



September 06, 2025

**National Stock Exchange of India
Limited**

Exchange Plaza, C-1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051
Symbol: AVG

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 543910

Sub: Notice of 16th Annual General Meeting of the Company

Dear Sir/Madam,

We are enclosing herewith a copy of Notice of 16th Annual General Meeting of the Company to be held on Tuesday, September 30, 2025 at 10:00 A.M. (IST) at Bliss and Blessings Banquet, Near Jhilmil Metro Station, Delhi-110095.

The copy of Annual Report for the financial year 2024-25 is also being posted on the website of the Company i.e. www.avglogistics.com.

You are requested to take the above information on records

Thanking You

Yours faithfully,

For AVG LOGISTICS LIMITED

**SANJAY GUPTA
MANAGING DIRECTOR
DIN: 00527801**

Regd. Office:
25, DDA Market, Savita Vihar,
Delhi-110092
Ph.: 8527494071

AVG LOGISTICS LIMITED

CIN No.: L60200DL2010PLC198327
E-mail: info@avglogistics.com
Website: avglogistics.com

Corporate Office: 102, 1st Floor,
Jhilmil Metro Station Complex,
Delhi-110095 Ph.: 8527291062
+91-11-22124356

Notice

Notice is hereby given that the Annual General Meeting ("AGM") of the Members of AVG Logistics Limited (the "Company") will be held on Tuesday, September 30, 2025 at 10:00 A.M. at Bliss and Blessings Banquet, near Jhilmil Metro Station, Delhi-110095 to transact the following business:

ORDINARY BUSINESS(ES):-

1. To adopt financial statement of the Company for the financial year ended March 31, 2025

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

- "RESOLVED THAT** the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditor's thereon, as circulated to the Members, be and are hereby considered and adopted."
- "RESOLVED THAT** the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2025 and the report of Auditor's thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To declare a final dividend of Re. 1.2/- per equity share of ₹ 10/- each for the Financial Year 2024-25.

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

"RESLOVED THAT, a Dividend at the rate of ₹ 1.20 per equity share of ₹ 10 each fully paid-up of the Company be and is hereby declared for the financial year ended 31st March, 2025 and the dividend be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended 31st March, 2025.

3. To Re-appoint Mr. Apurva Chamaria (DIN: 07408982), who retires by rotation and being eligible, offers himself for re-appointment:

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 Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Apurva Chamaria (DIN: 07408982), Director of the Company, who retires by rotation at this Annual General Meeting and being eligible, offered himself for

re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

4. To fix the remuneration payable to M/s M S K A and Associates, Chartered Accountants, (FRN: 105047W) statutory auditors of the Company

To consider, and if thought fit, to pass, with or without modification(s), the following resolution, as a 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 rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to M/s M S K A & Associates, Chartered Accountants (Firm Registration No. 105047W), Statutory Auditors of the Company, to conduct the audit of the financial statements of the Company for the financial year 2025-26, be and is hereby fixed at ₹35,00,000/- (Rupees Thirty-Five Lakhs only), exclusive of applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit.

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

SPECIAL BUSINESS:

5. To appoint M/s. K Vivek & Co., Company Secretaries, as Secretarial Auditors of the Company.

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 Section 204 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. K Vivek & Co., Company Secretaries, be and is hereby appointed as the Secretarial Auditors for conducting secretarial audit of the Company, for a term of five consecutive years from the conclusion of 16th Annual General Meeting ("AGM") until the conclusion of 21st AGM of the Company, (audit period covering from the financial year from 2025-26 till 2029-30), at such remuneration as may be determined by the Board of Directors on

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the recommendations of the Audit Committee in consultation with Secretarial Auditors;

RESOLVED FURTHER THAT approval of the Members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board."

6. To increase the Borrowing Limit 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 Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, applicable provisions of SEBI Regulations, and any statutory modification(s) or re-enactment(s) thereof from time to time, and after due consideration of the Company's financial requirements for future growth, expansion, and working capital needs, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board") to borrow, from time to time, such sums of money, as it may deem necessary, in excess of the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total amount so borrowed by the Company at any time shall not exceed ₹600 crore (Rupees Six Hundred Crore only), as against the existing borrowing limit of ₹300 crore (Rupees Three Hundred Crore only).

RESOLVED FURTHER THAT the aforesaid increased borrowing limit is intended to enable the Company to meet its working capital requirements, business expansion, investment plans, and other operational needs including to take advantage of potential opportunities for new projects and acquisitions.

RESOLVED FURTHER THAT any Director of the Company or such other designated person as may be authorised by any Director of the Company be and is hereby severally authorised to negotiate, finalise and execute necessary agreements, deeds, documents and writings, and to arrange and avail loans, credit facilities, debentures, or any other financial instruments within the borrowing limit of ₹600 crore (Rupees Six Hundred Crore only), and to do all such acts, deeds and things as may be necessary in this regard.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorised to take all necessary steps to give effect to this resolution, including preparation and filing of necessary forms with the Registrar of Companies and compliance with all

applicable legal and regulatory requirements, including disclosures to the stock exchanges, if applicable.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to provide a certified true copy of this resolution to any person/ authority as may be required."

7. To approve the limit of investment, guarantee, security or inter-corporate loans by 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 Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Operational Committee thereof authorised by the Board) to make investments, give loans, provide guarantees, or provide security in connection with loans to any person or body corporate, in one or more tranches, from time to time, up to an aggregate amount not exceeding ₹50,00,00,000/- (Rupees Fifty Crore Only), notwithstanding that such investments, loans, guarantees or security may exceed the limits prescribed under Section 186(2) of the Companies Act, 2013.

RESOLVED FURTHER THAT the aforesaid limit of ₹50 crore for investment/ guarantee/ security / inter-corporate loans shall be in supersession of all earlier resolutions passed by the Members in this regard.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things, and to negotiate, finalise, execute and deliver all such agreements, documents and writings as may be deemed necessary, proper or expedient to give effect to this resolution, including making necessary filings with the Registrar of Companies and other statutory authorities."

By order of the Board of Directors

For **AVG Logistics Limited**

Sd/-

Date: 06.09.2025

Place: Delhi

Mukesh Nagar

Company Secretary

CIN: L60200DL2010PLC198327

Registered Office:

25 DDA Market, Savita Vihar, New Delhi-110092

Sixth Sense	Direction	Approach	Efficiency
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Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. PROXY FORM SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.** A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Shareholder.
2. Body Corporate member are requested to send a certified copy of the Board Resolution authorizing their representative to attend & vote at the meeting pursuant to provision of Section 113 of the Companies Act, 2013.
3. All documents referred in the accompanying notice are available for inspection at the Registered Office of the Company during working days between 10.00 A.M. to 2.00 P.M. till the date of Annual General Meeting and also at the meeting.
4. Members are requested to intimate the change, if any, in their registered address immediately.
5. Members/Proxies should bring the Attendance Slip duly filled in and signed for attending the meeting.
6. It will be appreciated that queries, if any, on accounts and operations of the Company are sent to the Registered Office of the Company ten days in advance of the meeting so that the information may be made readily available.
7. The Register of Directors and their Shareholdings, Register of Contracts with related party and in which Directors are interested and Register of Proxies would be available for inspection by the Members at the meeting.
8. Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, September 24, 2025 till Tuesday, September 30, 2024 for the purpose of the AGM.
9. A person entered in Register of Members on 23.09.2025 (record date/cut off date) shall be eligible to exercise the right of a member to participate and vote at the General Meeting and for payment of dividend by the Company, any change to an entry on the register after the Record Date shall be disregarded in determining the right of any person to attend and vote at such General meeting.
10. The non-resident Indian shareholders are requested to inform the company immediately about:
 - a. The change in the residential status on return to India for Permanent settlement.
 - b. The particulars of NRO bank account in India if not furnished Earlier.
11. The Company has made necessary arrangements for the members to hold their shares in dematerialized form. Members are also entitled to make nomination in respect of the shares held by them in dematerialized form with their respective DP's.
12. Additional Information, pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, in respect of the Directors seeking appointment/ reappointment at the Annual General Meeting, is furnished as Annexure-I to the Notice. The directors have furnished consent /declaration for their appointment/ reappointment as required under the Companies Act, 2013 and the rules there under.
13. Pursuant to the provisions of Sections 101 of the Act read with the Companies (Accounts) Rules, 2014, the notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy form, are being sent by electronic mode to the members whose email addresses are registered with the Company/ Depository Participant(s) and the Notice of AGM available on website of the company at www.avglogistics.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and at BSE Limited at www.bseindia.com
14. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their Demat accounts.
15. A person who is not a member as on cut-off date should treat this Notice for information purpose only.
16. In case of Joint holder's attending the meeting, the Joint-holder's who is higher in the order will be entitled to vote at the meeting.
17. A route map showing direction to reach the venue of the meeting is given at the end of this Notice.
18. Any person who is entitled to receive notice and have not received the notice may obtain the copy of the

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Notice of AGM by e-mail at company's e-mail id i.e. praveen@avglogistics.com.

19. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations and MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company is obtaining the services of Instavote MUFG Intime ("MUFG") 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 InstaVote MUFG Intime.
20. The Company has appointed Mr. Vinay Kumar, Proprietor of M/s. Vinay Kumar & Associates, Company Secretaries (Membership No. 66059, COP No. 24658), to act as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same purpose.
21. The remote e-voting period begins on Saturday, September 27, 2025 at 09:00 A.M. and ends on Monday, September 29, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by InstaVote 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 23, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paidup equity share capital of the Company as on the cut-off date.
22. Results of voting shall be declared within 2 working days from the date of Annual General Meeting.

Sixth Sense	Direction	Approach	Efficiency
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REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Click on "Beneficial Owner" icon under "IDeAS Login Section".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 2 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

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- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com & click on New System Myeasi Tab.
- b) Enter existing username, Password & click on "Login".
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through "e-voting" option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

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STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on "Login" under 'SHARE HOLDER' tab.
- b) Enter details as under:
 1. User ID: Enter User ID
 2. Password: Enter existing Password
 3. Enter Image Verification (CAPTCHA) Code
 4. Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No. + Folio no., registered with the Company

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:
 1. User ID: Enter User ID
 2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
 4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders holding shares in NSDL form, shall provide 'D' above
 - o Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
 5. Set the password of your choice.
- (The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
 7. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No. + Folio no., registered with the Company

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STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
- B. Select ‘View’ icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- D. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu Section
- C. Map the Investor with the following details:
 - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
 - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- Click on “Votes Entry” tab under the Menu section.
- Enter the “Event No.” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- Enter “16-digit Demat Account No.”.
- Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- After successful login, you will see “Notification for e-voting”.
- Select “View” icon for “Company’s Name / Event number”.
- E-voting page will appear.
- Download sample vote file from “Download Sample Vote File” tab.
- Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “Upload Vote File” option.
- Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- ✓ Click on "Login" under 'SHARE HOLDER' tab.
- ✓ Click "forgot password?"
- ✓ Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- ✓ Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- ✓ Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- ✓ Click "forgot password?"
- ✓ Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- ✓ Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Notice (Contd.)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 SETTING OUT ALL MATERIAL FACTS:

ITEM NO: 5 To appoint M/s. K Vivek & Co., Company Secretaries, as Secretarial Auditors of the Company.

Pursuant to the provisions of the Section 204 read with the Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (the "Act") and the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) ("SEBI Listing Regulations"), the Board of Directors of the Company ("the Board"), at its meeting held on August 14, 2025 has, based on the recommendation of the Audit Committee, approved appointment of M/s K Vivek & Co., Company Secretaries as Secretarial Auditors of the Company for a term of five consecutive years from the conclusion of 16th Annual General Meeting ("AGM") until the conclusion of 21st AGM of the Company, (audit period covering from the financial year from 2025-26 till 2029-30) and recommended the same for the approval of the Members. The Company is in receipt of consent from M/s K Vivek & Co., Company Secretaries for appointment, as the Secretarial Auditors of the Company, along-with an eligibility certificate, that their appointment, if made, will be in accordance with the limits specified under the Act and they are not disqualified to be appointed as Secretarial Auditor in terms of the provisions of the SEBI Listing Regulations and the SEBI circular dated December 31, 2024. M/s K Vivek & Co., Company Secretaries have also provided confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India ("ICSI") and holding a valid certificate issued by the 'Peer Review Board' of the ICSI.

Disclosure of Details required under Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Proposed fees payable to the Secretarial Auditor	₹ 50,000/- (Rupees Fifty Thousand only) for the Financial year 2025-26. The remuneration for the subsequent year(s) of their term shall be fixed by the Board of Directors of the Company in consultation with Secretarial Auditors.
Term of appointment	5 (Five) Years
Material changes in the fee payable (in case of New Secretarial Auditor)	Not Applicable
Basis of recommendation for appointment including the details in relation to and credentials of the Secretarial Auditor proposed to be appointed	Based in New Delhi M/s. K. Vivek & Co., Company appointment) Secretaries, is a firm of Company Secretaries engaged in rendering the services in the areas of Corporate Laws, Security Laws, Registration of Companies, Partnership Firms, Societies, Trusts, NGOs, Legal Consultancy, Intellectual Property Rights, Statutory Compliance Audit etc. The firm is led by Mr. Vivek Kumar, Member of the Institute of Company Secretaries of India. His expertise includes compliance audit of private and public sector units, matters related to insolvency and bankruptcy under IBC, 2016.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

ITEM NO: 6 TO INCREASE THE BORROWING LIMIT OF THE COMPANY

The Members of the Company at the 13th Annual General Meeting of the Company held on September 30, 2022 had approved the borrowing powers of the Company up to a limit of ₹300 crore (Rupees Three Hundred Crore Only) under Section 180(1)(c) of the Companies Act, 2013.

Keeping in view the Company's growth plans, increased scale of operations, business expansion, working capital requirements, and possible opportunities for new projects and acquisitions, the existing borrowing limit may not be sufficient in the future.

Notice (Contd.)

Accordingly, the Board of Directors proposes to enhance the borrowing powers of the Company from the existing limit of ₹300 crore to ₹600 crore (Rupees Six Hundred Crore Only).

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a company can borrow monies in excess of the aggregate of its paid-up share capital, free reserves and securities premium account only with the consent of the members by way of a special resolution.

The Board accordingly recommends the resolution set out in Item No. 6 of the Notice for approval of the Members by way of Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

ITEM No. 7. TO APPROVE THE LIMIT OF INVESTMENT, GUARANTEE, SECURITY OR INTER-CORPORATE LOANS BY THE COMPANY.

The Company, in the course of its business, may be required to provide loans, give guarantees, offer securities, or make investments in bodies corporate or other persons, including subsidiaries, associates, joint ventures, or strategic partners, from time to time. Such financial support may be necessary to meet business requirements, support working capital, fund expansion plans, or undertake strategic investments that are beneficial to the Company.

As per Section 186(2) of the Companies Act, 2013, no company shall directly or indirectly give any loan, guarantee, provide any security, or make investment(s) in excess of 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is higher, unless approved by the Members by way of a special resolution.

To enable the Company to meet the above requirements, it is proposed to authorise the Board of Directors to give loans, guarantees, securities, or make investments up to an aggregate amount not exceeding ₹50 crore (Rupees Fifty Crore Only), notwithstanding that such loans/investments/guarantees/securities may exceed the limits prescribed under Section 186(2)

This resolution, if approved, shall be in supersession of earlier resolutions passed in this regard.

The Board accordingly recommends the resolution set out in Item No. 7 of the Notice for approval of the Members by way of Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

Annexure-I

1. Details of the Directors seeking appointment / re-appointment:

Name of Director	Mr. Apurva Chamaria
DIN	07408982
Date of Birth	20.05.1969
Brief Resume covering Expertise in specific functional areas and Experience	Mr. Apurva Chamaria is currently the Head of Partnership Solutions, Startups and Venture Capital at Google India. Before joining Google, he was the SVP & Chief of Staff to the CEO & MD at Tech Mahindra, where he was integral in transforming the company's performance. Before Tech Mahindra, Apurva Chamaria was the Chief Revenue Officer of RateGain, one of the world's leading SaaS companies serving over 12,000+ customers in the travel and hospitality industry across 100+ Countries, where he and his team successfully grew the company from 20 Mn to 63 Mn within 34 months. Rate Gain IPOed in India in December 2021.

Notice (Contd.)

Name of Director	Mr. Apurva Chamaria
	Before joining Rate Gain, Apurva was the Global Head of Marketing for HCL Technologies, a 10 Bn US\$ global IT major. Under his leadership, HCL became the fastest growing brand in the Interbrand top Indian brands list for 2 years (No. 17 in '16) and was ranked at No.378 and valued at 4.4 Bn US\$ in the Brand Finance Global 500 '17 rankings. Between '13 and '17, HCL campaigns won 110 prestigious global and regional marketing awards. In his 12 years at HCL, he held various leadership roles, including serving as CEO Vineet Nayar's Chief of Staff and Sales Director at HCL America, where he played an integral role in scaling the company from US\$700 million to US\$8 billion.
Qualifications	Master's in Business Management, Alumnus of the Harvard Business School
Directorships held in Companies	AVG Logistics Limited- Listed Entity
Membership / Chairmanship of Committees of Public Companies	Nil
Shareholdings in the Company	0.298%
Disclosure of relationships between directors inter-se.	None
Remuneration received from the Company in the Financial Year 2024-25.	Rupees One Lakh Thirty Five Thousand only
Terms and Conditions of appointment / re-appointment along with details of remuneration sought to be paid	None
Date of first appointment on the Board	04.07.2023
The number of Meetings of the Board attended during the Financial Year 2024-25/during the tenure of their appointment	Nine Attended- Six

Notice (Contd.)

FORM No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L60200DL2010PLC198327

Name of the Company: AVG Logistics Limited

Registered Office: Office No. 25, D.D.A Market, Savita Vihar, Delhi-110092

Name of the Member(s):

Registered Address:

E-mail id:

Folio No./Client ID:

DP ID:

I/We being the members of _____, holding _____ shares, hereby appoint

1. Name:

Address:

Email Id:

Signature: _____, or failing him

2. Name:

Address:

Email Id:

Signature: _____,

Notice (Contd.)

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 16th Annual General Meeting of the Company, to be held on Tuesday, 30th September, 2025 at 10:00 A.M. at Bliss and Blessings Banquet Near Jhilmil Metro Station, Delhi-110095 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	For	Against
1.	To adopt Standalone and Consolidated financial statement of the Company for the financial year ended March 31, 2025		
2.	To declare a final dividend of ₹ 1.2/- per equity share of ₹ 10/- each for the Financial Year 2024-25.		
3.	To Re-appoint Mr. Apurva Chamarla (DIN: 07408982), who retires by rotation and being eligible, offers himself for re-appointment		
4.	To fix the remuneration payable to M/s M S K A and Associates, Chartered Accountants, (FRN: 105047W) statutory auditors of the Company		
5.	To appoint M/s. K Vivek & Co., Company Secretaries, as Secretarial Auditors of the Company.		
6.	To increase the Borrowing Limit of the Company		
7.	To approve the limit of investment, guarantee, security or inter-corporate loans by the Company.		

Signed this _____ day of _____ 2025

Signature of Shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
3. In the case of joint holders, the signature of any one holder shall be sufficient, but the names of all joint holders should be stated.
4. Appointing a proxy does not prevent a member from attending in person if he so wishes.

Notice (Contd.)

ATTENDANCE SLIP (TO BE PRESENTED AT THE ENTRANCE)

16TH ANNUAL GENERAL MEETING TO BE HELD ON TUESDAY, 30 SEPTEMBER, 2025 AT 10.00 A.M. AT BLISS AND BLESSINGS BANQUET NEAR JHILMIL METRO STATION, DELHI-110095 TO TRANSACT THE BUSINESS SET OUT IN NOTICE OF ANNUAL GENERAL MEETING

Folio No..... DP ID Client ID.....

Name of the Member: Signature:

Name of the Proxy holder: Signature:

No. of Share(s) held

I HEREBY RECORD MY PRESENCE AT THE 16TH AGM OF THE COMPANY.

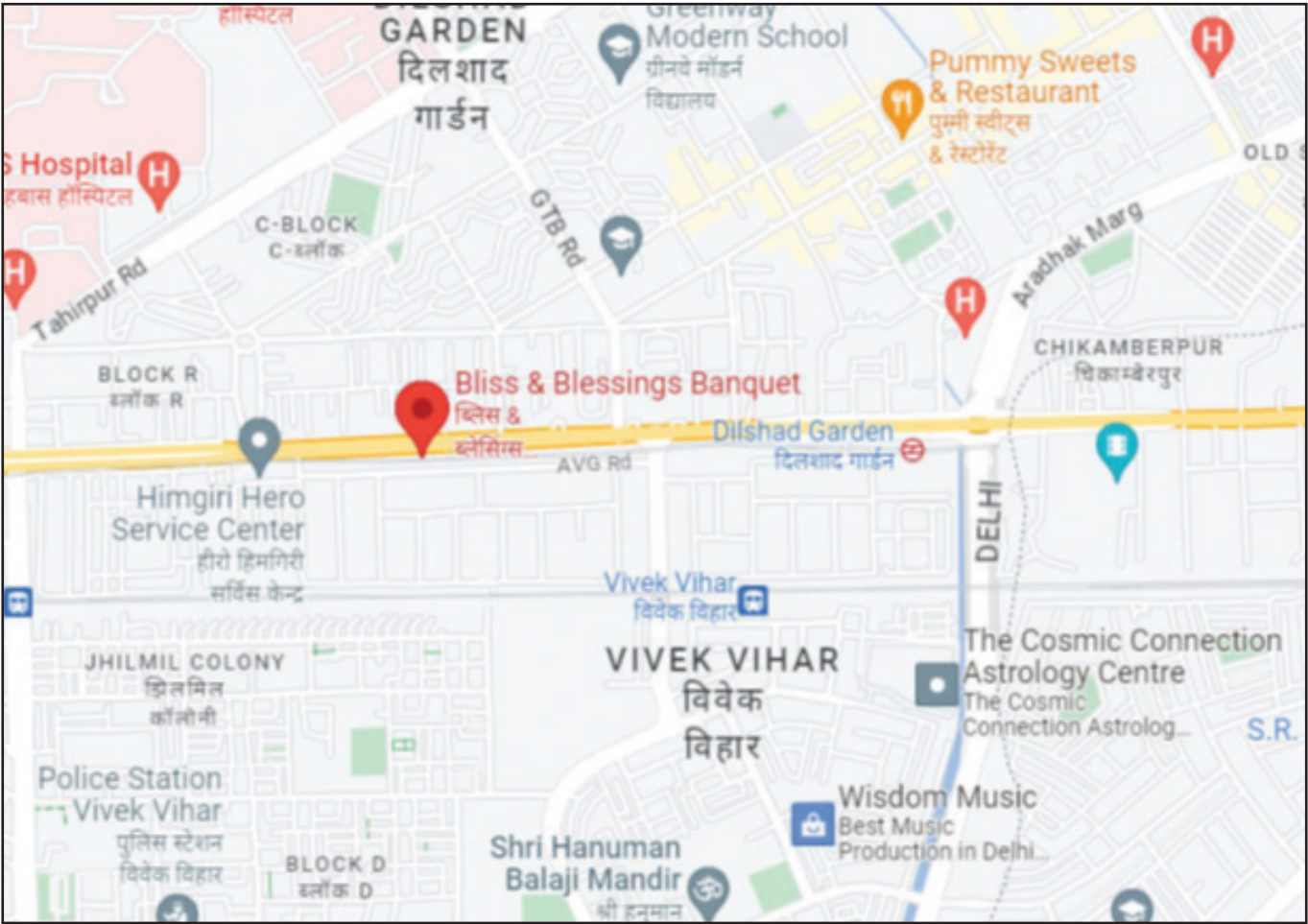
Note:

1. Only Members/Proxy holders can attend the meeting
2. In the case of joint holders, the signatures of any one holder shall be sufficient, but names of all joint holders should be stated.

Sixth Sense	Direction	Approach	Efficiency
Financials ► Notice			

Notice (Contd.)

ROUTE MAP



	Execution	Governance	Financials	Notice
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