



Ingenuity In Motion

ALLCARGO GATI LIMITED
(Formerly known as "Gati Limited")

CIN: L63011MH1995PLC420155

Registered Office: 4th Floor, B Wing, Allcargo House, CST Road, Kalina, Santacruz (East) Mumbai, Vidyanagari, Mumbai, Maharashtra, India, 400098

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POSTAL BALLOT NOTICE

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Dear Members,

NOTICE is hereby given that pursuant to Sections 108, 110, and other applicable provisions, if any, of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "**Companies Act**"), and relevant circulars including General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 9/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as the "**MCA Circulars**"), Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**"), and any other applicable laws, rules, guidelines, notifications, circulars and regulations (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof, for the time being in force), the following items of special business is proposed to be passed by the Members of Allcargo Gati Limited (formerly known as "Gati Limited") ("**Company**" or "**GATI**") through Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically.

In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the Company has extended remote e-voting facility for its Members, to enable them to cast their votes electronically. The detailed instructions for remote e-voting forms part of this Postal Ballot Notice ("**Notice**" or "**Postal Ballot Notice**"). Members are requested to vote electronically on the stated Resolution.

An Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act and other applicable provisions, if any, stating all material facts relating to the Resolutions contained in this Postal Ballot Notice is annexed herewith.

Special Business

Item No. 1:

Approval for disposal of undertaking by way of sale of Fuel Station of the Company situated at Bengaluru under Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and section 110 of the Companies Act, 2013 (the “**Act**”) read with Companies (Meetings of Board and Its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Regulation 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the provisions of the Memorandum and Articles of Association of the Company and such other approvals, consents and permissions being obtained from the authorities to the extent applicable and necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors ((hereinafter referred as the “**Board**” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including the power conferred by this resolution) to sell the “Undertaking of the Company” in form of a Fuel Station located at Site No. 52, Survey No. 35, 18th KM of NH Bengaluru-Tumkur Road, Madavara Post, Madanayahalli, Bengaluru, North- 562123 to M.s/ SA Fuel Private Limited (CIN: U47300HR2025PTC128452) having its registered office at Uniworld Garden, Tower 6, Sohna Road, Sector47, DLF QE, Gurgaon, Dlf Qe, Haryana, India, 122002 (“**Buyer**”) for a total consideration of about Rs. 10 Crore (Rs. Ten Crores only) as determined by the Valuer or such other value or to such other Buyer, as the case may be, in any manner as the Board may deem fit in the interest of the Company on such terms and conditions as the Board may in their absolute discretion deem fit.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) or Chief Financial Officer or the Company Secretary of the Company , be and are hereby severally authorized to take such steps as may be considered necessary, in relation to the above, to settle all the matters arising out of and incidental thereto, to sign and execute Sale deeds, applications, documents and writings that may be required, on behalf of the Company, to severally delegate all or any of the above powers to any Committee of the Board of Directors or any Director(s) or Chief Financial Officer or Company Secretary of the Company and generally to do all acts, deeds, matters and things that may be deemed necessary, proper, expedient or incidental, in its absolute discretion for the purpose of giving effect to this resolution and in for the sale of the Property.”.

Item No. 2:

Approval for disposal of undertaking by way of sale of Fuel Station of the Company situated at Indore under Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and section 110 of the Companies Act, 2013 (the “Act”) read with Companies (Meetings of Board and Its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Regulation 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the provisions of the Memorandum and Articles of Association of the Company and such other approvals, consents and permissions being obtained from the authorities to the extent applicable and necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors ((hereinafter referred as the “**Board**” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including the power conferred by this resolution) to sell the “Undertaking of the Company” in form of a Fuel Station located at Survey No.39, AB Road, Dewas Naka, Lasudia Mori, Indore – 452010 to M/s. Siddhi Infra, partnership firm, having its registered office at 176, AB Road, Scheme No 114, Indore, Madhya Pradesh-452010 represented by its partners Mr. Prayank Jain, Mr. Ramesh Chandra Jain and Ms. Anju Baranwal for a total consideration of about Rs. 7.5 Crore (Rs. Seven Crores and Five Lakhs only) as determined by the Valuer or such other value or to such other Buyer, as the case may be, in any manner as the Board may deem fit in the interest of the Company on such terms and conditions as the Board may in their absolute discretion deem fit.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) or Chief Financial Officer or the Company Secretary of the Company, be and is hereby severally authorized to take such steps as may be considered necessary, in relation to the above, to settle all the matters arising out of and incidental thereto, to sign and execute Sale deeds, applications, documents and writings that may be required, on behalf of the Company, to severally delegate all or any of the above powers to any Committee of the Board of Directors or any Director(s) or Chief Financial Officer or Company Secretary of the Company and generally to do all acts, deeds, matters and things that may be deemed necessary, proper, expedient or incidental, in its absolute discretion for the purpose of giving effect to this resolution and in for the sale of the Property.”.

By Order of the Board of Directors
For Allcargo Gati Limited
(formerly known as “Gati Limited”)

Sd/-
Piyush Khandelwal
Company Secretary & Compliance Officer
Membership No.: A65318

Place: Mumbai
Date: March 07, 2025

NOTES:

1. An Explanatory Statement pursuant to the provisions of Section 102 of the Act read together with Rule 22 of the Management Rules and other applicable provisions, if any, stating all material facts relating to the Resolutions at item no. 1 and 2 contained in this Postal Ballot Notice, is annexed herewith and the same should be considered as part of this Notice.
2. In accordance with the General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 9/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs, Government of India (“**MCA Circulars**”), this Postal Ballot Notice and the e-voting instructions along with user ID and Password are being sent only through electronic mode to those Members whose names appeared in the Register of Members / List of Beneficial Owners as on **February 14, 2025 (“Cut-off Date”)**, received from the National Securities Depository Limited (“**NSDL**”) and the Central Depository Services (India) Limited (“**CDSL**”) (collectively referred to as “**Depositories**”) and whose e-mail address is registered with the Company /RTA /Depositories /Depository Participant (“**DP**”). For Members who have not registered their e-mail IDs, please follow the instructions given under **Note No. 5**.
3. A copy of this Postal Ballot Notice shall be available on the website of the Company at www.gati.com, the websites of the Stock Exchanges on which the Equity Shares of the Company are listed, i.e., BSE Limited (“**BSE**”) at www.bseindia.com and National Stock Exchange of India Ltd (“**NSE**”) at www.nseindia.com and the website of National Securities Depository Limited (“**NSDL**”) at www.evoting.nsdl.com, who is the remote e- voting service providing agency for the Company.
4. In accordance with the MCA Circulars, the physical copies of this Postal Ballot Notice, along with postal ballot form and postage pre-paid business envelope, are not being sent to any Member. Accordingly, the communication of the assent or dissent of the Members eligible to vote is restricted only to remote e-voting (“**e-voting**”) i.e. by casting their votes electronically instead of submitting postal ballot forms.
5. **Process of registration of e-mail addresses**

Members holding shares in physical mode and who have not updated their e-mail addresses with the Company are requested to update their e-mail addresses by writing to rnt.helpdesk@in.mpms.muvg.com along with the copy of the signed Form ISR-1 mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (e.g.: Driving License, Election Identity Card, Passport etc.) in support of the address of the Member. Members holding shares in dematerialised mode are requested to register/ update their e-mail addresses with relevant depository participant.

Members may follow the process detailed below for registration of e-mail ID, update of Company account details etc.

Type of holder	Process to be followed	Forms
Physical	For availing the following investor services, send a written request in the prescribed forms by e-mail to rnt.helpdesk@in.mpms.mufig.com or by post to MUFG Intime India Pvt. Ltd, C -101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai, Maharashtra - 400083.	
	Form to register/change/update PAN, Company details, signature, mobile number, e-mail ID and address.	Form ISR-1
	Form for nomination pursuant to Section 72 of the Companies Act.	Form SH-13
	Form for declaration to opt-out of nomination.	Form ISR-3
	Form for cancellation or variation of nomination.	Form SH-14
	Form for requesting issue of duplicate certificate and other service requests for shares / debentures / bonds, etc., held in physical form.	Form ISR-4
	The forms for updating the above details are available at https://www.gati.com/investor-relations/investor-documents/ .	
Demat	Please contact your DP to register/update your e-mail address, Company account details, address etc. in your demat account, as per the process advised by your DP.	

6. Remote e-voting and results related matters

- a) In compliance with provisions of Sections 108 and 110 of the Companies Act, read with Rules 20 and 22 of the Rules, as amended, MCA Circulars, SS-2 and Regulation 44 of SEBI Listing Regulations, the Company is pleased to offer remote e-voting facility to its eligible Members, holding shares in physical or dematerialised form as on the cut- off date, being **Friday, February 28, 2025**, to exercise their rights to vote on the resolutions proposed in this Notice by electronic means. The Board has appointed **NSDL** for providing platform facilitating voting through electronic means to enable the shareholders to cast their votes electronically remotely from anywhere ("**remote e- voting**"). The instructions for remote e-voting forms part of this Notice.
- b) The remote e-voting period shall commence from **Tuesday, March 11, 2025 (9.00 a.m. IST)** and end on, **Thursday, April 10, 2025 (5.00 p.m. IST)**. The remote e-voting module shall be disabled for voting thereafter. During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the cut-off date, being **Friday, February 28, 2025**, may cast their vote(s) by remote e-voting in the manner and process set

out here-in-below. Once the vote(s) on a resolution(s) is cast by the Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again. A person, who is not a Member as on the cut-off date, should treat this Notice for information purposes only.

- c) Voting rights of the Members/beneficial owners shall be reckoned in proportion to their share in the total paid-up voting equity share capital of the Company, as on **February 28, 2025** (cut-off date fixed for this purpose).
- d) Members holding shares either in physical form or dematerialized form, as on the Cut-off Date (including those Members who may not receive this Postal Ballot Notice due to non-registration of their e-mail address with RTA or the DP, as aforesaid) can cast their votes electronically, in respect of the resolutions as set out in this Postal Ballot Notice only through the remote e-voting.
- e) The Board of Directors of the Company has appointed **Mr. Navjyoth Puttaparthi, Partner - M/s. Puttaparthi Jagannatham & Co., Company Secretaries [Membership No. FCS: 9896 and CP: 16041]**, failing him, **Mr. Puttaparthi Jagannatham, Partner - M/s. Puttaparthi Jagannatham & Co., Company Secretaries [Membership No. FCS: 4500 and CP: 16041]**, as the Scrutinizer for conducting the Postal Ballot e-voting process in a fair and transparent manner and in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder.
- f) The Scrutiniser, on completion of scrutiny of the votes cast through e-voting, shall submit his report to the Company, after which the remote e-voting results shall be submitted to the Stock Exchanges latest by **Thursday, April 10, 2025**, in accordance with the applicable provisions of law.
- g) The results declared, along with the Scrutinizer's Report, shall be placed on the website of the Company at www.gati.com, on the website of NSDL at www.evoting.nsdl.com and shall also be simultaneously communicated to the BSE and the NSE. The e-voting results along with Scrutinizer's Report will also be displayed at the Registered Office and the Corporate Office of the Company.
- h) The resolutions, if approved by the requisite majority, shall be deemed to have been duly passed on the last date specified for remote e-voting, i.e., **Thursday, April 10, 2025**. Resolutions passed by the Members through Postal Ballot are deemed to have been passed

as if the same have been passed at a General Meeting of the Members.

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

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





Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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’

	<p>section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. 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. 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com

	<p>and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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

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

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

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

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

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

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or

- (ii) folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

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.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail

to pjandcofirm@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Amit Vishal, Senior Manager - NSDL at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor.services@allcargologistics.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investor.services@allcargologistics.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

ANNEXURE TO NOTICE

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

The following Statements set out all material facts for the Special Business Items (Item No. 1 and 2) as proposed in this Postal Ballot Notice:

The Shareholders are hereby informed that the Company has undertaken a strategic review of its undertaking portfolio and has identified its fuel stations at Bengaluru and Indore as non-core assets and are adding only nominal profits. In line with our long-term growth objectives and focus on optimizing operational efficiencies, the Board has proposed the sale of these fuel stations. This transaction aligns with our commitment to enhancing shareholder value by divesting non-core businesses and redirecting resources towards our core operations, thereby ensuring sustainable growth. The sale process has been carefully structured, considering regulatory requirements, market valuations, and independent assessments, ensuring transparency and maximum value realization.

This strategic divestment will enable the Company to optimize its asset portfolio and re-deploy capital towards its core business areas for enhanced financial performance. The sale of the said fuel stations will not have any impact on the Company's existing core business activities and sale will be done on such terms and conditions as appropriate and suitable in the best interest of the Company. The net proceeds from the sale of the said Fuel Stations will be utilized towards general corporate purposes.

Further, pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially whole of the undertaking of the Company, only with the consent of the Members by way of a Special Resolution.

Regulation 37A(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that resolution shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceed the votes cast by such public shareholders against the resolution and that no public shareholder shall vote on the resolution if he is a party, directly or indirectly, to such sale, lease or otherwise disposal of the undertaking.

The Board of Directors of the Company have approved this proposal and accordingly, Board recommends passing of Special Resolution for selling above mentioned Fuel Stations of the Company.

None of the Directors, Key Managerial Personnel of the Company and/ or their relatives are, in any way, financially or otherwise, concerned or interested, in the passing of this resolution, except to the extent of their shareholding in the Company.

By Order of the Board of Directors

For Allcargo Gati Limited
(formerly known as "Gati Limited")

Sd/-
Piyush Khandelwal
Company Secretary & Compliance Officer
Membership No.: A65318

Place: Mumbai

Date: March 07, 2025