the Act and who holds office upto the date of this Annual General Meeting and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 2 years commencing from June 30, 2020."

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

6. **Re-appointment of Mr Shashi Kiran Shetty (DIN:00012754) as the Chairman & Managing Director of the Company and payment of remuneration in excess of threshold limits as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (the "Listing Regulations") and the Articles of Association of the Company, the approval of the Members be and is hereby accorded for the re-appointment of Mr Shashi Kiran Shetty (DIN:00012754), as the Chairman & Managing Director of the Company, for a period of 5 (five) years with effect from April 01, 2020, on the remuneration and the terms and conditions, as recommended by the Nomination & Remuneration Committee and the Board of Directors of the Company and as set out in the Explanatory Statement annexed to this Notice, with a liberty to the Board to alter and vary the terms and conditions of his appointment and remuneration

subject to the same not exceeding the limits specified in Schedule V of the Act or any amendment thereto, as may be agreed between the Board of Directors and Mr Shashi Kiran Shetty."

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any Financial Year, the Remuneration as set out in Explanatory Statement annexed to this Notice be paid to Mr Shashi Kiran Shetty, as minimum Remuneration provided that the total Remuneration shall not exceed the ceilings provided in Section II and III of the Part II of Schedule V of the Act as may be applicable for the time being in force."

"RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of the Listing Regulations and as per the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, the approval of the Members be and is hereby accorded for payment of remuneration to Mr Shashi Kiran Shetty, Chairman & Managing Director and Promoter as per the terms and conditions as approved by the Members at this Annual General Meeting notwithstanding:

- i) annual remuneration to Mr Shashi Kiran Shetty exceeding ₹ 5 crores or 2.5% of the net profits of the Company calculated as per the provisions of Section 198 of the Act whichever is higher; or
- ii) the aggregate annual remuneration to all the Executive Directors including Mr Shashi Kiran Shetty exceeding 5% of the net profits of the Company calculated as per the provisions of Section 198 of the Act;

till the expiry of the term."

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

7. Offer or invite for subscription of Secured/Unsecured Non-Convertible Debentures and/or Bonds on private placement basis

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

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder and subject to all other applicable regulations, rules, notifications, circulars and guidelines prescribed by the Securities and Exchange Board of India ("SEBI"), including the SEBI (Issue and Listing of Debt Securities) Regulations, 2008, the SEBI (Listing Obligations and Disclosure Requirements) Regulations,

2015 and Reserve Bank of India ("RBI") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Memorandum and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be required from the Government of India, SEBI, RBI, the Stock Exchanges or any regulatory or statutory authority (the "Appropriate Authority") and subject to such conditions and/or modifications as may be prescribed or imposed by the Appropriate Authority while granting such approvals, consents, permissions and sanctions, the approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), for making offer(s) or invitation(s) to subscribe to the issue and allot Secured/Unsecured Non-Convertible Debentures and/or Bonds (the "Issue") on a private placement basis, in one or more series/tranches, fixing the price and the terms and conditions of the Issue as the Board may from time to time determine and consider proper and most beneficial to the Company, such that the aggregate amount does not exceed ₹ 1,000 crores (Rupees One Thousand crores only) during a period of one year from the date of passing of this Resolution and that the said borrowing is within the overall borrowing limits of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to determine and fix the terms and conditions of the Issue and from time to time, do all such acts, deeds, matters and things and give such directions as may be deemed necessary, proper or expedient in the interest of the Company and to sign and execute any deeds/documents/undertakings/agreements/papers/writings, as may be required in this regard and to resolve and settle all questions and difficulties that may arise at any stage from time to time."

By order of the Board of Directors

Devanand Mojindra
Company Secretary

Place: Mumbai
Date : June 30, 2020

Registered Office:
6th Floor, Avashya House, CST Road,
Kalina, Santacruz (East), Mumbai - 400 098
Email Id: investor.relations@allcargologistics.com
Website: www.allcargologistics.com
Phone No: 022-66798100
CIN: L63010MH2004PLC073508

NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 ("MCA Circulars") has permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at the AGM venue. Further, SEBI vide its Circular dated May 12, 2020 ("SEBI Circular") has also granted certain relaxations. In compliance with the provisions of the Companies Act, 2013 (the "Act"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), MCA Circulars and SEBI Circular, the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company i.e. Avashya House, CST Road, Kalina, Santacruz (East), Mumbai - 400098.
2. The Explanatory Statement pursuant to Section 102 of the Act, in respect of the Ordinary Business as set out in Item No. 4 and Special Businesses as set out in Item Nos. 5 to 7 above and the relevant details of the Directors seeking appointment/re-appointment above as required by Regulations 26(4) and 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India are annexed hereto.
3. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULAR, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE AGM VENUE ARE NOT ANNEXED TO THIS NOTICE.**

In compliance with the MCA Circulars and SEBI Circular, the Notice of the AGM *inter alia* indicating the process and manner of electronic voting along with the Annual Report of the Company for the Financial Year ended March 31, 2020 is being sent to the Members only through electronic mode whose e-mail addresses are registered with the Company/Depositories. Members who have not registered their e-mail addresses are requested to register their e-mail addresses so as to obtain the Annual Report of the Company.

In compliance with the said MCA Circulars, the Company has published a public notice by way of advertisements on August 15, 2020 in Free Press Journal and Navshakti, *inter alia*, advising the Members whose e-mail address are not registered/updated with the Company or the Depository Participant(s) ("DP's"),

as the case may be, to register/update their e-mail address with them at the earliest. The said Notice sent to the Members is also uploaded on Company's website <https://www.allcargologistics.com/> and the website of the Stock Exchanges, i.e. BSE Limited <https://www.bseindia.com/> and The National Stock Exchange of India Limited <https://www.nseindia.com/>

To support the 'Green Initiative', Members are requested to register their e-mail addresses by sending an e-mail on rnt.helpdesk@linkintime.co.in by giving details like name, folio number, permanent account number and contact number. Members holding shares in demat form are requested to register their e-mail addresses with their DP's only.

Members may note that the Notice and Annual Report of the Company for FY2019-2020 will also be available on the Company's website <https://www.allcargologistics.com/> and the website of the Stock Exchanges, i.e. BSE Limited <https://www.bseindia.com/> and The National Stock Exchange of India Limited <https://www.nseindia.com/>. The Notice of AGM is also available on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Institutional Members (i.e. other than individuals, HUF, NRI etc.) are encouraged to attend the AGM through VC/OAVM mode and vote electronically. Pursuant to the provisions of the Act, Institutional Members/ Corporate Members intending to allow their authorised representative(s) to attend and vote at the AGM are requested to submit a certified true copy of the Board Resolution/letter of appointment authorising their representative(s) together with the specimen signature(s) of those authorised representative(s) to the Scrutinizer at allcargo.scrutinizer@gmail.com with a copy marked to evoting@nsdl.co.in.
6. Relevant documents referred to in the Notice and the Explanatory Statement shall be available for inspection through electronic mode. Members are requested to write to the Company on secretarialdesk@allcargologistics.com by mentioning their DP ID & Client ID/Physical Folio Number for inspection of said documents.
7. Members may please note that pursuant to Regulation 12 of the Listing Regulations, all listed entities shall use any electronic mode of payment facility approved by Reserve Bank of India for making payment(s) to the Members of dividend(s), interest(s), redemption(s) or repayment(s). In view of this direction, Members are requested to update their bank account details with M/s Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company ("RTA"), in case shares are held in physical form, and to their respective Depository Participants, in case shares are held in demat form, to enable the Company to make the said payment(s) in electronic form.



Members are further requested to note that non-availability of correct bank account details such as MICR ("Magnetic Ink Character Recognition"), IFSC ("Indian Financial System Code"), etc., which are required for making electronic payment will lead to rejection/failure of electronic payment instructions by the bank in which case, the Company or RTA will use physical payment instruments for making payment(s) to the Members with available bank account details of the Members.

8. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, Members holding shares in physical forms are requested to consider converting their holdings to demat form. Members may contact the Company's RTA at rnt.helpdesk@linkintime.co.in for assistance in this regards.

SEBI has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in demat form are therefore requested to submit their PAN to their DP's with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or RTA.

9. Unpaid/unclaimed dividend and shares

Members are hereby informed that as per the provisions of Section 124 of the Act, dividend which remains unpaid/ unclaimed over a period of seven (7) consecutive years has been transferred by the Company to "The Investor Education and Protection Fund" ("IEPF") established by the Central Government under Section 125 of the Act.

Further, in accordance with the Investor Education

and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), as amended from time to time, 845 equity shares of face value of ₹ 2/- each in respect of which dividend had remained unpaid/unclaimed for 7 (seven) consecutive years or more from the date of such transfer to Unpaid/Unclaimed Dividend Account of the Company has been transferred to the IEPF by crediting such shares to the DEMAT Account of the IEPF Authority (the "Authority"). The Company has sent individual notice to all the Members whose shares are due to be transferred to the Authority and has also published newspaper advertisement in this regard. Members are requested to visit the website of the Company and/ or the Authority/MCA to check their unpaid/ unclaimed dividend status and are advised to write to the Company and/or RTA immediately claiming dividend(s) declared by the Company. The details of the shares transferred to the Authority are uploaded on the Company's website <http://www.allcargologistics.com/investors/shareinformation/dividends>.

The Members may note that the shares as well as unpaid/ unclaimed dividends transferred to the Authority can be claimed back by making an application to the Authority in Form IEPF-5 along with the requisite documents available on www.iepf.gov.in and sending duly signed physical copy of the same to the Company and/or RTA. The Members can submit only one consolidated claim in a financial year as per the IEPF Rules. In order to claim refund, the Members are advised to visit the weblink <http://iepf.gov.in/IEPFA/refund.html> or contact the RTA. No claims shall lie against the Company in respect of the dividend/shares so transferred.

The Members are requested to note the following due date(s) for claiming unpaid/unclaimed dividend paid/ declared by the Company:

Dividend	Date of Declaration of Dividend	Year	Due date for claiming Unpaid dividend
Final Dividend	August 8, 2013	FY2012-13	September 13, 2020
Final Dividend	August 7, 2014	FY2013-14	September 12, 2021
Interim Dividend	August 7, 2014	FY2014-15	September 12, 2021
Final Dividend	August 10, 2015	FY2014-15	September 09, 2022
Interim Dividend	November 05, 2015	FY2015-16	December 04, 2022
2 nd Interim Dividend	March 14, 2016	FY2015-16	April 14, 2023
Final Dividend	August 10, 2017	FY2016-17	September 11, 2024
Final Dividend	August 10, 2018	FY2017-18	September 14, 2025
Special Interim Dividend	February 08, 2019	FY2018-19	March 11, 2026
Interim Dividend	March 16, 2020	FY2019-20	April 21, 2027

Pursuant to the IEPF Rules, the Company has also uploaded the details of unpaid/unclaimed amounts lying with the Company as on August 07, 2019 (date of last AGM) on the Company's website <http://www.allcargologistics.com/investors/shareinformation/dividends> and also on the website of the Authority, MCA - www.iepf.gov.in.

10. Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source ("TDS") from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 (the "IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, PAN, Category



as per the IT Act with their DP's or in case shares are held in physical form, with the Company by sending documents through e-mail.

11. Any information in regards to the Accounts and Operations of the Company may be sent to the Company Secretary at secretarialdesk@allcargologistics.com atleast seven (7) days in advance of the date of AGM. The same will be replied by the Company suitably.
12. Under Section 72 of the Act, Members are requested to make nomination in respect of shares held by them in single name and physical form. Members desirous of making nomination are requested to send their request in Form SH-13 to the Company's RTA viz. M/s Link Intime India Private Limited at their address: C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083. Members holding shares in demat form may obtain and submit the nomination form to their respective DP's.
13. Non-Resident Indian Members are requested to inform RTA, immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

14. Voting through electronic means:

- I. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-voting system as well as e-voting during AGM will be provided by NSDL.
- II. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, September 02, 2020. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owner maintained by the Depositories as on the cut-off date shall only be entitled to avail facility of remote e-voting or e-voting during AGM. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
- III. The Members who have exercised their votes through remote e-voting prior to the AGM may also participate in the AGM through VC/OAVM but they shall not be entitled to vote again.

- IV. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at evoting@nsdl.co.in.

- V. **The remote e-voting period begins at 09.00 a.m. (IST) on Saturday, September 05, 2020 and ends at 05.00 p.m. (IST) on Tuesday, September 08, 2020. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently.**

15. Manner of registering/ updating e-mail addresses:

- a) Members holding shares in physical mode and who have not registered/ updated their e-mail addresses with the Company are requested to register/ update their e-mail addresses by sending a duly signed request letter to the Company's RTA at their address by mentioning their name and Folio No.
- b) Members holding shares in dematerialized mode are requested to register/ update their e-mail addresses with the relevant DP's.

16. Instructions for participating in the AGM through VC/ OAVM and E-voting are as follows:

A. Instructions for Participating in the AGM through VC/ OAVM:

- a) Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under Shareholders/Members login by using the remote e-voting credentials.
- b) The link for VC/OAVM will be available in Shareholder/ Members login where the EVEN of the Company will be displayed.
- c) By clicking on this link, the Members will be able to attend and participate in the proceedings of the AGM.
- d) Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice of AGM to avoid last minute rush.
- e) Further Members can also use the OTP based login for logging into the e-Voting system of NSDL.
- f) Members are encouraged to join the Meeting through Laptops, Smartphones, Tablets and iPads for better experience.
- g) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- h) Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via

Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

- i) The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available at least 1000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 - j) Members who would like to express their views/have questions during the AGM may register themselves as a speaker shareholder by sending a request along with their questions in advance mentioning their name, demat account number/folio number, email id and mobile number at secretarialdesk@allcargologistics.com on or before 03.00 p.m. (IST) on September 05, 2020. Those Members who have registered themselves as a speaker shareholder will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speaker shareholders depending on the availability of time for the AGM.
 - k) Speaker shareholders will join through the separate link as attendee. The shareholders will be on mute by default.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 113411 then user ID is 113411001***

default and can see the AGM proceedings. Speaker shareholders need to allow their audio and video to be kept open. Once moderator announce and allow shareholders to speak, then only such shareholders will speak.

B. Instructions for E-voting are as follows:

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

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Details on Step 1 are mentioned below:

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

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

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to



enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) In case you have not registered your email address with the Company/ Depository, then please follow the instructions mentioned below in this Notice.

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

a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

3. Click on the "EVEN" for Allcargo Logistics Limited i.e. 113411.

4. Now you are ready for e-Voting as the Voting page opens.

5. 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.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the Resolution, you will not be allowed to modify your vote.

17. Instructions for E-voting during the AGM are as follows:

1. The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting, since the Meeting is being held through VC/OAVM.

2. Only those Members/Shareholders, who will be present at the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote on such resolution(s) through e-voting system during the AGM at the end of discussion on the Resolutions on which voting is to be held, upon announcement by the Chairman.

3. The e-voting module on the day of the AGM shall be disabled by NSDL for voting 30 minutes after the conclusion of the Meeting.

GENERAL GUIDELINES FOR MEMBERS:

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at

evoting@nsdl.co.in. You can also send your queries/ grievances relating to e-voting at:

Name: Mr Amit Vishal/ Ms Pallavi Mhatre

Designation: Senior Manager/ Manager

Address: 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013

E-mail address: amitv@nsdl.co.in/ pallavid@nsdl.co.in

Contact Number- +91 22 2499 4360/4545/4738

Toll free number: 1800-222-990

3. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
4. Mr P N Parikh (Membership No FCS 327 and CP No 1228), failing him, Mr Mitesh Dhabliwala (Membership No FCS 8331 and CP No 9511) and failing him Ms Sarvari Shah (Membership No FCS 9697 and CP No 11717) of Parikh & Associates, Practicing Company Secretaries, Mumbai, have been appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.
5. The Scrutiniser will submit his report to the Chairman or to any other person authorised by the Chairman after the completion of the scrutiny of the e-Voting (votes cast during the AGM and votes cast through remote e-Voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutiniser's report shall be communicated to the Stock Exchanges on which the Company's shares are listed, NSDL, RTA and will also be displayed on the Company's website at www.allcargologistics.com.
6. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on date of AGM i.e. September 09, 2020.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS

Pursuant to the provisions of Section 102 of the Companies Act, 2013 (the "Act"), the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and Secretarial Standard-2 on General Meetings ("SS-2"), the following Explanatory Statement sets out all material facts relating to the Ordinary Business

as mentioned in Item No. 4 and Special Businesses as mentioned in Item Nos. 5 to 7 in the accompanying Notice dated June 30, 2020 and forms part of the Notice.

Item No.4

Pursuant to the provisions of Section 139 of the Act and the Rules framed thereunder, the Members of the Company at the 22nd Annual General Meeting ("AGM") held on August 10, 2015 had appointed M/s S R Batliboi & Associates LLP, Chartered Accountants, (Firm Registration No. 101049W/E300004) ("SRB") as the Statutory Auditors of the Company for a period of 5 consecutive years to hold office from the conclusion of the 22nd AGM till the conclusion of the 27th AGM of the Company, subject to the ratification by the Members at every AGM.

The Members may note that the tenure of SRB as Statutory Auditors of the Company would be expiring at the ensuing AGM. Basis on the recommendation of Audit Committee, the Board of Directors at its Meeting held on June 30, 2020 has approved the re-appointment of SRB as Statutory Auditors of the Company, subject to the approval of the Members at the ensuing AGM. Hence, it is proposed to re-appoint SRB as the Statutory Auditors of the Company for a second term of 5 consecutive years to hold office from the conclusion of this AGM till the conclusion of 32nd AGM of the Company at a remuneration to be decided by the Board of Directors in consultation with the Statutory Auditors subject to the provisions of the Listing Regulations and the Act, as amended from time to time.

SRB have given their consent to act as the Statutory Auditors of the Company and have confirmed that the said re-appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

Proposed Terms and conditions and remuneration:

(I) Terms of Appointment:

SRB will hold office for a second term of 5 years from the conclusion of this AGM till the conclusion of 32nd AGM of the Company.

(II) Proposed Fees payable:

SRB are re-appointed for a period of 5 years at a remuneration not exceeding ₹ 85 lakhs per annum or as mutually agreed between the Board of Directors of the Company and the Statutory Auditors. The proposed fees is based on knowledge, expertise, industry experience, time and efforts required to be put in by SRB during their association with the Company. The proposed fees are also in line with the industry benchmarks.

(III) Credentials of M/s S R Batliboi & Associates LLP:

SRB started in 1914 and registered with the Institute of Chartered Accountants of India. All the constituent firms of SRB are member firms in India of Ernst & Young Global Limited ("EY"). The methodology, working environment, compensation strategy and technical resources of SRB are designed to attract and retain the best people.

The SRB network of firms includes:

- S.R. Batliboi & Associates LLP
- S.R. Batliboi & CO LLP
- S R B C & CO LLP
- S.V. Ghatalia & Associates LLP
- S R B C & Associates LLP

Major audit clients:

- Reliance Industries
- JSW Steel Limited
- Vodafone Idea
- Bajaj Auto Limited
- Sun Pharmaceuticals
- Bharat Forge Limited
- ITC Ltd
- Flipkart
- Vedanta Ltd.

Past relationship with the Company:

- Statutory auditors of the Company from FY2016
- Seamless transition during key regulatory changes like:
 - Companies Act, 2013
 - Implementation of new Indian Accounting Standards (Ind AS)
 - Adoption of new Ind AS - Ind AS 115, Ind AS 116
 - SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for the approval by the Members.

None of the other Directors or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No.4 of the Notice.

Item No.5

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has appointed Ms Cynthia Dsouza (DIN: 00420046) as an Additional Director in the category of Non-Executive Independent Director, not liable to retire by rotation, for a term of 2 years with effect from June 30, 2020 subject to the approval of the Members of the Company under Sections 149 and 161 of the Act and applicable provisions of the the Listing Regulations and the Articles of Association of the Company.

As per the provisions contained under Section 161 of the Act, Ms Cynthia Dsouza holds office upto the date of ensuing Annual General Meeting and is eligible for being appointed as an Independent Director of the Company.

The Company has received a notice in writing from a Member under Section 160 of the Act, proposing the candidature of Ms Cynthia Dsouza for the office of Director of the Company. The Company has also received a declaration from Ms Cynthia Dsouza that she meets criteria of independence as prescribed under the Act and the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, she has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge the duties.

Ms Cynthia Dsouza is not disqualified from being appointed as a Director in terms of Section 164 of the Act and any other applicable law prescribed by SEBI or any other authority and has given her consent to act as Director of the Company.

In the opinion of the Board, Ms Cynthia Dsouza is independent of the management and meets the criteria of independence as specified in the Act, the Rules framed thereunder and the Listing Regulations.

Ms Cynthia Dsouza have applied online to the Indian Institute of Corporate Affairs for inclusion of her name in the data bank for a period of 5 years and her registration number is IDDB-DI-202006-028683.

Ms Cynthia Dsouza does not hold any shares in the Company.

Details of Ms Cynthia Dsouza are provided in the "Annexure" to the Notice pursuant to the provisions of the Listing Regulations and SS-2.

Copy of draft appointment letter of Ms Cynthia Dsouza setting out the terms and conditions of her appointment is available for inspection through e-mail facility by requesting the Company for the same.

The Board recommends the Ordinary Resolution set out at Item No.5 of the Notice for the approval by the Members.

Save and except, Ms Cynthia Dsouza and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No.5 of the Notice.

Item No.6

In accordance with the provisions of the Act, the Members of the Company at 22nd AGM held on August 10, 2015 had approved re-appointment of Mr Shashi Kiran Shetty (DIN:00012754) as the Chairman & Managing Director of the Company for a period of 5 years commencing from April 1, 2015 and ending on March 31, 2020 on the terms & conditions including remuneration, as contained in the explanatory statement attached to notice convening the said AGM.

Considering Mr Shetty's outstanding contribution in developing and expanding the business of the Company and in development of trade and the industry in which it operates, the Board of Directors of the Company at their meeting held on February 13, 2020 has re-appointed Mr. Shashi Kiran Shetty as the Chairman & Managing Director of the Company subject to approval of the Members of the Company, for a further period of five years effective from April 1, 2020 on the following terms & conditions as recommended by the Nomination and Remuneration Committee of the Company:

Proposed Terms and conditions and remuneration:

(I) Tenure:

The appointment shall be for a period of 5 years commencing from April 1, 2020 subject to the provisions of the Listing Regulations and the Act as may be amended both from time to time.

(II) Duties and Responsibility:

Subject to the superintendence, control and overall direction of the Board of Directors of the Company, the Chairman & Managing Director shall have the power for general conduct and management of the whole of business and affairs of the Company, except in the matter which may be specifically required to be done by the Board either as per the provisions of the Act or by the Articles of Association of the Company and the Chairman & Managing Director shall also exercise and perform such powers and duties as the Board of Directors of the Company (hereinafter called

as "the Board") may from time to time determine and shall also do and perform all other acts and things which in the ordinary course of business he may consider necessary or proper or in the interest of the Company.

(III) Salary:

₹ 20,00,000/- (Rupees Twenty Lakhs only) per month with a power to the Board to increase the salary payable to the Managing Director up to a maximum limit of ₹ 30,00,000/- (Rupees Thirty Lakhs only) per month from time to time.

(IV) Perquisites:

Category A

i.	Housing	: The Company shall provide suitable residential accommodation with all facilities and amenities (including gas, telephone, electricity, water, and furnishings) for Mr Shashi Kiran Shetty and his family for which the Company shall recover 10% of his salary or where the Company is not in a position to provide suitable accommodation to Mr Shashi Kiran Shetty, house rent allowance will be paid by the Company to Mr Shashi Kiran Shetty, subject to the following ceilings: a) Mumbai-Calcutta-Delhi-Chennai 60% of salary over and above 10% payable by Mr Shashi Kiran Shetty himself. b) Other places 50% of salary over and above 10% payable by Mr Shashi Kiran Shetty himself. Perquisites shall be evaluated as per the Income Tax Rules, 1962, wherever applicable. Monetary value of the benefits of gas, telephone, electricity and water and furnishings to be valued as per the Income Tax Rules 1962, but subject to the ceilings of 10% of his salary.
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ii.	Medical Reimbursement	: Mr Shashi Kiran Shetty shall be entitled to the re-imbursement of medical expenses actually incurred for himself and his family. The total cost of which to the Company shall not exceed one month's salary for a year or three months salary for a period of three years of service.
iii.	Leave Travel Concession	: Mr Shashi Kiran Shetty will be entitled to Leave Travel Concession once in a year for himself and his family in accordance with the rules of the Company.
iv.	Club Fees	: Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fees.
v.	Corporate Credit Card	: Mr Shashi Kiran Shetty shall be provided with the Corporate Credit Card for official use.
vi.	Personal Accident Insurance	: The Company shall pay an annual premium not exceeding ₹ 50,000/- towards the personal accident insurance policy for the benefit of Mr Shashi Kiran Shetty.

Category B

i.	Contribution to Funds	: Contribution to Provident Fund, Annuity Fund, Gratuity / Contribution to Gratuity Fund, Superannuation/ Pension Fund as per the Company's Rules.
ii.	Encashment of Leave	: Encashment of leave not availed of by Mr Shashi Kiran Shetty as per the Company's Rules.
iii.	Gratuity	: Gratuity shall be payable to Mr Shashi Kiran Shetty subject to the statutory rules and as per the rules of the Company.

Category C

i.	Provision of Car	: 2 Chauffeur driven cars for office and personal use.
ii.	Telephone	: Telephone at the residence and Mobile phone with SIM card as per the Company's Rules.
iii.	Internet/ lease/line/wifi	: At actuals
iv.	Performance Award	: As per the Company's Rules
v.	Other amenities and benefits	: Such other benefits, amenities and facilities as per the Company's Rules.

(V) Commission:

Commission shall be payable to Mr Shashi Kiran Shetty based on the net profits of the Company computed in the manner laid down in Section 198 of the Act every year.

Such commission may exceed ₹ 5 crores or 2.5% of the net profits of the Company, whichever is higher or where there is more than one such director, the aggregate annual remuneration may exceed 5% of the net profits, in any particular year, and as the Board of Directors of the Company may determine keeping in view the performance of the Company in respect of each financial year commencing from April 1, 2020 and the applicable provisions of the Act and the Listing Regulations as amended from time to time.

Provided always that the aggregate of the Remuneration payable as aforesaid including Remuneration payable to other Whole-time Directors/Managing Directors shall not exceed 10% of the net profits of the Company computed in accordance with the provisions of Sections 197 and 198 of the Act read with Schedule V of the Act, as and when becomes applicable.

(VI) Other terms and conditions:

- i) The value of the perquisites would be evaluated as per Income-tax Rules, 1962 wherever applicable and at cost in the absence of any such Rule.
- ii) Contribution to Provident Fund, Annuity Fund, Gratuity Fund, Superannuation Fund, Pension Fund would not be included in the computation of ceiling on remuneration to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
- iii) Encashment of earned leave at the end of the tenure as per rules of the Company shall not be included in the computation of ceiling on remuneration.
- iv) Provision of car for use on Company's business and telephone at residence would not be considered as perquisites.
- v) The Chairman & Managing Director as long as he functions as such shall not be paid any sitting fees for attending the meetings of the Directors or Committees thereof.
- vi) Mr Shashi Kiran Shetty shall, while he continues to hold office of the Chairman & Managing Director, be subject to retirement by rotation and he shall be reckoned as a Director for the purpose of determining the directors liable to retire by rotation and such retirement and re-appointment shall, unless he is not re-appointed as a director, not constitute a break in his engagement as Chairman & Managing Director during the tenure of his term and subsequent renewals thereof. Mr Shashi Kiran Shetty shall not ipso facto cease

to be a Director, if he ceases to hold office of Managing Director for any cause.

- vii) Notice period shall be 12 months or 12 months remuneration in lieu thereof.
- viii) The aggregate of salary, commission, perquisites and allowances in any one financial year shall not exceed the limits prescribed under Sections 197 and 198 and other applicable provisions of the Act read with Schedule V to the said Act as may for the time being in force.
- ix) If during the currency of his tenure as Chairman & Managing Director, the Company has no profits or its profits are inadequate in any financial year, the Chairman & Managing Director shall be entitled to the aforesaid remuneration by way of salary, commission, perquisites and allowances, subject to the necessary approvals as may be required, as per the applicable provisions of the Act.
- x) He can be appointed as Director or Managing Director on the Board of other companies including subsidiaries in accordance with the provisions of the applicable laws in India.

Details of Mr Shashi Kiran Shetty are provided in the "Annexure" to the Notice pursuant to the provisions of the Listing Regulations and SS-2.

The Board recommends the Special Resolution set out at Item No.6 of the Notice for the approval by the Members.

Save and except, Mr Shashi Kiran Shetty and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No.6 of the Notice.

Item No.7

The Company had obtained approval of the Members at the 26th AGM held on August 07, 2019, to raise funds upto ₹1,000 crores (Rupees One Thousand crores only) by issue of Secured/Unsecured Non- Convertible Debentures on a private placement basis, in one or more tranche(s) from time to time.

As per provisions of Section 42 of the Act and the Rules framed thereunder, the Special Resolution passed by

the Members with respect to issue of Non-Convertible Debentures shall be valid for a period of one year from the date of passing the Resolution. Accordingly, the aforesaid Resolution is valid till August 06, 2020.

The Members may note that during the year, the Company has issued and allotted, 11.25% 1,600 Senior, Rated, Secured, Listed, Redeemable, Non-Convertible Debentures of face value of ₹ 10,00,000/- each, aggregating upto ₹ 160 crores on a private placement basis which were fully redeemed on June 11, 2020 under the said Resolution.

Considering the future capex plans, strategic investments, and cost effectiveness of borrowing through the Debentures, the Company proposes to obtain Members' approval for borrowings upto ₹ 1,000 crores (Rupees One Thousand crores only) by way of issue of Secured/ Unsecured Non-Convertible Debentures and/or Bonds on a private placement basis in one or more tranche(s). This would be an enabling Resolution authorizing the Board of Directors to make specific issuances based on the Company's requirements, market liquidity and appetite at the opportune time. The aggregate borrowings of the Company shall be well within the limits approved by the Members.

The Board recommends the Special Resolution set out at Item No.7 of the Notice for the approval by the Members.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No.7 of the Notice.

By order of the Board of Directors

Devanand Mojindra
Company Secretary

Place: Mumbai
Date : June 30, 2020

Registered Office:

6th Floor, Avashya House, CST Road,
Kalina, Santacruz (East), Mumbai - 400 098
Email Id: investor.relations@allcargologistics.com
Website: www.allcargologistics.com
Phone No: 022-66798100
CIN: L63010MH2004PLC073508

ANNEXURE

Details of Directors seeking Appointment / Re-appointment at the 27th Annual General Meeting pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 on General Meetings are as under:

I	Name of Director	Mr Adarsh Hegde (DIN:00035040)	Mr Shashi Kiran Shetty (DIN:00012754)	Ms Cynthia Dsouza (DIN: 00420046)
II	Age	56 years	63 years	66 years
III	Qualification	Bachelor's degree in Mechanical Engineering	Bachelor of Commerce	Graduation in Psychology from Bombay University in 1974 and Master's Degree in Human Resources (Including Industrial Psychology) from a premier Institute in India in 1976 (TATA Institute of Social Sciences)
IV	Brief resume including profile, experience and expertise in specific functional areas	<p>After finishing his mechanical engineering from Nitte Education Trust, Mangalore, he started his career as an Assistant Maintenance Engineer with Eastern Ceramics Private Limited, Mumbai in 1987 and has served the organization in various capacities.</p> <p>He has experience in the field of logistics close to three decades. Mr Hegde joined the Company on August 21, 2006 and has been instrumental in the success of the Company's growth story. Presently, he is designated as Joint Managing Director of the Company.</p> <p>Mr Hegde's business acumen and vision in logistics business, advanced and modern management proficiency quality drives him as an ideal business leader. He has played a key role in designing and implementing various systems and procedures, which resulted in exponential growth opportunities for the Company.</p>	<p>Mr Shashi Kiran Shetty is a pioneer and leader of the logistics industry with numerous Indian and global recognitions and a deep-rooted commitment to social welfare.</p> <p>Mr Shetty began early, when the logistics sector was at a nascent stage. In 1993, Mr Shetty founded Allcargo Logistics which today enjoys the status of being India's largest integrated logistics company. Its trajectory of success and wide portfolio of world-class services like MTO, Contract Logistics and Project Equipment are testimony to Mr Shetty's entrepreneurial spirit and foresight.</p> <p>Spearheading over 10 key acquisitions in less than a decade, Mr Shetty sets a brilliant example of benefiting from first mover's advantage, wherein he saw the formidable strength and bright future the logistics sector holds in India and globally, creating India's first and largest integrated logistics solutions provider in the private sector and a global leader in multimodal transport with operations in more than 160 countries.</p> <p>In 2019-2020, under the leadership of Mr Shetty, Allcargo Logistics acquired a substantial stake of more than 20% in Gati Limited, a major player in logistics and express distribution segment. Right from being conferred Belgium's highest civilian honour the 'Distinction of Commander of the Order of Leopold II' to being declared as the Global Logistics Personality of the Year, Mr Shetty's experience and contribution has been recognised across diverse fora and platforms in India and internationally. An astute business sense, exemplary leadership and a vision to identify potential opportunities reiterate his position as an industry veteran.</p> <p>Mr Shetty is known not just for his professional achievements, but also his involvement in a number of philanthropic and community development initiatives. Be it through personal donations and contributions or involvement in the interventions of Avashya Foundation, Allcargo Logistics' CSR arm, Mr Shetty walks the talk when it comes to giving back to society in every way possible.</p> <p>Under Mr Shetty's guidance and insistence on quality, impeccable execution, customer satisfaction and a values-driven culture, Allcargo Logistics continues to be recognised as one of the most professionally-managed and process-driven organisations.</p> <p>In addition to being a sports enthusiast and an avid golfer, Mr Shetty also appreciates art and its diverse cultural expressions.</p>	<p>As Managing Director, of Cynthesis Management Consultants Pvt. Ltd., Ms Cynthia is responsible for leading, directing and executing the company's business strategy. She set up the company in 1999 and has built a strong, highly focused team of professionals who have successfully improved the company's growth and profitability in a volatile market. Through her tenure as a corporate professional and consultant, Ms Cynthia has worked extensively in the areas of strategy, organization restructuring, change management, succession management, executive assessment and development, systems and processes. Her key assignments includes, cultural integration (post merger of an MNC), restructuring of the leadership team in a large call centre, restructuring and capability planning for a mid-sized pharmaceutical company. Ms Cynthia current assignments include Executive Coaching of Partners at Price Water House Coopers Pvt. Ltd., Strategic Consulting and Executive Coaching of Senior Management at IQVIA Consulting and Information Services India Pvt. Ltd. and providing strategic Human Resources Consulting at SIRO Clinpharm Pvt. Ltd.</p> <p>Ms Cynthia's experience spans over 44 years in the areas of general management, strategic planning, sales & marketing, and human resource management. Her core competency lies in the management and development of people, cross cultural integration and client relationship management. Prior to launching out as an independent consultant in 1999, Ms Cynthia worked in very senior managerial positions in Coca-Cola India Inc., Parke Davis-Warner Lambert - India, Eureka Forbes Ltd (a joint venture between Electrolux AB - Sweden and Forbes, Forbes & Campbell - India), Procter & Gamble and TATA Consultancy Services (the largest software company in India).</p> <p>By qualification, Ms Cynthia completed her Graduation in Psychology from Bombay University in 1974 and her Masters Degree in Human Resources (Including Industrial Psychology) from a premier Institute in India in 1976 (TATA Institute of Social Sciences). She is a Certified Trainer in the Zenger Miller Leadership Training (USA); Seven Dimensions of Culture Model - Trompenaars Hampden-Turner Intercultural Management Consulting and a certified Assessor for Assessment Centres.</p>

V	Shareholding in the Company as on March 31, 2020	4,545,500 equity shares of face value of ₹ 2/- each constituting 1.85% of the total paid-up share capital of the Company.	152,519,341 equity shares of face value of ₹ 2/- each constituting 62.08% of the total paid-up share capital of the Company.	NIL
VI	Date of first appointment	August 21, 2006	August 18, 1993	June 30, 2020
VII	Directorship held in other companies (including the Company) as on March 31, 2020	<ul style="list-style-type: none"> - Allcargo Logistics Limited - Comptech Solutions Private Limited - Contech Logistics Solutions Private Limited - Combi Line Indian Agencies Private Limited - South Asia Terminals Private Limited - Transindia Logistic Park Private Limited - Avvashya CCI Logistics Private Limited - Allcargo Multimodal Private Limited - Ecu International (Asia) Private Limited - Alltrans Logistics Private Limited - Indport Maritime Agencies Private Limited - Transindia Freight Services Private Limited - Container Freight Station Association of India (Renewal Old AN 165281) - Transnepal Freight Services Private Limited (Foreign Body Corporate) 	<ul style="list-style-type: none"> - Allcargo Logistics Limited - AGL Warehousing Private Limited - Avvashya CCI Logistics Private Limited - Allcargo Inland Park Private Limited - Allcargo Multimodal Private Limited - Malur Logistics and Industrial Parks Private Limited - Allcargo Projects Private Limited - Gati Limited - Alltrans Logistics Private Limited - Avashya Corporation Private Limited - Avashya Holdings Private Limited - FTL (India) Private Limited - Talentos Entertainment Private Limited - Ecu-Line Saudi Arabia LLC (Foreign Body Corporate) 	<ul style="list-style-type: none"> - Cynthesis Management Consultants Private Limited - Watnxt Advisory Services Private Limited
VIII	Companies in which Director is Member of the Committee of the Board as on March 31, 2020	Allcargo Logistics Limited <ul style="list-style-type: none"> - Executive Committee - Stakeholders Relationship Committee - Finance, Strategy and Legal Committee - Debenture Issue and Allotment Committee Avvashya CCI Logistics Private Limited <ul style="list-style-type: none"> - Corporate Social Responsibility Committee 	Allcargo Logistics Limited <ul style="list-style-type: none"> - Stakeholders Relationship Committee - Corporate Social Responsibility Committee - Finance, Strategy and Legal Committee Gati Limited <ul style="list-style-type: none"> - Nomination and Remuneration Committee - Non-Core Asset Disposal Committee 	NIL
IX	Companies in which Director is Chairman of Committees of the Board as on March 31, 2020	Allcargo Logistics Limited <ul style="list-style-type: none"> - Risk Management Committee Avvashya CCI Logistics Private Limited <ul style="list-style-type: none"> - Executive Committee Transindia Logistic Park Private Limited <ul style="list-style-type: none"> - Corporate Social Responsibility Committee 	Allcargo Logistics Limited <ul style="list-style-type: none"> - Executive Committee - Debentures Issue and Allotment Committee 	NIL
X	Terms and Conditions of re-appointment along with details of remuneration sought to be paid and remuneration last drawn	Please refer to the Board's Report and Corporate Governance Report		
XI	Number of Board meetings attended during the year	5	7	NIL
XII	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Brother of Mrs Arathi Shetty	Spouse of Mrs Arathi Shetty	Not Applicable