allcargo TERMINALS

August 27, 2026

To, **BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 **BSE Scrip Code: 543954/890228**	To, **National Stock Exchange of India Limited** Exchange Plaza, C-1, Block G Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 **NSE Symbol: ATL/ATLPP**

Subject: Notice of the 7th Annual General Meeting ("AGM") of Allcargo Terminals Limited ("the Company")

Dear Sir/Madam,

We would like to inform you that the AGM of the Company will be held on Tuesday, September 22, 2026, at 12:30 p.m. (IST) through Video Conferencing (**VC**)/Other Audio Visual Means (**OAVM**).

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of the AGM.

Further, Schedule for the AGM including e-voting as mentioned below:

Cut-off date for e-voting	**Tuesday, September 15, 2026**
E-voting Start	**Thursday, September 17, 2026, at 09:00 a.m. (IST)**
E-voting End	**Monday, September 21, 2026, at 05:00 p.m. (IST)**
AGM Date and Time	**Tuesday, September 22, 2026, at 12:30 p.m. (IST)**

Link for AGM Notice ATL-Notice.pdf

The said information shall also be made available on the Company's website at www.allcargoterminals.com

Kindly take the above information on record.

Thanking You,

Yours faithfully,
For **Allcargo Terminals Limited**

Malav Mayank Talati
Digitally signed by Malav Mayank Talati
Date: 2026.08.27 18:59:52 +05'30'

Malav Talati
Company Secretary & Compliance Officer
Membership No: A59947

Place: Mumbai

Encl: a/a

NOTICE

NOTICE is hereby given that the 7th (Seventh) Annual General Meeting ("AGM") of the Members of Allcargo Terminals Limited ("the Company") will be held on Tuesday, September 22, 2026 at 12.30 p.m (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), to transact the following businesses, in accordance with the provisions of relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India:

ORDINARY BUSINESSES:

1. **To receive, consider and adopt:**
   a. **the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, 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, 2026, together with the Report of Auditors thereon.**
2. **To appoint a Director in place of Mr Kaiwan Dossabhoy Kalyaniwalla (DIN: 00060776), who retires by rotation and being eligible, offers himself for re-appointment.**

SPECIAL BUSINESSES:

3. **To appoint Mr. Pranav Choudhary (DIN: 08123475) as a 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 Section 152 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules framed thereunder, Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations, 2015'), (including any statutory modification(s) or re-enactment thereof for the time being in force) and such other applicable provisions read with the Articles of Association of the Company, Mr. Pranav Choudhary (DIN: 08123475), who was appointed by the Board of Directors as an Additional Director of the Company with effect from September 01, 2026 under Section 161 of the Act and the Articles of Association of the Company in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, being so eligible, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

   RESOLVED FURTHER THAT any Director or Company Secretary of the Company, be and is hereby severally authorized to file necessary returns or forms with the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

4. **To appoint and to fix Remuneration of Mr Pranav Choudhary (DIN: 08123475) as the Managing Director (Key Managerial Personnel) of the Company**

   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, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Articles of Association of the Company and upon recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and such other approvals, as may be required and subject to such conditions and modifications, as may be prescribed, approval of the Members of the Company be and is hereby accorded for appointment of Mr. Pranav Choudhary (DIN: 08123475) as the Managing Director (Key Managerial Personnel) of the company with effect from September 01, 2026, and in respect of whom, the Company has received a Notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as Managing Director liable to retire by rotation, to hold office for a term of 3 (three) consecutive years commencing from September 01, 2026 to August 31, 2029 (both days inclusive), on the terms and conditions including payment of remuneration as set out in the Explanatory Statement pursuant to Section 102 of the Act, forming part of this Notice.

RESOLVED FURTHER THAT in case of inadequacy of profits in any of the three financial years during his tenure, the remuneration as set out in the Explanatory Statement, shall be paid as minimum remuneration subject to the provision of schedule V of the Companies Act, 2013, as may be amended from time to time.

RESOLVED FURTHER THAT as per the approval of the Board of Directors of the Company, the approval of the Members be and is hereby accorded for payment of remuneration to Mr Pranav Choudhary (DIN: 08123475), Managing Director as per the terms and conditions as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things, and to take all such steps as may be necessary, expedient or desirable to give effect to this resolution."

For and on behalf of the Board of Directors of
Allcargo Terminals Limited

Sd/-
Malav Talati
Company Secretary & Compliance Officer
Membership No.:A59947

Place: Mumbai
Date: August 11, 2026

Registered Office:
4th Floor, A Wing, Allcargo House, CST Road,
Kalina, Santacruz (East), Vidyanagari, Mumbai - 400 098
Email Id: investor.relations@allcargoterminals.com
Website: www.allcargoterminals.com
Phone No: 022-66798110
CIN: L60300MH2019PLC320697

Notes

1. Pursuant to the recent General Circular No. 03/2025 dated September 22, 2025 and other circulars issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars") from time to time and Circular issued by Securities and Exchange Board of India ("SEBI") (MCA Circulars and SEBI Circulars are collectively knowns as "Circulars"), the companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC. The deemed venue for the AGM shall be the Registered Office of the Company i.e. 4th Floor, A Wing, Allcargo House, CST Road, Kalina, Santacruz (East), Vidyanagari, Mumbai- 400098.

2. An Explanatory Statement pursuant to Section 102 of the Act, and the relevant details of the Director seeking re-appointment above as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard - 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India are annexed hereto.

3. **SINCE THIS AGM IS BEING HELD PURSUANT TO THE ABOVE MENTIONED CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE CIRCULARS, 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 Circulars, the Notice of the AGM indicating the process and manner of electronic voting along with the Annual Report of the Company for the Financial Year ended March 31, 2026, is being sent to the Members only through electronic mode whose e-mail addresses are registered with the Company/Depositories.

   The Company has appointed NSDL to provide VC/ OAVM facility for the AGM.

   The Company's Registrar and Share Transfer Agent is M/s MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) ("Link Intime"/"RTA"), C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400083.

   To support the 'Green Initiative' and obtaining Annual Report of the Company, Members are requested to register their e-mail addresses by sending an e-mail on rnt.helpdesk@in.mpms.mufg.com 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 Depository Participant(s) ("DPs") only.

   In compliance with the said MCA Circulars, the Company will publish a public notice by way of advertisement in Free Press Journal and Navshakti, inter alia, advising the Members whose e-mail address are not registered/updated with the company or DPs, as the case may be, to register/update their e-mail address with them at the earliest.

   The copy of Notice and Annual Report of the Company for FY2025-26 is also available on the Company's website https://www.allcargoterminals.com/ and the website of the Stock Exchanges, i.e. BSE Limited at: https://www.bseindia.com/ and the National Stock Exchange of India Limited at: 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 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 authorized representative(s) to attend and vote at the AGM are requested to submit a certified true copy of the Board Resolution/letter of appointment authorizing their representative(s) together with the specimen signature(s) of those authorised representative(s) to the Scrutinizer at team3@psaprofessionals.com with a copy marked to evoting@nsdl.co.in.

6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the Members at the AGM.

7. Relevant documents referred to in the Notice and the Explanatory Statement are open for inspection at the Registered Office of the Company during business hours on all working days, except Saturday, Sunday and public holidays upto the date of the AGM. The aforesaid documents will also be available for inspection by Members during the AGM.

8. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:

    a. For shares held in electronic form: to their DPs

    b. For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form ISR-1 along with relevant proofs and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024.

    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.

9. Members may please note that SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024. has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.

    Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company's RTA at https://web.in.mpms.mufg.com/helpdesk/Service_Request.html. It may be noted that any service request can be processed only after the folio is KYC Compliant.

10. SEBI has mandated that all requests for transfer of securities including transmission and transposition requests, shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA for assistance in this regard.

11. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

12. As per the provisions of Section 72 of the Act and aforesaid SEBI Circulars, the facility for making nomination is available for the Members in respect of the shares held by them in physical mode. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 with RTA.

    Further members holding physical shares are informed that they can opt out of nomination or cancel the existing nomination by filing following form with RTA:

    a. Form ISR – 3: For opting out of nomination by shareholder(s)

    b. Form SH -14: For cancellation or variation to the existing nomination of the shareholder(s)

13. **Unpaid/ Unclaimed Dividend and Shares**

    Pursuant to the provisions of Sections 124, 125 and other applicable provisions, if any, of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (hereinafter referred to as 'IEPF Rules'), the amount of dividend remaining unpaid/ unclaimed for a period of seven years from the date of transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund ('the IEPF').

    Further, the shares in respect of which dividend has not been claimed by the Members for seven consecutive years are also required to be transferred to the Demat account of IEPF Authority.

    The Members who have not yet encashed their dividend warrants/demand drafts related to subsequent financial years are requested to send their claims to RTA well in advance of the last date for claiming such unclaimed dividends as specified hereunder:

Dividend	Date of Declaration of Dividend	Year	Due date for claiming Unpaid dividend
Final Dividend	September 26, 2023	FY2022-23	October 26, 2030

    Pursuant to the IEPF Rules, the Company has also uploaded the details of unpaid/unclaimed amounts lying with the Company as on March 31, 2026 on the Company's website at: Unclaimed Unclaimed Dividend as on March 31 2026 also on the website of MCA at: www.iepf.gov.in.

The Members may note that the shares transferred to the IEPF Authority can be claimed back by making an application to the IEPF 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. 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 shares so transferred.

14. Any information required in relation to the Accounts and Operations of the Company may be sent to the Company Secretary at investor.relations@allcargoterminals.com at least seven (7) days in advance of the date of AGM, so as enable the Management to keep the information ready at the AGM.

15. SEBI has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

16. 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.

17. **Voting through electronic means:**

    I. Pursuant to the Circulars issued by the Ministry of Corporate Affairs (MCA) and SEBI and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

    II. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

    III. The Members can join the AGM in the VC/OAVM mode 15 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 for 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.

    IV. 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 Companies Act, 2013.

    V. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time 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 National Securities Depository Limited (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 on the date of the AGM will be provided by NSDL.

VI. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.allcargoterminals.com/ The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

VII. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

VIII. 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. Tuesday, September 15, 2026. 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.

The remote e-voting period begins at 09:00 a.m. (IST) on Thursday, September 17, 2026 and ends at 05:00 p.m. Monday, September 21, 2026 (IST). 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.

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

A. The remote e-voting period begins on Thursday, September 17, 2026 at 09:00 a.m. (IST) and ends on Monday, September 21, 2026 at 05:00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, September 15, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

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 and joining virtual meeting 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.	1. 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. 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 or joining virtual meeting & voting during the meeting. 2. 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 or joining virtual meeting & voting during the meeting. 3. 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 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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 or joining virtual meeting & voting during the meeting.

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
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. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting 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 folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

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 team3@psaprofessionals.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 or send a request to Veena Suvarna 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.relations@allcargoterminals.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.relations@allcargoterminals.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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

b. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

c. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

d. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

a. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name.

b. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of 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 to avoid last minute rush.

e. Members are encouraged to join the Meeting through Laptops for better experience.

f. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

g. 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.

h. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at investor.relations@allcargoterminals.com on or before Tuesday, September 15, 2026. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

i. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

19. M/s Pramod S. Shah & Associates, Practicing Company Secretaries (Firm Registration No: MU000006598), Practicing Company Secretaries, Mumbai, have been appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

20. The Chairman at the AGM, shall at the end of the discussion on the Resolutions, on which voting is to be held, allow voting with the assistance of the Scrutinizer, by use of electronic ballot voting system for all the Members who are present at the AGM but have not exercised their votes by availing the remote e-Voting facility.

21. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM, thereafter unblock the votes cast through remote e-Voting and not later than 2 working days from the conclusion of the AGM, submit a consolidated Scrutinizer's Report to the Chairman or any person duly authorized by him in writing who shall countersign the same and declare the results forthwith.

22. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on date of the AGM i.e. Tuesday, September 22, 2026.

23. The results declared along with the Scrutinizer's Report shall be displayed on the Company's website www.allcargoterminals.com and on the website of NDSL https://www.evoting.nsdl.com immediately, but not later than two working days, after the result is declared. The Company shall simultaneously intimate the result to the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS

Pursuant to the provisions of Section 102 of the Companies Act, 2013 (the "Act") and Secretarial Standard -2 on General Meetings ("SS-2"), the following Explanatory Statement sets out all material facts relating to the Special Business mentioned as Item Nos. 3 & 4 in the accompanying notice dated August 11, 2026 and forms part of the notice.

Item No. 3 & 4

Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on August 11, 2026, approved & recommended for approval of the Members, appointment of Mr. Pranav Choudhary (DIN: 08123475) as an Additional Director and appointed as Managing Director, liable to retire by rotation, for a term of 3 years (three) consecutive years with effect from September 1, 2026 upto August 31, 2029 (both days inclusive) on the following terms and conditions:

Proposed Terms and conditions and remuneration:

I. Basic Salary and Other Components:

The Basic Salary Scale and Other Components (Including Gratuity and Employer's Contribution of Provident Fund) of Rs. 31,25,000/- (Thirty One Lakhs Twenty Five Thousand Only) per month with a power to the Board to increase the salary payable to Mr Pranav Choudhary (DIN: 08123475), Managing Director upto a Maximum limit of Rs. 45,00,000 /- (Rupees Forty Five Lakhs Only) per month from time to time.

The annual increments which will be effective 1st April each year, will be decided by the Board based on the recommendations of the Nomination and Remuneration Committee (NRC) and will be performance-based and take into account the Company's performance as well.

II. Variable Pay

Variable Pay including retention bonus/incentives as may be decided by the Board or the Nomination & Remuneration Committee (the "NRC") upto 1,00,00,000/- (Rupees One Crore Only) per annum break of abovementioned amount is given below.

On successful completion of one year and actual pay-out will be based on individual performance ratings/scores, functions/divisions performance and company's performance and shall be paid as per the Company policy as well as he is on the roll of the Company during disbursement and not on notice period.

-Indicative amount of Variable Pay:

Performance Rating	Per Annum (Amount in Rs.)
5	1,00,00,000
4	75,00,000
3	50,00,000

III. One time Joining Bonus:

In addition to the above CTC, he will be eligible for a one-time joining bonus of Rs. 75,00,000/- (Rupees Seventy Five Lakhs Only) and the same will be payable to him in two tranches- Rs. 37,50,000/- (Rupees Thirty Seven Lakhs and Fifty Thousand Only) payable upon joining in the first month's payroll and the balance amount of Rs. 37,50,000/- (Rupees Thirty Seven Lakhs and Fifty Thousand Only) payable on completion of 6 months from the date of joining. In case, the employment ceases voluntarily within 12 months from the date of joining; the amount of the joining bonus inclusive of taxes, shall be recoverable from him.

IV. ESARs/ESOPs

He will be eligible for a grant of ESARs/ESOPs (as applicable) valued at Rs. 2,50,00,000/- on the date of grant (basis the difference in market price and grant price). The same shall vest in 4 equal tranches of 25% each annually, subject to applicable SEBI regulations and the Company's prevailing ESAR/ESOP policy.

V. Other

i	Contribution to Funds	:	Contribution to Provident Fund, Annuity Fund, Gratuity / Contribution to Gratuity Fund, Superannuation/ Pension Fund as per the Company's Policy.
ii	Encashment of Leave	:	Encashment of leave not availed of by Mr Pranav Choudhary as per the Company's Policy.
iii	Gratuity	:	Gratuity shall be payable to Mr Pranav Choudhary subject to the statutory rules and as per the Company Policy.
iv	Leaves	:	Leaves will be as per the Rules of the Company, as may be amended from time to time.
v	General	:	Such other benefits as per Company's policy as are made available by the Company to other members of the staff from time to time. Further, the Board or NRC may restructure the compensation payable to him from time to time in accordance with the Act and Listing Regulations, subject to the overall total compensation provided above.

(VI) Other terms and conditions:

i) The value of the perquisites would be evaluated as per Income tax Act, 2025 wherever applicable and at cost in the absence of any such Rule.

ii) 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.

iii) Provision of car for use on Company's business and telephone at residence would not be considered as perquisites.

iv) The 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.

v) Mr Pranav Choudhary (DIN: 08123475) shall, while he continues to hold office of the 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 Managing Director during the tenure of his term and subsequent renewals thereof. Mr Pranav Choudhary (DIN: 08123475) shall not ipso facto cease to be a Director, if he ceases to hold office of Managing Director for any cause.

vi) Notice period shall be 3 months or 3 months remuneration in lieu thereof.

vii) The aggregate of salary, perquisites and allowances in any one financial year shall be in accordance with the Sections 197 and 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act as may for the time being in force.

viii) If during the currency of his tenure as Managing Director, the Company has no profits or its profits are inadequate in any financial year, the Managing Director shall be entitled to the aforesaid remuneration by way of salary, commission, perquisites and allowances, subject to the approval of regulatory authority, as per the applicable provisions of the Companies Act, 2013.

ix) 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 Pranav Choudhary (DIN: 08123475) are provided in the "Annexure 1" to the Notice pursuant to the provisions of the Secretarial Standard-2.

The Board recommends the Ordinary Resolution set out at Item No. 3 and Special Resolution set out at Item No. 4 of the Notice for approval of the Members.

The statement as required under Schedule V of the Act, with reference to Special Resolution at Item No. 4 is annexed hereto as Annexure 2.

None of the other Directors and Key Managerial Personnel of the Company and/or their relatives is/are concerned or interested, financially or otherwise, in the resolutions set out in Item Nos. 3 & 4 of the Notice.

ANNEXURE 1

DETAILS OF DIRECTOR SEEKING APPOINTMENT AT THE 7th ANNUAL GENERAL MEETING PURSUANT TO REGULATION 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 Kaiwan Dossabhoy Kalyaniwalla (DIN: 00060776)	Mr Pranav Chodhary (DIN: 08123475)
II.	Age	61	50
III.	Qualification	He has a bachelor's degree in economics and political science and a bachelor of laws degree from the University of Mumbai.	Post graduate diploma in Business Administration from Icfaian Business School
IV.	Brief resume including profile, experience and expertise in specific functional areas	He is a Solicitor and Advocate of the Bombay High Court and a Senior Partner in the law firm of Maneksha & Sethna in Mumbai. He has been in practice for over 37 years. He graduated from the University of Bombay in Economics and Political Science and thereafter graduated as a Bachelor of Laws (LL.B) from the Government Law College, Mumbai. He was awarded the prize for securing the highest marks in the three-year LL.B. integrated course by the University of Bombay. He is enrolled as a Solicitor of the Supreme Court of England and Wales. He serves on the Board of public listed, private Indian and foreign companies and advises public and private sector corporates, multinational banks, and some of India's largest logistics companies, property development companies and business houses. He is on the investment and advisory committee of a SEBI registered real estate fund and NBFC and serves on the Board of a SEBI registered asset management trustee company. He is also on the Board of Trustees of public educational and hospital trusts. His practice is predominantly in the field of corporate laws, property laws, tax laws, general, commercial and personal laws. He has been an active member of the Managing Committee of the Bombay Incorporated Law Society and served as its President for six years.	Mr. Pranav Choudhary is a seasoned infrastructure and ports industry person with over 25 years of experience in strategic leadership, business transformation, infrastructure development, project finance, and stakeholder management. He previously serves as the Chief Executive Officer (Ports) at Adani Ports and SEZ Limited (APSEZ). Prior to his current role, Mr. Choudhary served as Joint President & Head – Container Business at APSEZ, leading India's largest container terminal portfolio handling approximately 15 million TEUs and commanding around 45% market share. Earlier, as Chief Executive Officer of Hazira and Dahej Ports, he was responsible for the overall profit and loss management, business growth, and strategic development of the ports. Throughout his career, Mr. Choudhary has demonstrated strong expertise in business strategy, infrastructure development, capital allocation, project execution, policy advocacy, corporate finance, stakeholder management, and governance.
V.	Shareholding in the Company as on August 11, 2026, including shareholding as a beneficial owner	1,72,815 (includes partly paid shares of 23,535)	NIL
VI.	Date of first appointment on the Board of the Company	April 15, 2023	September 1, 2026

I.	Name of Director	Mr Kaiwan Dossabhoy Kalyaniwalla (DIN: 00060776)	Mr Pranav Chodhary (DIN: 08123475)
VII.	Directorship held in other companies as on August 11, 2026 (including the Company and listed entities from which the person has resigned in the past three years)	**Current Directorship:** - Allcargo Terminals Limited - Allcargo Logistics Limited - TransIndia Real Estate Limited - Modern India Limited - TransIndia Logistic Park Private Limited - Synchro Investments Private Limited - Bombay Metal and Alloys MFG Company Private Limited - Iorn & Metal Traders Private Limited - Quantum Trustee Company Private Limited - Verifacts Services Private Limited - Bombay Incorporated Law Society **Past Directorship:** Allcargo Gati Limited	Nil
VIII.	No. of Committees in which Director is member as on August 11, 2026	**Allcargo Terminal Limited** - Nomination and Remuneration Committee **Modern India Limited** - Audit Committee - Risk Management Committee - Corporate Social Responsibility Committee **TransIndia Real Estate Limited** - Nomination and Remuneration Committee	Not Applicable
IX.	No. of Committees in which Director is Chairman as on August 11, 2026	Not Applicable	Not Applicable
X.	Remuneration last drawn (including sitting fees, if any)	Please refer to the Board's Report and Corporate Governance Report	Not Applicable
XI.	Terms and Conditions of re-appointment/ reappointment with details of remuneration sought to be paid and remuneration last drawn	Please refer to the Board's Report and Corporate Governance Report	Kindly refer item nos. 3 & 4 of the Explanatory Statement of this Notice
XII.	No. of Meetings of the Board attended during the year	6	Not Applicable
XIII.	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Not Applicable
XIV.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not Applicable	Not Applicable

ANNEXURE 2

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE COMPANIES ACT, 2013:

Item No. 3 & 4

I. General Information:

1) **Nature of Industry:** Allcargo Terminals Limited is engaged in the business of Container Freight Stations/ Inland Container Depots and any other related logistics businesses as set out in the Memorandum of Association.

2) **Date or expected date of commencement of commercial production:** The Company is in operation since 2019.

3) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable

4) Standalone Financials

(₹ in Cr, except EPS)

Particulars	2025-26	2024-25	2023-24
Sales	564.20	513.71	502.84
Profit / (Loss) before Tax	45.60	70.40	43.04
Profit / (Loss) after Tax	39.70	52.95	37.86
Earning Per Share (EPS)			
Basic	1.44	2.02	1.54
Diluted	1.40	2.02	1.54

Consolidated Financials

(₹ in Cr, except EPS)

Particulars	2025-26	2024-25	2023-24
Sales	820.80	757.81	732.98
Profit / (Loss) before Tax	54.01	47.38	51.59
Profit / (Loss) after Tax	44.21	30.29	44.70
Earning Per Share (EPS)			
Basic	1.61	1.16	1.81
Diluted	1.56	1.16	1.81

5) Foreign investments or collaborations: Allcargo Terminals Limited has no foreign collaborations and hence there is no equity participation by foreign collaborators in the Company, except for shares held by Non-Resident Shareholders and Foreign Portfolio Investor/ Foreign Institutional Investors in the Company.

II. Information about the appointee:

1. **Background details:** Mr. Pranav Choudhary is a seasoned infrastructure and ports industry person with over 25 years of experience in strategic leadership, business transformation, infrastructure development, project finance, and stakeholder management. He previously serves as the Chief Executive Officer (Ports) at Adani Ports and SEZ Limited (APSEZ), where he leads the Company's domestic ports portfolio comprising 14 ports and terminals across India, with an annual revenue responsibility of over USD 2 billion and annual capital expenditure exceeding USD 1.5 billion.

   to his current role, Mr. Choudhary served as Joint President & Head – Container Business at APSEZ, leading India's largest container terminal portfolio handling approximately 15 million TEUs and commanding around 45% market share. Earlier, as Chief Executive Officer of Hazira and Dahej Ports, he was responsible for the overall profit and loss management, business growth, and strategic development of the ports.

   Before joining APSEZ, Mr. Choudhary served as Chief Financial Officer of Gangavaram Port Limited for nearly 15 years, where he played a pivotal role in developing the greenfield port from concept to commissioning. During his tenure, he successfully led project financing and refinancing of over ₹5,000 crore, negotiated key commercial agreements, spearheaded capacity expansion initiatives, managed strategic mergers and acquisitions, and maintained strong engagement with government authorities, financial institutions, investors, and other key stakeholders.

Throughout his career, Mr. Choudhary has demonstrated strong expertise in business strategy, infrastructure development, capital allocation, project execution, policy advocacy, corporate finance, stakeholder management, and governance.

2. **Past remuneration:** Not Applicable, as he has been appointed as Manging Director in the Company w.e.f September 1,2026.

3. **Job profile and his stability:** As stated in the Explanatory Statement at item nos. 3 & 4 of this

4. **Remuneration proposed:** As stated in the Explanatory Statement at item nos. 3 & 4 of this Notice.

5. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:** The remuneration paid to him is reasonable considering the prevailing emoluments in the industry for senior management with similar qualifications and experience.

6. **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:** Besides the remuneration proposed, Mr. Pranav Choudhary does not have any pecuniary relationship with the Company or managerial personnel.

III. Other Information:

1. Reasons of loss or inadequate profits:

The Company is passing a Special Resolution pursuant to the provisions of Section 197(1) of the Companies Act, 2013 and Schedule V thereto and as a matter of abundant precaution, as the profitability of the Company may be adversely impacted in future due to business environment during the period for which remuneration is payable to Mr. Pranav Choudhary i.e. till August 31, 2029.

2. Steps taken or proposed to be taken for improvement:

The Company has embarked on a series of strategic and operational measures that is expected to result in the improvement in the present position

3. Expected increase in productivity and profits in measurable terms:

The Company has taken various initiatives to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve financial performance.

IV. Disclosures:

1. All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the Directors;
2. Details of fixed component. and performance linked incentives along with the performance criteria;
3. Service contracts, notice period, severance fees; and
4. Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

The aforesaid details will be disclosed in Board of Director’s Report under heading ‘Corporate Governance’.