

October 31, 2025

**National Stock Exchange of India Limited**  
Listing Department  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex  
Bandra (East), Mumbai - 400 051  
**Symbol: AEGISVOPAK**

**BSE Limited**  
Corporate Relation Department  
Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001  
**Scrip Code: 544407**

Dear Sir/Madam,

**Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulation") - Dispatch of Postal Ballot Notice to the Shareholders.**

This is furtherance to our letter dated October 16, 2025 and October 29, 2025, regarding the approval of the Board of Directors on:

1. Appointment of Mr. Wimal Roy Shylindra Kumar Samlal (DIN: 03639027) (Nominee of Vopak India B.V) as Non-Executive Non-Independent Director of the Company.
2. Acquisition of 75% equity stake i.e; 6,21,146 Equity shares and 2,92,303 Equity shares of INR. 10/- each of Hindustan Aegis LPG Limited ("HALPG") from Aegis Gas (LPG) Private Limited and Vopak India B.V respectively.

Pursuant to the Regulation 30 of the SEBI LODR Regulation, we enclose a copy of Postal Ballot Notice ("Notice") seeking the approval of members through remote e-voting on:

1. Appointment of Mr. Wimal Roy Shylindra Kumar Samlal (DIN: 03639027) (Nominee Of Vopak India B.V) as Non-Executive Non-Independent Director of the Company.
2. To approve the Material Related Party Transaction(s) proposed to be entered into by the Company with Aegis Gas (LPG) Private Limited.
3. To approve the Material Related Party transaction(s) proposed to be entered into by the Company with Vopak India B.V.

In accordance with circulars issued by Ministry of Corporate Affairs, from time to time, the Notice of Postal Ballot is being sent only in electronic form to the Members whose names are recorded in the Register of Members/List of Beneficial Owners as on **Thursday, October 30, 2025 (cut-off date)**.

The above mentioned documents may also be accessed on the website of the Company [www.aegisvopak.com](http://www.aegisvopak.com).

The Company has engaged the services of M/s. MUFG Intime India Private Limited (Formerly known as Link Intime Private Limited), for the purpose of providing e-voting facility to all the members. **The e-voting period will commence from 9.00 a.m. (IST) of Saturday, November 01, 2025 and ends on 5.00 p.m. (IST) of Sunday, November 30, 2025.**

This is for your information and record.

Yours faithfully,  
For AEGIS VOPAK TERMINALS LIMITED

Priyanka Vaidya  
Company Secretary and Compliance Officer  
M. No. A64156

Encl : as above



## AEGIS VOPAK TERMINALS LIMITED

CIN: L63030GJ2013PLC075304

Regd. Office: 502 Skylon, G.I.D.C., Char Rasta, Vapi 396 195, Dist. Valsad, Gujarat

Corp. Office : 1202, Tower B, Peninsula Business Park, G. K. Marg, Lower Parel (W), Mumbai – 400013

◆ Tel.:+91 22 6666 3666 ◆ Fax : +91 22 6666 3777 ◆ E-mail : aegis@aegisindia.com

◆ Website : [www.aegisvopak.com](http://www.aegisvopak.com)

### POSTAL BALLOT NOTICE

*[Pursuant to Section 108 and 110 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

Dear Member(s),

**NOTICE** is hereby given pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Companies (Management and Administration) Rules, 2014, (the 'Rules'), Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), Secretarial Standards on General Meeting issued by the Institute of Company Secretaries of India (SS-2), as amended and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meeting/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued by the MCA ("MCA Circulars"), read with applicable SEBI Circulars and other applicable laws, regulations, circulars, notifications (including any statutory modification or re-enactment thereof for the time being in force), for the approval of the members of Aegis Vopak Terminals Limited (hereinafter referred to as the 'Company') through Postal Ballot only by way of remote e-voting ("e-voting") process for the Ordinary Resolutions set hereinafter. An explanation Statement pertaining to the said resolution setting out the material facts and the reasons/ rationale thereof form part of this Postal Ballot Notice (the "Notice" or "the Postal Ballot Notice")

The proposed resolution along with the statement under Section 102(1) of the Act, forming part of this Notice, stating the material facts and reasons thereof are set out hereafter, for your consideration.

In terms of the requirements specified in the MCA Circulars, this Notice is being sent through electronic mode only to those Members whose e-mail addresses are registered with the Company/ Depositories.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars and SEBI Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the depository participant(s). The details of the procedure to cast the vote forms part of the 'Notes' to this Notice. The instructions for e-voting are appended to this Notice.

Mr. Prasen Naithani, Company Secretary in whole time practice (Membership No. 3830), who is not in the employment of the Company and is in the opinion of the Board, capable of conducting the postal ballot process in a fair and transparent manner, has been appointed as the Scrutinizer (the 'Scrutinizer') for conducting the postal ballot process.

Members are requested to carefully read the instructions mentioned under the head 'Information and Instructions for e-voting' in this Notice and record their assent ("FOR") or dissent ("AGAINST") on the proposed resolution through the e-voting process **not later than 5:00 p.m. (IST) on Sunday, 30<sup>th</sup> November, 2025** failing which it will be considered that no reply has been received from the Member.

The Company has engaged M/s. MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), the Registrar & Transfer Agent ("RTA") as the agency for facilitating remote e-voting to enable the Members to cast their votes electronically instead of dispatching postal ballot forms. The postal ballot results will be submitted within 2 working days from conclusion of the e-voting period to the stock exchanges in accordance with the SEBI Listing Regulations.

The Scrutinizer will submit his report to the Chairman of the Company or any person authorized by him, after the completion of the scrutiny of the e-voting. The result of the postal ballot along with Scrutinizer's Report shall be announced **on or before Tuesday, 2<sup>nd</sup> December, 2025** i.e; (two working days from the date of passing of resolution). The results shall be communicated to the Stock Exchanges and the same alongwith the Scrutinizer's Report will be displayed on the Company's website [www.aegisvopak.com](http://www.aegisvopak.com) as well as on the and RTA's website <https://instavote.linkintime.co.in>.

The proposed Ordinary resolution, if approved, will be taken as having duly passed on the last date specified for e-voting by the requisite majority of Members by means of Postal Ballot, i.e **Sunday, 30<sup>th</sup> November, 2025**

#### **SPECIAL BUSINESS:**

##### **Item No. 1**

Appointment of Mr. Wimal Roy Shylindra Kumar Samlal (DIN: 03639027) (Nominee Of Vopak India B.V) as Non-Executive Non-Independent Director 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** Mr. Wimal Roy Shylindra Kumar Samlal (DIN: 03639027) (Nominee of Vopak India B.V), who was appointed by the Board of Directors as an Additional Director of the Company with effect from October 16, 2025 and who holds office up to the date of this General Meeting of the Company in terms of Section 161 of the Companies Act 2013 ("Act"), who is eligible for appointment and has consented to act as a director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed a Non-Executive Non-Independent Director of the Company, liable to retirement by rotation.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company and/or Company Secretary be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

### **Item no. 2**

To approve the material related party transaction(s) proposed to be entered into by the Company with Aegis Gas (LPG) Private Limited

**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 Regulations 2(1)(zc), 23 and other relevant regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), as amended from time to time and other applicable provisions of the Companies Act, 2013 (“Act”) read with rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Aegis Gas (LPG) Private Limited , a related party pursuant to Section 2(76) of the Act and Regulation 2(1) (zb) of the SEBI Listing Regulations, during financial year 2025-26, as per the details set out in the explanatory statement and on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between the related party and the Company, provided that the said Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s) shall be carried out at arm’s length basis.”

**RESOLVED FURTHER THAT** upon approval by the Board of the relevant transactions (as described above), the Board be and is hereby severally authorised to do and perform all such acts, deeds, matters and things as it may deemed fit and to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard.”

### **Item No. 3**

To approve the material related party transaction(s) proposed to be entered into by the Company with Vopak India B.V.

**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 Regulations 2(1)(zc), 23 and other relevant regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), as amended from time to time and other applicable provisions of the Companies Act, 2013 (“Act”) read with rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and the Board of Directors of the, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Vopak India B.V, a related party pursuant to Section 2(76) of the Act and Regulation 2(1) (zb) of the SEBI Listing Regulations, during financial year 2025-26, as per the details set out in the explanatory statement, and on such material terms and conditions as detailed in the explanatory statement to

this Resolution and as may be mutually agreed between the related party and the Company, provided that the said Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s) shall be carried out at arm's length basis."

**RESOLVED FURTHER THAT** upon approval by the Board of the relevant transactions (as described above), the Board be and is hereby severally authorised to do and perform all such acts, deeds, matters and things as it may deemed fit and to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard."

**By order of the Board of Directors**

Sd/-

**Priyanka Vaidya**  
**Company Secretary**

Place: Mumbai

Dated: October 29, 2025

## NOTES:

- 1) The Explanatory Statement and reasons for the proposed Resolution pursuant to Section 102 of the Companies Act, 2013 setting out all material facts are annexed hereunder and forms part of the Notice. Further, additional information as required under the Listing Regulations is enclosed.
- 2) In compliance with the MCA Circulars the Company is sending this Notice to the Members in electronic form only. Accordingly, the communication of assent or dissent of the Members would take place through remote e-voting system only. Please note that there will be no dispatch of physical copies of the Notice or Postal Ballot Forms to the Members of the Company and no physical ballot forms will be accepted.
- 3) A copy of this Notice is also available on the Company's website at [www.aegisvopak.com](http://www.aegisvopak.com) website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the RTA's website <https://instavote.linkintime.co.in>
- 4) The Notice is being sent via email only to the Members of the Company, whose names appear in the Register of Members or the list of Beneficial Owners, as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (in demat form) on **Thursday, October 30, 2025 ("cut-off date")**. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on the cut-off date. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only.
- 5) In accordance with MCA Circulars, the Company had made necessary arrangements for the Members to register their email address. Therefore, those Members who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s).
- 6) The Members shall exercise their right to vote on the matters included in the Notice of Postal Ballot by electronic means i.e. through e-voting services provided by RTA. The remote e-voting period commences on **Saturday, 01<sup>st</sup> November, 2025**. During this period, Members of the Company holding shares in physical or electronic form as on the cut-off-date may cast their vote electronically. The remote e-Voting module shall be disabled by RTA for voting thereafter. Once the vote on any Resolution is cast by the Members, the Members shall not be allowed to change it subsequently.
- 7) All documents referred to in the Notice will be available for electronic inspection by the Members from the date of circulation of this Notice up to last date of Postal ballot. Members seeking to inspect such documents can send an email to [csgroup@aegisindia.com](mailto:csgroup@aegisindia.com) prior to the last date of Postal ballot.
- 8) The Company has appointed Mr. Prasen Naithani, Company Secretary in whole time practice (Membership No. 3830) of M/s. P. Naithani & Associates, Practicing Company Secretaries to act as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner in accordance with the provisions of the Act and the Rules made thereunder.
- 9) The Scrutinizer will submit his report to the Chairman, or any other person authorised by him, after completion of scrutiny of the votes. The results of the voting by Postal Ballot (through remote e-voting process) along with the Scrutinizer's report will be announced by the Chairman or person so authorized by him, **on or before i.e; Tuesday, 2<sup>nd</sup> December, 2025** (two working days from the date of passing resolution).

- 10) The results of the Postal Ballot will be posted on the Company's website at [www.aegisvopak.com](http://www.aegisvopak.com) and the website of RTA at <https://instavote.linkintime.co.in> and the same shall also be communicated to BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed.

#### **INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS:**

**Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:**

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

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:

- a) Visit URL: <https://eservices.nsd.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- b) Click on "Beneficial Owner" icon under "IDeAS Login Section".
- c) 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.
- d) 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:

- a) To register, visit URL: <https://eservices.nsd.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- c) Enter the last 4 digits of your bank account / generate 'OTP'
- d) 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**

- a) Visit URL: <https://www.evoting.nsd.com>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.

- c) 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.
- 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.

### **METHOD 3 - NSDL OTP based login**

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- 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](http://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 “e-voting 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:

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 <u>Event No + Folio no.</u> 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 <u>Event No + Folio no.</u> registered with the Company

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](mailto: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**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.

- c) 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”.
- d) Enter “16-digit Demat Account No.”.
- e) 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’.
- f) 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

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “Upload Vote File” option.
- g) 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.mufig.com](mailto:enotices@in.mpms.mufig.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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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”**.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2)**

**Item No. 1**

The Board of Directors based on the recommendation of Nomination and Remuneration Committee of the company approved the appointment of Mr. Wimal Roy Shylindra Kumar Samlal (DIN: 03639027), as an Additional director (Category: Non-Executive Non-Independent) (Nominee of Vopak) of the Company on October 16, 2025 under section 161 of the Companies Act, 2013 (as amended) (the "Act") and the Articles of Association of the Company. He shall be subject to liable to retire by rotation. The Board also received the requisite duly executed declarations in relation to the aforesaid appointment provided by Mr. Wimal Roy Shylindra Kumar Samlal.

Pursuant to the provisions of Section 161 of the Act, being an Additional (Non-Executive Non-Independent ) Director, Mr. Wimal Roy Shylindra Kumar Samlal will hold office up to the date of the ensuing General Meeting and is eligible to be appointed a Director of the Company. The Company has received notice in writing under Section 160 of the Act from a member proposing the candidature of Mr. Wimal Roy Shylindra Kumar Samlal for the office of Director. The Company has also received necessary disclosure and declaration.

Mr. Wimal Roy Shylindra Kumar Samlal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director The directorship(s) held by Mr. Wimal Roy Shylindra Kumar Samlal are within the limits prescribed under the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

In order for him to continue as a Director (Category: Non-Executive Non-Independent) (Nominee of Vopak) in the Company, his appointment is to be approved by the Members as Director (Category: Non-Executive Non-Independent) of the Company at the next general meeting or within three months from the date of appointment, whichever is earlier. Brief resume of Mr. Wimal Roy Shylindra Kumar Samlal, nature of his expertise in specific functional areas and names of companies in which he holds directorships are provided in the notice forming part of the Notice.

Considering the above, The Board recommends the aforesaid Ordinary Resolution for shareholder's approval.

The Directors recommend the Resolution at Item No. 1 of the accompanying Notice, for the approval of the Members of the Company by way of an ordinary resolution.

Except appointee, none of the directors or key managerial persons of the Company or their respective relatives are concerned or interested in the passing of the above resolution.

**Additional Information of Directors being appointed/re-appointed as required under Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in order of the items mentioned in the Notice**

Name of the Director	Mr. Wimal Roy Shylindra Kumar Samlal
DIN	03639027
Date of Birth and Age	15 <sup>th</sup> September, 1964 and 61 Yrs
Date of Appointment	16 <sup>th</sup> October, 2025
Relationship with Directors /Key Managerial Personnel	None
Terms and conditions of appointment	Non-Executive Director, liable to retire by rotation

Remuneration sought to be paid and remuneration last drawn	Not Applicable
Expertise in Specific functional area	Mr. Wim Samal has over 28 years of experience in the field of financial activities. Prior to joining our Company, he was previously associated with Vopak China & North Shanghai, Asia as the senior vice president – Finance, Vopak North & South America, Houston as the senior vice president – Finance, Royal Vopak, Rotterdam as the global director – Finance, Vopak India, Mumbai as the country manager and Vopak Shipping, Dordrecht as the financial controller. He is currently the senior vice president – Finance, Asia and Middle East in Vopak Asia Pte Ltd, Singapore.
Qualification	Bachelor’s degree in medicine from University of Utrecht Faculty of Medicine and a master’s degree in business informatics from Erasmus University, Rotterdam
*Directorship of other Board as on March 31, 2025	1. Konkan Storage Systems (Kochi) Private Limited 2. CRL Terminals Private Limited 3. Hindustan Aegis LPG Limited
**Chairman/Member of the Committee of the Board of directors of other Companies as on March 31, 2025	None
Name of the listed companies from which Director has resigned in past three years	Nil
No. of shares held in the Company	Nil
Number of Board Meetings attended during FY (2024- 25)	06

\* Excludes Alternate Directorships and directorships in foreign companies and section 8 companies.

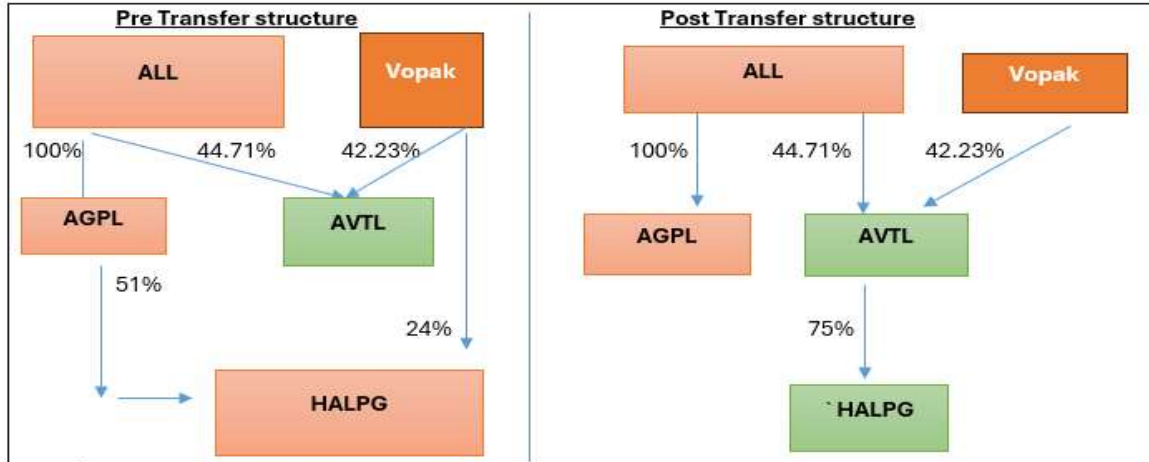
\*\* Represents Memberships/Chairmanships of Audit Committee and Stakeholders' Relationship Committee of Public Companies

## **ITEM NO. 2 & 3**

### **BACKGROUND OF THE TRANSACTION**

Aegis Vopak Terminals Limited (“**the Company**” or “**AVTL**”) is a joint venture between Aegis Logistics Limited (**ALL**) and Vopak India BV (“**Vopak**”), part of Royal Vopak. AVTL is the largest Indian third-party owner and operator of tank storage terminals for LPG and liquid products in terms of storage capacity.

In furtherance of its business activities, promoting operational synergy and enhancing the ease of doing business within group structure, the AVTL is proposing to make Investment in HALPG by purchasing 75% equity stake from AGPL and Vopak. Post transaction, HALPG will become subsidiary Company of AVTL.



The proposed transactions comprising of investment in HALPG is based on independent valuation reports prepared by a renowned registered valuer viz M/s. Deloitte Haskins & Sells Chartered Accountant LLP. These reports provide a detailed assessment of valuation, ensuring that the proposed transactions are at arm's length and are in line with best market practices and regulatory requirements.

The Valuation reports can be accessed by scanning the following adjoining QR code



and also on the website of AVTL at <https://www.aegisvopak.com/disclosure-under-regulation-46-of-sebi-lodr-2015>.

The Audit Committee has on the basis of relevant details provided by the management as required by the law, along with valuation report from a registered valuer considered and approved the transaction subject to approval of the Members, while noting that such transactions shall be on arms' length basis and are in accordance with the Related Party Transaction Policy of the Company. Further, the Committee reviewed and noted the certificate provided by Managing Director and Chief Financial Officer of the Company.

Transactions of a listed entity and/ or its subsidiaries with its related party(ies) or related party(ies) of subsidiaries are governed by the provisions of the Companies Act 2013 read with relevant rules made thereunder and Regulation 23 of the SEBI LODR Regulations. A Related Party Transaction is considered 'material' if the transaction/(s) with a related party to be entered into individually or taken together with previous transactions during a financial year exceeds INR. 1000 Crore or 10% of the annual consolidated turnover of the listed entity, whichever is lower. The annual consolidated turnover of the Company as on March 31, 2025 is 621.08 Crores.

The Securities and Exchange Board of India ("SEBI") vide its recent Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, ("Circular") has mandated listed companies to follow "Industry Standards on Minimum information to be provided for review of the audit committee and shareholders for approval of a related party transaction ("ISF Note"). The ISF Note prescribes information to be provided for review of the Audit Committee and Shareholders for approval of Material Related Party Transaction (s).

The Board of Directors recommends the Ordinary Resolutions, as set out in Item No.2 & 3 of this Notice, for approval of the Members of the Company.

The Members may note that in terms of the provisions of the Companies Act, 2013 and SEBI Listing Regulations, no Related Party shall vote on the Ordinary Resolution set forth at Item No. 2 & 3 of the Notice, whether the entity is a Related Party to the particular transaction(s) or not.

None of the Directors and key managerial personnel or their relatives is directly or indirectly concerned or interested, financially or otherwise, in the proposed resolutions, except to the extent of their directorship and shareholding, if any, in the Companies involved in the transactions.

**The material related party transactions for which the approval of the members is sought are as follows:**

1. Transaction between the Company and Aegis Gas (LPG ) Private Limited, for making Investment in Hindustan Aegis LPG Limited (HALPG), subsidiary of Aegis Gas (LPG) Private Limited (AGPL) by purchasing shares of HALPG from AGPL thereby acquiring 51% stake in HALPG for an amount aggregating not exceeding INR. 703 Crores (Indian Rupees Seven Hundred Three Crores).
2. Transaction between the Company and Vopak India B.V, for making Investment in Hindustan Aegis LPG Limited (HALPG), by purchasing shares of HALPG from Vopak India B.V thereby acquiring 24% stake in HALPG for an amount aggregating not exceeding INR. 331 Crores (Indian Rupees Three Hundred Thirty One Crores)

**Details of the proposed transactions with related party/(ies) of the Company, as required pursuant to Clause 4 of the Industry Standards read with SEBI Circular and applicable provisions of the Act, placed before for review of Audit Committee and seeking approval of Shareholders are provided below:**

Sr. No	Description as per ISF Note	Information provided by the Management	
<b>A. Details of the related party and transactions with the related party</b>			
<b>A (1). Basic details of the related party</b>			
1	Name of the related party	Aegis Gas (LPG) Private Limited ("AGPL")	Vopak India B.V ("Vopak")
2	Country of incorporation of the related party	India	Netherland
3	Nature of business of the related party	Engaged in the business of Import, Trading and distribution of LPG.	Engaged in the business of financial holdings and storage in tanks.
<b>A(2). Relationship and ownership of the related party</b>			
4	<ul style="list-style-type: none"> <li>Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party-including nature of its concern (financial or otherwise) and the following:</li> </ul>	<p>AGPL is the wholly owned subsidiary of Aegis Logistics Limited ("ALL") i.e; holding 100% of the paid up share capital of AGPL.</p> <p>ALL holds 44.71% of the paid-up equity share capital of AVTL and is also promoter of the Company.</p> <p>Thus, AVTL and AGPL are related parties.</p>	<p>Vopak India B.V holds 42.23 % in the Company and is also Promoter of the Company.</p> <p>Hence, Vopak India B.V and the Company are related parties.</p>


	<ul style="list-style-type: none"> <li>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party</li> <li>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</li> <li>Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).</li> </ul> <p><b>Explanation:</b> <i>Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.</i></p>	<p>Nil</p> <p>Not Applicable</p> <p>As mentioned above</p>	<p>Nil</p> <p>Not Applicable</p> <p>As mentioned above.</p>
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<b>A(3). Details of previous transactions with the related party</b>																					
5	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial years.</p> <p>Note: Details need to be disclosed separately for listed entity and its subsidiary</p>	<p>Transactions undertaken by Company with AGPL (in lakhs)</p> <table border="1" data-bbox="662 1486 1049 1730"> <thead> <tr> <th>Sr. No.</th> <th>Nature of Transaction</th> <th>FY 2024-25</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Purchase of LPG/stores</td> <td>425.38</td> </tr> <tr> <td>2.</td> <td>Interest on loan taken</td> <td>1313.64</td> </tr> <tr> <td>3.</td> <td>Revenue</td> <td>54.03</td> </tr> </tbody> </table>	Sr. No.	Nature of Transaction	FY 2024-25	1.	Purchase of LPG/stores	425.38	2.	Interest on loan taken	1313.64	3.	Revenue	54.03	<p>Transactions undertaken by Company with Vopak India B.V (in lakhs)</p> <table border="1" data-bbox="1073 1524 1432 1730"> <thead> <tr> <th>Sr. No</th> <th>Nature of Transaction</th> <th>FY 2024-25</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Interest expenses on loan taken</td> <td>3221.51</td> </tr> </tbody> </table>	Sr. No	Nature of Transaction	FY 2024-25	1.	Interest expenses on loan taken	3221.51
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		Transactions undertaken by CRL (Subsidiary Company) with AGPL (in lakhs)		
		<b>Sr. No.</b>	<b>Nature of Transaction</b>	<b>FY 2024- 25</b>
		1.	Purchase of LPG/Stores	203.36
6	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	INR. 398.4 lakhs		INR. 1450.13 lakhs
7	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	No		
<b>A(4). Amount of the proposed transaction(s)</b>				
8	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Individually or in aggregating not exceeding INR. 703 Crores		Individually or in aggregating not exceeding INR. 331 Crores
9	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes		
10	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	113.19% of the consolidated turnover of the Company		53.29% of the consolidated turnover of the Company
11	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the	Not Applicable		

	subsidiary and where the listed entity is not a party to the transaction)																		
12	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	154.90% of the standalone turnover of AGPL	Not applicable																
13	Financial performance of the related party for the immediately preceding financial year:  <i>Explanations: The above information is to be given on standalone basis. If Standalone is not available, provide on consolidated basis</i>	Details of AGPL (INR in lakhs) <table border="1"> <thead> <tr> <th>Particulars</th> <th>FY 2024-25</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>45,383.92</td> </tr> <tr> <td>Profit After Tax</td> <td>3972.42</td> </tr> <tr> <td>Net worth</td> <td>89,616.07</td> </tr> </tbody> </table>	Particulars	FY 2024-25	Turnover	45,383.92	Profit After Tax	3972.42	Net worth	89,616.07	Details of Vopak (INR in lakhs) <table border="1"> <thead> <tr> <th>Particulars</th> <th>FY 2024-25</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>Nil</td> </tr> <tr> <td>*Profit After Tax</td> <td>15,967.54</td> </tr> <tr> <td>*Net worth</td> <td>10,009.83</td> </tr> </tbody> </table> <i>*RBI Exchange rate as on March 28, 2025 is taken for conversion.</i>	Particulars	FY 2024-25	Turnover	Nil	*Profit After Tax	15,967.54	*Net worth	10,009.83
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<b>A(5) Basic details of the proposed transaction</b>																			
14	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Investment in Hindustan Aegis LPG Limited (HALPG), subsidiary of Aegis Gas (LPG) Private Limited (AGPL) by purchasing shares of HALPG from AGPL thereby acquiring 51% equity stake in HALPG.	Investment in Hindustan Aegis LPG Limited (HALPG) by purchasing shares of HALPG from Vopak India B.V thereby acquiring 24% equity stake in HALPG.																
15	Details of each type of the proposed transaction	Please refer point No. 14																	
16	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Within 4 months from the date of approval of Members.																	
17	Whether omnibus approval is being sought?	No. Since this is a specific proposal no omnibus approval is being sought.																	
18	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Individually or in aggregating not exceeding INR. 703 Crores. The transaction will be completed before the end of current financial year .	Individually or in aggregating not exceeding INR. 331 Crores. The transaction will be completed before the end of current financial year.																

19	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<p>The Company would hold 75% of the equity stake in HALPG post completion of this proposed transaction. HALPG will become a subsidiary of the Company.</p> <ul style="list-style-type: none"> <li>- <b><u>Consolidation of LPG throughput-</u></b> HALPG currently operates a terminal at Haldia, West Bengal, which is one of the leading LPG storage, throughput, and bottling service providers at the Haldia Port. The proposed transaction is intended to consolidate LPG throughput services from various locations across India (excluding the Mumbai Terminal) under AVTL. Together with AVTL's existing LPG terminals at Pipavav, Kandla, and Mangalore, this consolidation will enhance operational efficiency and strengthen AVTL's position in the LPG logistics segment.</li> <li>- <b><u>Access to East coast</u></b> HALPG has its Terminal at Haldia, West Bengal. Following the transaction, AVTL will have <b>access to a terminal on the East coast</b> of India comprising LPG throughput through an established existing Terminal and the attached bottling plant at a single location, along with other existing of terminals at West coast. Entry to East coast will further strength AVTL's position to expand its operations into East as well.</li> <li>- <b><u>Strategically Expand our Network of Terminals at Existing Locations and Add New Locations-</u></b>  Haldia would be 4<sup>th</sup> LPG Terminal managed by AVTL in addition to its existing terminals. The highest quantity of LPG throughput is currently handled by the Haldia port, which would be an advantage to the Company. Also, apart from addition in terminals, there will be addition in <b>static capacity</b> of 25,000 Metric Tons ("MT") as well thereby further consolidating static capacity as 225,800 MT spread over Pipavav, Kandla, Mangalore and Haldia locations. The Company's Haldia terminal handled throughput of 1.46 millions MT in Financial Year 24-25 (at a capacity utilisation of 60% ) and increase of approx. 13% from 1.29 million MT handled in Financial Year 23-24. Further, this terminal at its peak operating levels is built to achieve maximum throughput capacity around 2.5 millions MT implying turnaround of approx. 100 times. Further, this Terminal has exclusivity Terminalling agreement with Hindustan Petroleum Corporation Limited ("HPCL") running till FY 2038.  By expanding our capacities at new location, we aim to further increase our market share, positioning us for sustained growth while leveraging economies of scale and synergies with current operations with the ability to manage newer products.</li> <li>- Increasing <b>trend of LPG consumption</b> in India will further boost the LPG output in India and further enhance terminal utilisation.</li> </ul>
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		The transactions will be carried out arm's length basis. The pricing and terms of these transactions are benchmarked against prevailing market conditions, ensuring they are competitive and reflect standard industry practices. Moreover, these transactions are subject to appropriate internal controls, approval processes, and governance mechanisms, including review and oversight by the Audit Committee, ensuring compliance with regulatory requirements and safeguarding the interests of the entities.
20	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</p>	<p>No director(s) / key managerial personnel of the Company have any interest in the transaction, whether directly or indirectly except of their directorship in the Companies.</p> <p>Promoters to the extent of their holdings in the Company have interest in the transaction.</p>
21	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	<p>The Valuation reports can be accessed by scanning the adjoining QR</p>  <p>code and also on the website of AVTL at <a href="https://www.aegisvopak.com/disclosure-under-regulation-46-of-sebi-lodr-2015">https://www.aegisvopak.com/disclosure-under-regulation-46-of-sebi-lodr-2015</a>. They were placed before the Audit Committee and the Board of Directors at their respective meetings.</p>
22	Other information relevant for decision making.	None
	<b>B(1). Disclosure <i>only</i> in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</b>	
23	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable, since the transaction pertains to purchase of HALPG's equity shares by the Company from AGPL and Vopak respectively which ultimately remains a part of the Group Structure.
24	Basis of determination of price.	Based on the valuation report issued by M/s. Deloitte Haskins & Sells Chartered Accountant LLP.
25	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a) Amount of Trade advance b) Tenure	Not Applicable

	c)Whether same is self-liquidating?	
	<b>B(3). Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary</b>	
26	Source of funds in connection with the proposed transaction	Internal accruals generated through business operations and on going Fund raising exercises will be used for making investment.
27	Where any financial indebtedness is incurred to make investment, specify the following: Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies.	No
	a. Nature of indebtedness	Not Applicable
	b. Total cost of borrowings	
	c. Tenure	
	d. Other details	
28	Purpose for which funds shall be utilized by Investee Company	Not applicable
29	Material terms of the proposed transaction	The investment proposed is long term in nature, done at arm's length pricing. There are no material covenants/restrictions that form a part of the proposed transaction which are different from standard terms and conditions for transfer of investments within group structure.
	<b>C(2). Disclosure only in case of transactions relating to any Investment made by the Listed entity of its subsidiary</b>	
30	Latest credit rating of the related party	<b>AGPL-</b> India Ratings and Research (Ind-Ra) affirmed a short-term rating of IND A1+ (A One Plus) and a long-term rating of IND AA / Positive (Double A / Outlook: Positive). CARE Ratings Limited- long-term rating of CARE AA/ Stable (Double A/ Outlook: Stable) and a short-term rating of CARE A1+ (A One Plus). <b>Vopak India B.V.</b> - being foreign entity, hence credit rating is not applicable.
31	Whether any regulatory approval is required. If yes, whether the same has been obtained	No regulatory approval is envisaged currently except applicable compliances under Foreign Exchange Management Act, 1999 and rules thereunder.

**By order of the Board of Directors**

Sd/-

**Priyanka Vaidya**

**Company Secretary**

Place: Mumbai

Dated: October 29, 2025