



Lancer Container Lines Ltd.

Date: May 11, 2026

To,
The Listing Department,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai 400001.

Subject: Notice of the 1st Postal Ballot of the Company for the financial year 2026-27 (“Postal Ballot Notice”) - Intimation under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations, 2015”)

Ref. Scrip Code: 539841 - Lancer Container Lines Limited.

Dear Sir/Madam,

This is further to our intimation dated May 11, 2026, in respect of the approval granted by the Board of Directors of the Company for issuance of up to 1,85,18,518 fully paid-up equity shares of the Company on a preferential basis upon conversion of outstanding unsecured loan, subject to necessary approvals including approval of the shareholders of the Company

We would like to inform you that in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations, 2015 read with General Circular No. 03/2025 dated September 22, 2025 and other applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India (“SEBI”) from time to time, the Postal Ballot Notice dated Monday, May 11, 2026, has been dispatched today i.e. Monday, May 11, 2026, only through electronic mode to those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Friday, May 8, 2026 and whose email addresses are registered with the Company/Depository Participants, for seeking approval of the members of the Company for the following matter:

S. No.	Proposed Item to be Transacted	Resolution to be Passed	Manner of Approval
1.	Approval for Issue of Equity Shares of the Company on Preferential Basis upon Conversion of Outstanding Unsecured Loan	Special Resolution	Remote e-voting

In terms of Regulation 30 of the Listing Regulations, 2015, the Postal Ballot Notice is enclosed herewith as Annexure I and the same is also available on the website of the Company i.e. www.lancerline.com and on the website of Bigshare Services Private Limited at <https://ivote.bigshareonline.com>.



Lancer Container Lines Ltd.

Kindly take the same on your record.

Yours faithfully,
For Lancer Container Lines Limited

Jinal Thakkar
Company Secretary & Compliance Officer
(ACS: 70547)
Encl.: As above



CIN: L74990MH2011PLC214448

Registered Office:- Mayuresh Chambers Premises, Co-Op. Society Ltd. Unit No. H02-2, H02-3 & H02-4, Plot No.60, Sector-11 Belapur, Navi Mumbai, Maharashtra, PIN-400614, India.

Telephone: +91 022- 27566939/40/41/42/50

Website: www.lancerline.com; **Email:** secretarial@lancerline.com

POSTAL BALLOT NOTICE

The notice (“**Notice**”) is hereby given that pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 (“**the Act**”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and all other applicable provisions of the Act and rules framed thereunder, read with General Circular 03/2025 dated September 22, 2025 and other relevant and applicable circulars issued by the Ministry of Corporate Affairs (“**MCA Circulars**”), Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, the following special business is proposed to be passed as Special Resolution by the Members of Lancer Container Lines Limited (“**Company**”) by means of Postal Ballot only by remote e-voting process (“**remote e-voting**” or “**e-voting**”).

SPECIAL BUSINESS:

1. APPROVAL FOR ISSUE OF EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS UPON CONVERSION OF OUTSTANDING UNSECURED LOAN:

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

“RESOLVED THAT pursuant to the provisions of Sections 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions of the Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into by the Company with the relevant stock exchange(s) where the shares of the Company are listed (“**Stock Exchange**”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“**SEBI**”), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, (“**SEBI ICDR Regulations**”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**SEBI LODR Regulations**”), SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 as amended (“**SEBI Takeover Regulations**”) as amended from time to time and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs, SEBI and/or any other competent authorities, and subject to the approvals, consents, permissions and/or sanctions as may be required from the Government of India, SEBI, Stock Exchange and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or modifications, if any, as may be

prescribed by any one or more or all of them in granting such approvals, consents, permissions and/or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the members of the Company be and is hereby accorded to create, issue, offer and allot, on a preferential basis, up to 1,85,18,518 (One crore eighty-five lakh eighteen thousand five hundred and eighteen) fully paid up equity shares of face value of Rs. 5/- each, towards conversion of outstanding unsecured loan into equity to the extent of Rs. 20,00,00,000/- (Rupees twenty crore only), at an issue price of Rs. 10.80/- (Rupees ten and eighty paise only) per equity share as determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, on such further terms and conditions as may be finalized by the Board of Directors, to the following person ("**Proposed Allottee**"):

S. No.	Name of the Proposed Allottee	Category	No. of Equity Shares to be allotted
1.	Suleyman Emre (formerly known as Abdul Khalik Abdul Kadar Chataiwala)	Promoter	1,85,18,518

RESOLVED FURTHER THAT pursuant to the provisions of Chapter V of SEBI ICDR Regulations, the "**Relevant Date**" for the purpose of determination of the Floor Price of the Equity Shares to be issued and allotted as above is **Monday, May 11, 2026**, being the date 30 (thirty) days prior to the date of passing this special resolution and also being the last date of remote e-voting i.e. Wednesday, June 10, 2026.

RESOLVED FURTHER THAT the aforesaid issue of Equity Shares shall be subject to the following terms and conditions:

- a) The outstanding unsecured loan extended by the Proposed Allottee shall be adjusted towards the subscription/allotment of equity shares, meaning thereby the amount required to be paid towards the consideration for the equity shares shall be set off from the outstanding unsecured loan at the time of subscription of the equity shares.
- b) The Equity Shares shall be issued and allotted to the Proposed Allottee only in dematerialised form, within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution by the shareholders of the Company; or (ii) receipt of last of the approval/permission required for acquisition of the Sale Shares and/or allotment of Equity Shares from the concerned regulatory or statutory authority (including but not limited to GOI, SEBI, Stock Exchange).
- c) The Equity Shares shall be fully paid-up and rank *pari-passu* with the existing equity shares of the Company in all respects and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;
- d) The price determined above shall be subject to appropriate adjustments as permitted under the rules, regulations, and laws, as applicable from time to time.
- e) The pre-preferential shareholding of the Proposed Allottee and Equity Shares to be allotted to the Proposed Allottee shall be under lock in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.

- f) Equity shares to be allotted to the Proposed Allottee shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and any other applicable law for the time being in force.
- g) The Equity Shares to be issued & allotted to the Proposed Allottee pursuant to the Preferential Issue shall be listed and traded on the Stock Exchange where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be.
- h) The Equity shares to be offered/issued and allotted shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under the SEBI ICDR Regulations, except to the extent and in the manner permitted thereunder.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds, matters and things and take all such steps as it may, in its absolute discretion deem necessary, expedient, usual or proper for the purpose of giving effect to this resolution and in relation to or in connection with or for the matters consequential to the issuance, allotment, credit and listing of the Equity Shares, including but not limited to (a) appointment of legal representatives, advocates, attorneys and other service providers and agents, (b) execute and file all the relevant applications, papers, documents, undertakings, intimations and other declarations with the MCA / Registrar of Companies, SEBI, Stock Exchange, depositories, Registrar & Share Transfer Agents and other appropriate authorities and entities in due compliance of the applicable rules and regulations, (c) to decide, approve, vary, modify or alter all other terms and conditions of the preferential issue of the Equity Shares, subject to the provisions of the Act, SEBI ICDR Regulations and/ or any other laws and regulations, (d) to delegate all or any of its powers herein conferred to any Director(s), Officer(s) / Authorised Representative(s) of the Company & to give such directions as may be necessary or desirable, (e) to record the name and details of the Proposed Allottee in Form PAS-5, and other documents to the Proposed Allottee in accordance with the Act (f) to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment of the Equity Shares, and (g) to take all other steps which may be incidental, consequential, relevant or ancillary in relation to the foregoing without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

<p>Registered Office: Mayuresh Chambers Premises, Co-Op. Society Ltd. Unit No. H02-2, H02-3 & H02-4, Plot No.60, Sector 11 Belapur, Navi Mumbai, Maharashtra, 400614. Tel: +91 022- 27566939/40/41/42/50 E-mail: secretarial@lancerline.com Website: www.lancerline.com; Date: May 11, 2026 Place: Navi Mumbai</p>	<p style="text-align: center;">By Order of the Board of Directors For Lancer Container Lines Limited</p> <p style="text-align: right;">Sd/- Jinal Thakkar Company Secretary & Compliance Officer (ACS:70547)</p>
--	--

IMPORTANT NOTES:

1. The Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 read with SEBI LODR Regulations and SEBI ICDR Regulations, as applicable, setting out material facts and reasons for the proposal set out in the resolution are annexed herewith.
2. In terms of Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, the business set out in the Notice above is sought to be passed by Postal Ballot.
3. The Postal Ballot Notice is being sent only by email to those members who have registered their email address with their Depository Participants (“DPs”) or with RTA and whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited (“NSDL”)/Central Depository Services (India) Limited (“CDSL”) as on Friday, May 8, 2026 (“Cut-off date”) in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and MCA Circulars. In accordance with the aforesaid MCA Circulars, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the members for this Postal Ballot. The communication of the assent or dissent of the members would take place through the process of remote e-voting only.
4. The voting period for remote e-voting commences on Tuesday, May 12, 2026 at 9:00 a.m. (IST) and ends on Wednesday, June 10, 2026 at 5.00 p.m. (IST). During this period, the shareholders holding equity shares either in physical form or in dematerialised form, as on the Cut-off date, may cast their vote(s) electronically. The remote e-voting module shall be disabled by Bigshare for voting thereafter. Once the vote on a resolution is cast, the shareholder shall not be allowed to change it subsequently or cast the vote again.
5. In accordance with Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, as amended, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the SEBI LODR Regulations as amended from time to time, the Company has engaged the services of Bigshare, an agency authorised by the Ministry of Corporate Affairs, to provide remote e-voting facility.
6. The Notice of Postal Ballot is also placed on the website of the Company at <https://www.lancerline.com/>, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of Bigshare at <https://ivote.bigshareonline.com>.
7. Relevant document(s) referred to in the Notice and Explanatory Statement shall be available for inspection without any fee by the Members of the Company, on all working days between 2:00 p.m. (IST) to 5:00 p.m. (IST) at the registered office of the Company, from the date of circulation of the Notice until the last date of remote e-voting. Members seeking to inspect the same can send an email to the Company at secretarial@lancerline.com mentioning their name, folio no. / client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.

8. The Board of Directors has appointed Ms. Geeta Canabar, (FCS No.: 8702, C.P. No.: 8330) from M/s. Geeta Canabar & Associates, Practicing Company Secretary to act as the Scrutinizer for conducting the entire Postal Ballot process in a fair and transparent manner in accordance with the applicable provisions of the Act & Rules; the Scrutinizer shall submit its report after the conclusion of remote e-voting but not later than 2 (two) working days form the closing of remote e-voting, i.e. on or before Friday, June 12, 2026;
9. The Scrutinizer will submit report to the Chairman or any person authorised by him upon completion of scrutiny of the votes cast through remote e-voting. The Scrutinizer's decision on the validity of votes cast will be final. The results of the remote e-voting declared along with the report of the Scrutinizer shall be placed on the Company at <https://www.lancerline.com/>, and on the website of Bigshare at <https://ivote.bigshareonline.com> and shall be communicated to Stock Exchange where the securities of the Company are listed.
10. The resolutions, if passed by the requisite majority through the Postal Ballot remote e-voting, shall be deemed to have been passed on the last date specified for remote e-voting i.e. Wednesday, June 10, 2026.

<p>Registered Office: Mayuresh Chambers Premises, Co-Op. Society Ltd. Unit No. H02-2, H02-3 & H02-4, Plot No.60, Sector 11 Belapur, Navi Mumbai, Maharashtra, 400614. Tel: +91 022- 27566939/40/41/42/50 E-mail: secretarial@lancerline.com Website: www.lancerline.com; Date: May 11, 2026 Place: Navi Mumbai</p>	<p style="text-align: center;">By Order of the Board of Directors For Lancer Container Lines Limited</p> <p style="text-align: right;">Sd/- Jinal Thakkar Company Secretary & Compliance Officer (ACS:70547)</p>
--	--

VOTING INSTRUCTIONS

Login method for e-voting for individual shareholders holding securities in demat mode

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

1. Pursuant to above said SEBI Circular, Login method for e-voting for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.</p> <p>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 BIGSHARE the e-voting service provider and you will be re-directed to i-Vote website 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 i.e. BIGSHARE, so that the user can visit the e-voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p>

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on “Access to e-Voting” under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-voting period.</p> <p>For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page with all e-voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting website) for casting your vote during the remote e-voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<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. After Successful login, you will be able to see e-voting option. Once you 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 name and you will be redirected to e-voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022- 48867000.

2. Login method for e-voting for shareholders other than individual shareholders holding shares in Demat mode & physical mode is given below:

- a. You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- b. Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-voting Platform.
- c. Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*
- d. Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

***NOTE:** If Shareholders are holding shares in demat form and have registered on to e-voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any Company then they can use their existing user id and password to login.*
- e. If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- f. Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- (a) After successful login, **Bigshare E-voting system** page will appear.
- (b) Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- (c) Select event for which you are desire to vote under the dropdown option.

- (d) Click on **“VOTE NOW”** option which is appearing on the right hand side top corner of the page.
- (e) Cast your vote by selecting an appropriate option **“IN FAVOUR”**, **“NOT IN FAVOUR”** or **“ABSTAIN”** and click on **“SUBMIT VOTE”**. A confirmation box will be displayed. Click **“OK”** to confirm, else **“CANCEL”** to modify. Once you confirm, you will not be allowed to modify your vote.
- (f) Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- (g) Shareholder can **“CHANGE PASSWORD”** or **“VIEW/UPDATE PROFILE”** under **“PROFILE”** option on investor portal.

3. Custodian registration process for i-Vote E-voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on **“REGISTER”** under **“CUSTODIAN LOGIN”**, to register yourself on Bigshare i-Vote e-voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **“User id and password will be sent via email on your registered email id”**.

***NOTE:** If Custodian have registered on to e-voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any Company then they can use their existing user id and password to login.*

- If you have forgotten the password: Click on **‘LOGIN’** under **‘CUSTODIAN LOGIN’** tab and further Click on **‘Forgot your password?’**
- Enter **“User ID”** and **“Registered email ID”** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **‘RESET’**.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

First, you need to map the investor with your user ID under **“DOCUMENTS”** option on custodian portal.

- Click on **“DOCUMENT TYPE”** dropdown option and select document type power of attorney (POA).
- Click on upload document **“CHOOSE FILE”** and upload power of attorney (POA) or board resolution for respective investor and click on **“UPLOAD”**.

***Note:** The power of attorney (POA) or board resolution has to be named as the **“InvestorID.pdf”** (Mention Demat account number as Investor ID.)*

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select **“VOTE FILE UPLOAD”** option from left hand side menu on custodian portal.

- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

ANNEXURE TO NOTICE

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013, READ WITH RULES FRAMED THEREUNDER AND OTHER APPLICABLE LAWS, SETTING OUT MATERIAL FACTS IN RESPECT OF SPECIAL BUSINESS PROPOSED IN THIS NOTICE (“EXPLANATORY STATEMENT”)

1. APPROVAL FOR ISSUE OF EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS UPON CONVERSION OF OUTSTANDING UNSECURED LOAN:

The Special Resolution contained in Item No. 1 of the Notice, has been proposed pursuant to the provisions Section 62 of the Companies Act, 2013 read with the applicable rules made thereunder, to issue and allot, on a preferential basis, up to 1,85,18,518 (One crore eighty-five lakh eighteen thousand five hundred and eighteen) fully paid up equity shares of face value of Rs. 5/- each, towards conversion of outstanding unsecured loan to the extent of up to Rs. 20,00,00,000/- (Rupees twenty crore only), at an issue price of Rs. 10.80/- (Rupees ten and eighty paise only) per equity shares to the Proposed Allottee belonging to the “Promoter & Promoter Group” Category.

The proposed Preferential Issue shall be made in terms of the provisions of Chapter V of the SEBI ICDR Regulations and applicable provisions of the Companies Act, 2013. The said proposal has been considered and approved by the Board in their meeting held on Monday, May 11, 2026.

The approval of the members of the Company is accordingly being sought by way of a ‘Special Resolution’ under Section 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI ICDR Regulations.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, and other relevant details in respect of the proposed Preferential Issue of Equity Shares are as under:

I. Particulars of the Preferential Issue including date of passing of Board resolution, kinds of securities offered and the price at which security is being offered, and the total/maximum number of securities to be issued

The Board of Directors of the Company at their meeting held on Monday May 11, 2026, had, subject to approval of the Members of the Company (“Members”) and such other approvals as may be required, approved the issue of up to 1,85,18,518 equity shares of face value of Rs. 5/- each fully paid-up, towards conversion of outstanding unsecured loan to the extent of up to Rs. 20,00,00,000/- to the person belonging to the “Promoter & Promoter Group” Category at an issue price of Rs. 10.80/- per equity share, determined in terms of Chapter V of SEBI ICDR Regulations.

II. Objects of the Preferential Issue

There are unsecured loans from Mr. Suleyman Emre (formerly known as Abdul Khalik Abdul Kadar Chataiwala) the Promoter of the Company, and the Company proposes to issue such number of equity shares on preferential basis in order to restructure the said unsecured loan held in the name of Proposed Allottee namely, Suleyman Emre (formerly known as Abdul Khalik Abdul Kadar Chataiwala) up to the extent of Rs. 20,00,00,000/- (Rupees Twenty Crore Only), and to strengthen the Capital structure of the Company. The Proposed Allottee has asked the board of the Company to convert his outstanding unsecured loan amount due to the Company into equity shares of the Company. In view of the current financial position of the Company, the Board of Directors of the Company has decided

to convert unsecured loans into equity shares, subject to approval of members of the Company, which is in best interest of the Company and it will strengthen the financial position of the Company by reducing liabilities, increasing capital base and increasing the Net Worth of the Company.

III. Monitoring of Utilization of Funds

Given that the issue size does not exceeds Rs. 100 Crore (Rupees One Hundred Crore Only), in terms of Regulation 162A of the SEBI ICDR Regulations, the Company is not required to appoint a SEBI registered credit rating agency as the monitoring agency to monitor the use of the proceeds of the Preferential Issue.

IV. The intent of the Promoters, Directors, Key Management Personnel, or Senior Management of the issuer to subscribe to the offer

Except as following, none of Promoters, Directors, Key Managerial Personnel, or Senior Management of the issuer intent to subscribe to the offer or separately in furtherance of the objects specified herein above:

S. No.	Name of the Proposed Allottee	Category	No. of Equity Shares to be allotted
1.	Suleyman Emre (formerly known as Abdul Khalik Abdul Kadar Chataiwala)	Promoter	1,85,18,518

V. The Shareholding Pattern of the issuer before and after the preferential issue

Category	Pre-Issue Shareholding		Equity Shares to be allotted (pursuant to conversion of outstanding unsecured loan)	Post Issue Shareholding	
	No. of equity shares held	% of Shares		No. of equity shares held	% of Shares
(A) Promoter & Promoter Group Shareholding					
(1) Indian Promoter & Promoter Group	10,34,49,945	29.28%	1,85,18,518	12,19,68,463	32.81%
(2) Foreign Promoter & Promoter Group	84,13,200	2.38%	-	84,13,200	2.26%
Sub Total A=A1+A2	11,18,63,145	31.67%	1,85,18,518	13,03,81,663	35.07%
(B) Public Shareholding					
(1) Institutions (Domestic)					
Mutual Funds	57,80,096	1.64%	-	57,80,096	1.55%
Sub Total B1	57,80,096	1.64%	-	57,80,096	1.55%
(2) Institutions (Foreign)					
Foreign Portfolio Investors Category I	1,72,680	0.05%	-	1,72,680	0.05%

Foreign Portfolio Investors Category II	13,55,764	0.38%	-	13,55,764	0.36%
Sub Total B2	15,28,444	0.43%	-	15,28,444	0.41%
(B3) Central Government/ State Government(s)/ President of India	-	-	-	-	-
(B4) Non-Institutions					
Directors and their relatives (excluding independent directors and nominee directors)	1,61,428	0.05%	-	1,61,428	0.04%
Resident Individuals holding nominal share capital up to Rs. 2 lakhs	8,69,03,817	24.60%	-	8,69,03,817	23.37%
Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	3,26,42,716	9.24%	-	3,26,42,716	8.78%
Non-Resident Indians (NRIs)	10,61,56,619	30.05%	-	10,61,56,619	28.55%
Bodies Corporate	48,27,694	1.37%	-	48,27,694	1.30%
Any Other (specify)	33,99,759	0.96%	-	33,99,759	0.91%
Sub Total B4	23,40,92,033	66.27%	-	23,40,92,033	62.96%
Sub Total B= B1+B2+B3+B4	24,14,00,573	68.33%		24,14,00,573	64.93%
Total Shareholding(A+B)	35,32,63,718	100.00%	1,85,18,518	37,17,82,236	100.00%

VI. Proposed time limit within which the allotment shall be completed

As required under the SEBI ICDR Regulations, the Company shall complete the allotment of equity shares on or before the expiry of 15 days from the date of passing of this resolution by the shareholders granting consent for issue, provided that in case the allotment is pending on account of pendency of any approval for such allotment by any regulatory authority or the central government, then the allotment shall be completed within 15 days from the date of receipt of such approval.

VII. Number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price

During the year, the Company has not made any allotment on preferential basis.

VIII. The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee

Identity of the ultimate beneficial owners of the securities proposed to be allotted:

Sr. No.	Name of the Proposed Allottee	Category	Name of Ultimate Beneficial Owner(s)
1.	Suleyman Emre (formerly known as Abdul Khalik Abdul Kadar Chataiwala)	Promoter	Not Applicable, allottee being individual

IX. The percentage of post preferential issue capital that may be held by the allottee(s) pursuant to the preferential issue

Sr. No.	Name of the Proposed Allottee	Pre- Issue Shareholding Structure		Number of Equity Shares to be issued pursuant to conversion of outstanding unsecured loan	Post- Issue Shareholding	
		No. of Shares	% of holding*		No. of Shares	% of holding
1.	Suleyman Emre (formerly known as Abdul Khalik Abdul Kadar Chataiwala)	8,90,72,098	25.21%	1,85,18,518	10,75,90,616	28.94%

(*) These percentages have been calculated based on pre preferential paid-up equity share capital of Rs. 1,76,63,18,590/- consisting of 35,32,63,718 Equity Shares of face value of Rs. 5/- each.

Notes:

1. The pre-issue shareholding pattern is as on the latest BENPOS date i.e. Friday, May 8, 2026
2. Post-shareholding structure may change depending upon any other corporate action in between.

X. Consequential changes in the Voting Rights, change in control, and change in the Management, if any, in the issuer consequent to the preferential issue

As a result of the proposed preferential issue of Equity Shares, there will be no change in the control or management of the Company.

XI. Material terms of raising such securities

The Equity Shares being issued shall rank pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

XII. The current and proposed status of the allottee(s) post Preferential Issue

Existing promoters will continue as promoter of the Company and pursuant to this allotment, the Proposed Allottee being part of the Promoter & Promoter Group of the Company shall be covered under the head Promoter & Promoter Group category of the Company.

XIII. Lock-in Period:

- a. Equity Shares being allotted to the Proposed Allottee shall be under lock-in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.

- b. The entire pre-preferential shareholding of the Proposed Allottee, in the Company, shall be locked-in as per Chapter V of the SEBI ICDR Regulations.

XIV. Issue price and Relevant Date:

In terms of Regulation 161 of SEBI ICDR Regulations, the Relevant Date for determining the floor price for the Preferential Allotment of the equity shares has been reckoned as Monday, May 11, 2026, being 30 Days prior to the last date of e-voting i.e. Wednesday, June 10, 2026.

The equity shares of the Company are listed on BSE Limited (“**BSE**” or “**Stock Exchange**”) and are frequently traded thereat as per the provisions of Regulation 164(5) of Chapter V of the SEBI ICDR Regulations. Accordingly, BSE’s stock price data has been considered for the purpose of pricing in compliance with Regulation 164 of Chapter V of SEBI ICDR Regulations.

Further, in terms of Regulation 166A of SEBI ICDR Regulations, the said preferential issue, will not result in allotment of more than five per cent of the post issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert, hence valuation report from an independent registered valuer for determining the price is not applicable. In terms of the applicable provisions of Chapter V of the SEBI ICDR Regulations, the floor price for the preferential issue is Rs. 10.71/- per equity share, being the higher of the following:

- a) Rs. 10.47/- each- being the Average of 90 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date; or
- b) Rs. 10.71/- each- being the Average of 10 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date.

The Articles of Association of the Company does not provide for any alternate method of determination for valuation of shares which results in floor price higher than determined price pursuant to SEBI ICDR Regulations. Accordingly, the Board has fixed the issue price as Rs. 10.80/- per equity share and the said price fixed by the Board is highest of the above prices calculated in terms of Regulation 164(1) of the SEBI ICDR Regulations and other applicable provisions.

If the Company is required to re-compute the price then it shall undertake such re-computation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottee within the time stipulated in the SEBI ICDR Regulations, the equity shares proposed to be issued pursuant to this resolution would be continued to be locked in till the time such amount have been paid by the Proposed Allottee.

Further, given that the equity shares of the Company have been listed for a period of more than 90 (ninety) trading days prior to the Relevant Date, the Company is not required to re-compute the issue price as per Regulation 164(3) the SEBI ICDR Regulations, and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1)(g) and 163(1)(h) of the SEBI ICDR Regulations.

XV. The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue

Sr. No.	Name of the Proposed Allottee	Pre- Issue Shareholding Structure		Number of Equity Shares to be issued pursuant to conversion of outstanding unsecured loan	Post- Issue Shareholding	
		No. of Shares	% of holding*		No. of Shares	% of holding
1.	Suleyman Emre (formerly known as Abdul Khalik Abdul Kadar Chataiwala)	8,90,72,098	25.21%	1,85,18,518	10,75,90,616	28.94%

XVI. Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer

Not applicable, since the proposed allotment will be made on cash basis, as the shares will be issued upon conversion of unsecured loan of the Proposed Allottee.

XVII. Amount which the company intends to raise by way of such securities

Not Applicable, since the issue is pursuant to conversion of outstanding unsecured loan into equity.

XVIII. Practicing Company Secretary's Certificate

The certificate from Prachi Bansal & Associates, COP No. 23670, Practicing Company Secretaries, certifying that the preferential issue of equity shares is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate shall be available for inspection by the members and the same may be accessed on the Company's website viz; www.lancerline.com.

XIX. Undertakings

- None of the Company, its Directors or Promoters are categorized as wilful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of its Directors or Promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- None of the Proposed Allottee has sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

XX. Disclosures specified in Schedule VI of ICDR Regulations, whether the issuer or any of its promoters or directors is a wilful defaulter or fraudulent borrower

Not Applicable, since none of the Directors or Promoters are categorized as wilful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India.

XXI. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter

Sr. No.	Name of Allottee	Current Status	Post Status
1.	Suleyman Emre (formerly known as Abdul Khalik Abdul Kadar Chataiwala)	Promoter	Promoter

XXII. Details of the Directors, Key Managerial Persons or their relatives, in any way concerned or interested in the said resolution

Except as given below, no Director, key managerial personnel or their relatives, in any way are concerned or interested, financially or otherwise, in the resolutions set out at item no. 1 of this Notice:

Sr. No.	Name	Category	Designation	Number of Equity Shares held prior to the Proposed Issue
1.	Suleyman Emre (formerly known as Abdul Khalik Abdul Kadar Chataiwala)	Promoter	N.A.	8,90,72,098

The Board of Directors recommends the resolution as set out at Item No. 1 of this Notice for the issue of Equity Shares on a preferential basis, to the Proposed Allottee by way of Special Resolution.

<p>Registered Office: Mayuresh Chambers Premises, Co-Op. Society Ltd. Unit No. H02-2, H02-3 & H02-4, Plot No.60, Sector 11 Belapur, Navi Mumbai, Maharashtra, 400614. Tel: +91 022- 27566939/40/41/42/50 E-mail: secretarial@lancerline.com Website: www.lancerline.com; Date: May 11, 2026 Place: Navi Mumbai</p>	<p>By Order of the Board of Directors For Lancer Container Lines Limited</p> <p style="text-align: right;">Sd/- Jinal Thakkar Company Secretary & Compliance Officer (ACS:70547)</p>
--	--