ASHAPURA LOGISTICS LIMITED
CIN: L63090GJ2002PLC040596
Registered office: B-902 Shapath Hexa, Opp. Gujarat High Court, S.G. Highway, Near Sola Bridge, Sola, Ahmedabad- 380060, Gujarat, India
E-mail: info@ashapura.in, **Website:** www.ashapura.in, **Tel:** +91 – 79 – 66111150 to 1159

August 31, 2026

To,
The Manager – Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G-Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400051

NSE SYMBOL: ASHALOG

Subject: Notice of 03rd (Post Listing) Annual General Meeting (AGM) of the Company

Dear Sir/Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of the 03rd (Post Listing) Annual General Meeting of the members of the Company scheduled to be held on Wednesday, September 23, 2026 at 02:00 P.M. (IST) through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") to transact the businesses as set out in the Notice convening the AGM.

The Notice is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/Depositories as on Friday, August 28, 2026. Further, a letter providing a weblink for accessing the AGM Notice and Annual Report 2025-26 is being sent to those Members who have not so registered their email address in compliance with Regulation 36(1)(b) of SEBI (LODR) Regulations, 2015.

The aforesaid Notice of Annual General Meeting is also available on the Company's website at **www.ashapura.in**.

You are requested to kindly take the same on record.

Yours Sincerely,

For, Ashapura Logistics Limited

Prajapati
Riya Sanjay

Digitally signed by Prajapati Riya Sanjay
Date: 2026.08.31 13:57:44 +05'30'

Riya Prajapati
Company Secretary & Compliance Officer
Membership No: A78828

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NOTICE OF 03rd (post listing) ANNUAL GENERAL MEETING

Notice is hereby given that the **03rd (post listing) Annual General Meeting** post listing of the Members of **ASHAPURA LOGISTICS LIMITED** will be held on **Wednesday, 23rd September, 2026 at 02.00 P.M.** through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026 including the Audited Balance Sheet as at March 31, 2026 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon;**

2. **To re-appoint a Director in place of Mrs. Chitra Sujith Kurup, Whole Time Director (DIN:02578525), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.**

SPECIAL BUSINESS:

3. **To Approve the Re-appointment of Secretarial Auditor and fix their Remuneration:**

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Section 204 and other applicable provisions of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), as amended from time to time, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company ('Board'), M/s. Keyur J. Shah and Associates, Practicing Company Secretaries be and is hereby appointed as the Secretarial Auditors of the Company for a period of one year commencing from April 1, 2026 till March 31, 2027, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and the Secretarial Auditors of the Company."

"**RESOLVED FURTHER THAT** the Board (including its Committee thereof) and/or any person authorised by the Board, be and is hereby authorised, severally, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may

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be considered necessary, desirable and expedient to give effect to this Resolution and/or otherwise considered by them to be in the best interest of the Company."

4. **To Re-appointment the Statutory Auditor of the Company and fix their Remuneration:**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members be and is hereby accorded to re-appoint M/s. Talati & Talati LLP, Chartered Accountants (Firm Registration No. 110758W), as the Statutory Auditors of the Company, for a further term of 2 (two) consecutive years, to hold office from the conclusion of this 03rd (Post Listing) Annual General Meeting till the conclusion of the 05th (Post Listing) Annual General Meeting of the Company, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses, if any, as may be mutually agreed upon between the Board of Directors (including the Audit Committee) and the Statutory Auditors of the Company."

"**RESOLVED FURTHER THAT** the Board of Directors (including its Committee thereof) and/or any person authorised by the Board, be and is hereby authorised, severally, to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution and/or otherwise considered by them to be in the best interest of the Company."

5. **To seek approval for the Related Party Transactions proposed to be entered into with Transmarine Corporation:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 read with Section 114(2) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded, by way of a Special Resolution, to the transactions proposed to be entered into by the Company with Transmarine Corporation, a related party of the Company, during the financial year 2026-27, up to an aggregate value not exceeding Rs. 2700 lakh, which transactions are proposed to be undertaken in the ordinary course of business of the Company and on an arm's length basis, and which, in view of the value/nature of such transactions, are estimated to exceed the materiality threshold prescribed under Regulation 23(1) of the Listing Regulations."

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"**RESOLVED FURTHER THAT** pursuant to the provisions of Section 188 read with Section 114(2) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded, by way of a Special Resolution, to ratify and approve the transactions entered into by the Company with Transmarine Corporation, a related party of the Company, during the financial year 2025-26, aggregating to Rs. 2,315.52 lakh, which transactions were undertaken in the ordinary course of business of the Company and on an arm's length basis, and which, solely on account of an accounting entry passed towards accrued interest of Rs. 12,05,852.70 as at the year-end i.e. 31st March, 2026, marginally exceeded the materiality threshold prescribed under Regulation 23(1) of the Listing Regulations by Rs. 5.86 lakh."

"**RESOLVED FURTHER THA1T** the Board and/or Company Secretary be and is hereby authorised, severally, to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution and/or otherwise considered by them to be in the best interest of the Company."

6. Appointment of Mr. Rajinder Kumar Gupta (DIN: 09721095) as an Independent Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Rajinder Kumar Gupta (DIN: 09721095), who was appointed as an Additional Independent Director of the Company by the Board of Directors with effect from 31st August, 2026 and who holds office up to the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, and in respect of whom the Company has received the necessary declarations and consents, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years with effect from 23rd September, 2026 and whose office shall not be liable to retirement by rotation.

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RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby authorized to do all such acts, deeds, matters and things as may be required to give effect to this Resolution."

For and on behalf of the Board of Directors
Ashapura Logistics Limited

Riya Sanjay Prajapati
Company Secretary & Compliance officer
Membership No: A78838

Date: 31/08/2026
Place: Ahmedabad

NOTES:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") 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.

2. 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.

3. 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 1500 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.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. 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 Secretarial 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.

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6. 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 **https://ashapura.in/** . 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.

7. 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

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on 19th September, 2026 at 9:00 A.M. and ends on 22nd September,2026 at 5:00 P.M. 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. 15th September, 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, being 15th September,2026.

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

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	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.

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	NSDL Mobile App is available on App Store Google Play
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.

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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******.

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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 user 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.

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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 keyur@keyurjshah.com & secretarial@keyurjshah.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
3. 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.
4. 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 Pallavi Mhatre at evoting@nsdl.com

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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 **cs.compliance@ashapura.in.**

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 **cs.compliance@ashapura.in.** If you are an Individual shareholder 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 and joining virtual meeting 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: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. 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.
3. 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.
4. 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:

1. 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" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in

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Shareholder/Member login where the EVEN of Company will be displayed. 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.

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

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

4. 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance at least 7 days prior to meeting mentioning their name demat account number/folio number, email id, mobile number at **cs.compliance@ashapura.in** (company email id). The same will be replied by the company suitably.

<u>General Guidelines for shareholders</u>

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 keyur@keyurjshah.com & csteam@keyurjshah.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.
3. 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.
4. 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 Pallavi Mhatre at evoting@nsdl.com

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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 **cs.compliance@ashapura.in.**

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 **cs.compliance@ashapura.in.** If you are an Individual shareholder 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 and joining virtual meeting 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:

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

2. 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.

3. 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.

4. 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:

1. 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" placed under "Join meeting" menu against company name. 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. 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.

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

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

4. 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance at least 7 days prior to meeting mentioning their name demat account number/folio number, email id, mobile number at **cs.compliance@ashapura.in** (company email id). The same will be replied by the company suitably.

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Explanatory Statement

(As required under Section 102 of the Companies Act, 2013)

Item No. 3: To Approve the Appointment of Secretarial Auditor and fix their Remuneration

The Board at its meeting held on 22nd May, 2026 based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the re-appointment of Keyur J. Shah and Associates, Practising Company Secretaries, a peer reviewed firm as Secretarial Auditors of the Company for financial year 2026-27, subject to approval of the Members in the ensuing General Meeting.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Keyur J. Shah and Associates is a distinguished firm of Practising Company Secretaries based in Ahmedabad, recognized for its unwavering commitment to quality and precision. The firm has been Peer Reviewed by the Institute of Company Secretaries of India (ICSI), reflecting its adherence to the highest standards of professional practice.

With a strong presence in India and the Middle East, the firm offers a wide spectrum of professional services including Corporate Legal Advisory, NCLT Matters, Arbitration, Investment Banking, Insolvency Resolution, and Valuation Services. Backed by extensive experience in law and finance, the firm specializes in Company Law, the Insolvency and Bankruptcy Code (IBC), Securities Laws, FEMA, Legal Due Diligence, Mergers and Acquisitions, Pre- and Post-Public Issue Compliance, Listings, and Capital Market Transactions.

Keyur J. Shah and Associates has confirmed that the firm is not disqualified and is eligible to be appointed as Secretarial Auditors in terms of Regulation 24A of the SEBI Listing Regulations. The services to be rendered by Keyur J. Shah and Associates as Secretarial Auditors is within the purview of the said regulation read with SEBI circular no. SEBI/ HO/CFD/CFD-PoD2/CIR/P/2024/185 dated December 31, 2024.

The proposed fees in connection with the secretarial audit shall be Rs. **3,50,000/- (Rupees Three Lakh Fifty Thousand Only)** plus applicable taxes and other out-of-pocket expenses for FY 2026-27, such fees as may be mutually agreed between the Board of Directors and Keyur J. Shah and Associates. In addition to the secretarial audit, Keyur J. Shah and Associates shall provide such other services in the

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nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditors.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

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

Item No. 4: To Re-appoint the Statutory Auditor of the Company and fix their Remuneration

M/s. Talati & Talati LLP, Chartered Accountants (Firm Registration No. 110758W), are the present Statutory Auditors of the Company. The Board, at its meeting held on 22nd May, 2026 based on the recommendation of the Audit Committee, has approved the re-appointment of M/s. Talati & Talati LLP as the Statutory Auditors of the Company for a further term of 2 (two) consecutive years, i.e. from the conclusion of this 03rd (Post Listing) Annual General Meeting till the conclusion of the 05th (Post Listing) Annual General Meeting of the Company, subject to the approval of the Members at this Annual General Meeting.

M/s. Talati & Talati LLP is a reputed firm of Chartered Accountants **[registered with the Institute of Chartered Accountants of India (ICAI), with its office at Ambica Chambers, near the Old High Court, Navrangpura, Ahmedabad, Gujarat, 380009**, having substantial experience in the audit of listed and unlisted companies across various industries, including statutory audit, tax audit and other assurance services.

The Company has received a certificate from M/s. Talati & Talati LLP to the effect that their re-appointment, if made, shall be in accordance with the conditions prescribed under Section 141 of the Companies Act, 2013 and that they are not disqualified to be re-appointed as Statutory Auditors of the Company in terms of the provisions of Section 139 and Section 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, and that the said re-appointment, if made, shall be within the limits prescribed under Section 141(3)(g) of the Act.

The proposed remuneration payable to M/s. Talati & Talati LLP for the said term shall be Rs. 12,00,000 per annum (plus applicable taxes and reimbursement of out-of-pocket expenses actually incurred), as may be mutually agreed between the Board of Directors (including the Audit Committee) and the Statutory Auditors from year to year during the said term.

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

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

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Item No. 5: To seek approval for the Related Party Transactions proposed to be entered into with Transmarine Corporation:

Transmarine Corporation is a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations. During the financial year 2025-26, the Company entered into transactions with Transmarine Corporation in the ordinary course of business and on an arm's length basis.

As per Regulation 23(1) of the Listing Regulations, a related party transaction is considered material if it, individually or taken together with previous transactions during a financial year, exceeds the lower of Rs. 1,000 crore or 10% of the annual consolidated turnover of the Company as per the last audited financial statements. Based on the Audited Consolidated Financial Statements for FY 2024-25, the annual consolidated turnover of the Company is Rs. 23,096.64 lakh, and 10% thereof works out to Rs. 2,309.66 lakh (approximately Rs. 23.10 crore).

The aggregate value of transactions with Transmarine Corporation during FY 2025-26 amounted to Rs. 2,315.52 lakh, as against the aforesaid threshold of Rs. 2,309.66 lakh, resulting in a marginal exceedance of Rs. 5.86 lakh. This exceedance arose solely on account of an accounting entry passed towards accrued interest of Rs. 12,05,852.70 as at the year-end, i.e. 31st March, 2026, and was not foreseen by the management at the time the transactions were undertaken during the year.

The Company had informed the National Stock Exchange of India Limited of the above facts vide its reply dated 25th July, 2026 (Application No. 173317), and as a matter of abundant caution, is seeking ratification of the said transactions by the Members at this Annual General Meeting.

None of the other Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

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

The Company has an ongoing business relationship with Transmarine Corporation ("Transmarine"), an entity which holds a Customs House Agent (CHA) license and through which the Company undertakes its customs clearance and cargo handling operations, as the Company does not independently hold a CHA license. Transmarine Corporation is an enterprise owned or significantly influenced by the Key Managerial Personnel of the Company and is accordingly a "related party" within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015.

Pursuant to Regulation 23 of the SEBI (LODR) Regulations, 2015, related party transactions that are individually, or taken together with previous transactions during a financial year, in excess of the prescribed materiality threshold require prior approval of the shareholders by way of a Special Resolution, with related parties abstaining from voting on such resolution.

For the financial year 2025-26, the aggregate value of transactions entered into by the Company with Transmarine Corporation was Rs. 2,315.52 lakh. This aggregate value, solely on account of an accounting entry passed towards accrued interest of Rs. 12,05,852.70 recognised at the year-end i.e. 31st March, 2026, marginally exceeded the applicable materiality threshold under Regulation 23(1) by Rs. 5.86 lakh. Accordingly, ratification of the said transactions by the Members is being sought.

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Out of the aggregate short-term loan/advance extended, an amount of Rs. 3.93 crore has already been repaid by Transmarine Corporation as on date, and the remaining balance is expected to be repaid shortly. Additionally, in view of the continuing nature of the Company's reliance on Transmarine Corporation's CHA license for its logistics and customs handling operations, the Board of Directors, on the recommendation of the Audit Committee, proposes to seek omnibus approval of the Members for transactions to be entered into with Transmarine Corporation during the financial year 2026-27, up to an aggregate value not exceeding Rs. 2,700 lakh, in the ordinary course of business and on an arm's length basis.

The Audit Committee and the Board of Directors have reviewed and recommended the aforesaid transactions, being satisfied that they are in the ordinary course of business of the Company and on an arm's length basis, and in the interest of the Company.

Disclosures as required under SEBI (LODR) Regulations, 2015 read with applicable SEBI circulars

a. Name of the related party and relationship: Transmarine Corporation. It holds a Customs House Agent (CHA) licence which the Company uses for its customs clearance/cargo handling operations; the entity is owned or significantly influenced by the Key Managerial Personnel of the Company.

b. Type, material terms and particulars of the transaction: Recurring operational transactions comprising: handling expenses paid by the Company to Transmarine for CHA-related services (freight/cargo clearance); handling income earned by the Company from Transmarine; interest charged on advance; and short-term loan/advance extended by the Company to Transmarine. All transactions are in the ordinary course of business and on an arm's length basis.

c. Tenure of the proposed transaction: Continuing/recurring in nature, tied to the ongoing CHA licence-based operational relationship. The short-term loan and advance are current in nature (repayable within the year).

d. Value of the transaction: FY 2025-26 (for ratification): Rs. 2,315.52 lakh (Rs. 23,15,52,460). FY 2026-27 (for prospective approval): up to Rs. 2,700 lakh.

Nature	**FY 2025-26 (Rs.)**	**FY 2024-25 (Rs.)**
Handling Expense	8,77,19,485	3,89,94,903
Handling Income	80,31,643	51,58,771
Interest charged on advance	12,05,852	—
Advance given	6,00,00,000	—
Short Term Loan	7,45,95,480	—
Total	23,15,52,460	—

Year-end balances (FY 2025-26): Trade receivable/(payable) — Nil (previous year Rs. 10.56 crore payable); Advance given — Rs. 5.94 crore; Short-term loan — Rs. 7.46 crore.

e. Percentage of the Company's annual consolidated turnover: The FY 2025-26 aggregate of Rs. 2,315.52 lakh marginally exceeded the Regulation 23(1) materiality threshold by Rs. 5.86 lakh, based on the audited consolidated turnover for the relevant preceding financial year. The FY 2026-27 ceiling

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of Rs. 2,700 lakh will similarly be tested against the materiality threshold computed from the latest audited consolidated turnover.

f. Loan/advance particulars

i. ***Source of funds:*** Internal accruals/business operations of the Company.

ii. ***Nature of indebtedness:*** Short-term loan/advance extended by the Company to Transmarine Corporation, unsecured, interest-bearing.

iii. ***Terms:*** *Repayable on demand and rate of interest @9% p.a.. Out of the aggregate short-term loan/advance extended, an amount of Rs. 3.93 crore has already been repaid by Transmarine Corporation as on date, and the remaining balance is expected to be repaid shortly.*

iv. ***Purpose:*** Working capital/operational support in connection with the ongoing CHA licence-based logistics handling relationship.

g. Justification for the transaction being in the interest of the Company: The Company does not independently hold a CHA licence and relies on Transmarine Corporation's CHA licence to carry out customs clearance and cargo handling functions integral to its logistics business. The relationship is operationally necessary, continuing, and conducted on arm's length terms. The FY 2025-26 threshold breach was incidental, arising solely from a year-end accrued interest accounting entry, and does not reflect any change in the nature or terms of the underlying business relationship.

h. Valuation: Not applicable — the transactions are operational and lending transactions in the ordinary course of business, not an equity/instrument subscription requiring an independent valuation report.

i. Other information relevant for shareholders: The Audit Committee has reviewed and recommended: (i) ratification of the FY 2025-26 transactions aggregating Rs. 2,315.52 lakh; and (ii) prospective omnibus approval of transactions with Transmarine Corporation for FY 2026-27 up to Rs. 2,700 lakh. Mr. Sujith Kurup, Managing Director, and any other director/KMP who may be regarded as concerned or interested in Transmarine Corporation, shall abstain from voting on the resolution, and related parties (whether or not parties to the transaction) shall abstain from voting on the Special Resolution as required under Regulation 23(4) of the SEBI (LODR) Regulations, 2015.

Directors'/KMP's interest

Mr. Sujith Kurup, Managing Director of the Company and Ms. Chitra Sujith Kurup Whole Time Director of the Company may be deemed to be interested or concerned in the resolution to the extent of their relationship with Transmarine Corporation. Save as aforesaid, none of the other Directors or Key Managerial Personnel of the Company, or their relatives, are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

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Item No. 6: Appointment of Mr. Rajinder Kumar Gupta (DIN: 09721095) as an Independent Director of the Company

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 31st August, 2026 appointed Mr. Rajinder Kumar Gupta (DIN: 09721095) as an Additional Independent Director of the Company with effect from 31st August, 2026.

has received from Mr. Rajinder Kumar Gupta his consent to act as a Director, declaration confirming that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and Form DIR-8 confirming that he is not disqualified from being appointed as a Director.

In the opinion of the Board, Mr. Rajinder Kumar Gupta fulfills the conditions specified under the Companies Act, 2013 for appointment as an Independent Director and is independent of the management of the Company. The Board believes that his professional experience, knowledge and expertise will be of significant value to the Company and its stakeholders.

Accordingly, the Board recommends the Ordinary Resolution set out in this Notice for approval of the Members.

Except Mr. Rajinder Kumar Gupta and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed Resolution.

Information pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 on General Meetings issued by Institute of Company Secretaries of India, regarding directors proposed to be appointed or re-appointed:

Name of the Director	Rajinder Kumar Gupta
Date of Birth	23/01/1972
Designation	Additional Non Executive Independent Director
DIN	09721095
Age	54 Years
Date of First Appointment	31/08/2026
Proposed Term	Three years from the date of Annual General Meeting subject to Shareholders Approval till 06^{th} (Post Listing) AGM of the Company.
Expertise in specific functional area / Brief resume	Dr. Rajinder Kumar Gupta is a highly accomplished professional with extensive expertise in Finance, Accounts, Taxation, Regulatory Compliance, and Public Administration. He brings more than 22

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	years of distinguished service with the Department of Revenue, Government of India, having served as Commissioner of Indirect Taxes from September 1999 to April 2022. During his tenure, he held various senior leadership positions and played a significant role in the administration of indirect taxes, policy implementation, revenue management, audits, investigations, regulatory compliance, and governance frameworks. His vast experience includes oversight of complex taxation matters, financial controls, enforcement activities, and stakeholder engagement at the national level. Dr. Gupta possesses an exceptional academic background with qualifications including Indian Revenue Service (IRS), Ph.D. in Law, LL.B., and Bachelor of Dental Surgery (B.D.S.). His multidisciplinary expertise, combined with extensive administrative and legal experience, enables him to provide valuable insights in the areas of finance, accounting, taxation, risk management, corporate governance, and regulatory affairs.
Experience	He has 22 years of experience in indirect taxation, finance, regulatory compliance, audit, investigation, and revenue administration. He served in the Indian Revenue Service (IRS) and held various senior positions in the Department of Revenue, Government of India, including Commissioner of Indirect Taxes from September 1999 to April 2022, overseeing tax administration, policy implementation, enforcement, and governance functions.
Qualification	IRS, PhD in Law, L.L.B, B.D.S (Dental Surgery)
Terms of Appointment	Three years from the date of Annual General Meeting subject to Shareholders Approval till 06th (Post Listing) AGM of the Company.
Details of remuneration sought to be paid	Only Director Sitting fees
Shareholding in Sanstar Limited	Nil

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Relationship with other Directors and Key Managerial Personnel	No relationship with other Director or Key Managerial Personnel
Name of Listed entities resigned in last 3 years	Nil
Directorships in other Listed Companies as on March 31, 2026	Nil
Chairman/Member of Committees of other Listed Companies as on March 31, 2026	Nil
Number of Meetings attended	Not Applicable
Notice period	Not Applicable

For and on behalf of the Board of Directors
Ashapura Logistics Limited

Date: 31-08-2026
Place: Ahmedabad

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Riya Sanjay Prajapati
Company Secretary and Compliance Officer
Membership No: A78828