

JFLL/CS/NSE/2017-2018/19

Date: 15.07.2017

To,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex, Bandra East,
Mumbai-400051.
NSE Trading Symbol: JETFREIGHT

ISIN: INE982V01017

Subject: Annual General Meeting & Book Closure.

Dear Sir/ Madam,

In compliance with Reg. 30 & Reg. 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please note that the 11th Annual General Meeting (First AGM Post-IPO) of the Members of the Company is scheduled to be held on Saturday, August 12, 2017 at 2.30 p.m. at Goldfinch Hotel, Plot No. 34/21, Central Road, MIDC, Andheri (East), Mumbai - 400093 to transact the business as stated in the Notice of the Meeting dated May 29, 2017 (attached herewith) which is being posted to the Shareholders within the Statutory time frame prescribed.

Further, the Register of Members & Share Transfer Books of the Company will remain closed from 10.08.2017 to 12.08.2017 (both days inclusive) for the purpose of the Annual General Meeting.

Kindly take it on your records.

Thanks & Regards,

For Jet freight Logistics Limited
For JET FREIGHT LOGISTICS LIMITED



Company Secretary & Compliance Officer

Shraddha Mehta

Company Secretary & Compliance Officer

NOTICE

Notice is hereby given that the 11th Annual General Meeting (**First AGM Post-IPO**) of the members of Jet Freight Logistics Limited (Formerly known as Jet Freight Logistics Private Limited) will be held on Saturday, August 12, 2017 at 2.30 p.m. at Goldfinch Hotel, Plot No. 34/21, Central Road, MIDC, Andheri (East), Mumbai - 400093 to transact the following business as:

Ordinary Business:

1. To receive, consider and adopt the audited Financial Statements of the Company on a standalone basis, for the financial year ended 31st March, 2017 including audited Balance Sheet as at 31st March, 2017 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of **Mr. Richard Theknath (DIN: 01337478)**, who retires by rotation and being eligible, offers himself for re-appointment.
3. **To ratify the appointment of Statutory Auditors and fix their remuneration.**

"RESOLVED THAT pursuant to the provisions of section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the appointment of M/s S. C. Mehra & Associates, Chartered Accountants (ICAI Firm Registration No. 106156W), who were appointed as the Statutory Auditors at the 8th Annual General Meeting (AGM) of the company held on 30th September, 2014 for a term of five years (i.e. till the conclusion of 13th Annual General Meeting) be and is hereby ratified from the conclusion of 11th Annual General Meeting until the conclusion of 12th Annual General Meeting on such remuneration as agreed upon by the Board of Directors and the Auditors for said period."

Special Business:

4. **Appointment of Mr. Cypriano Savio Fernandes, (DIN: 07806950) as an Independent Director.**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV of the Act, Mr. Cypriano Savio Fernandes, (DIN: 07806950) who was appointed as an Additional Director of the Company in the category of Independent Director, by the Board of Directors with effect from May 29, 2017 and who holds office until the date of this Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a member signifying his intention to propose Mr. Cypriano Savio Fernandes as a candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company in the category of Independent Director for a term of 5 years up to May 28, 2022 and whose office shall not be liable to retire by rotation.

5. **Revision in Remuneration paid to Mr. Richard F Theknath w.e.f. April 01, 2017 for the remaining period of his tenure:**

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

"RESOLVED THAT pursuant to provisions of Sections 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) from time to time or any re-enactment thereof for the time being in force) read with Schedule V to the Companies Act, 2013 and pursuant to Articles of Association of the company, Mr. Richard Theknath, Managing Director of the Company be paid the following revised remuneration from April 01, 2017 for the remaining period of his tenure, as approved by the Nomination and Remuneration Committee.

Salary - Rs. 1,08,00,000 per annum.

Salary mentioned above includes perquisites payable to Mr. Richard F. Theknath but in any case the total managerial remuneration shall not exceed the maximum limit prescribed under the Companies Act, 2013.

Perquisites are classified into two categories A and B as follows: -

Category A:

Personal accident insurance.

Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

Category B:

Gratuity payable should not exceed half a month's salary for each completed year of service.

Note:-- For the purpose of Perquisites stated in category 'A' above, "Family" means the spouse, the dependent children and dependent parents.

RESOLVED FURTHER THAT the Company do enter into Supplemental Agreement with Mr. Richard Theknath, Managing Director of the Company in terms of the draft placed before the Board, detailing the revision in the remuneration & its other terms and that the stamped engrossment of the aforesaid agreement be signed by any one director of the company and the common seal of the company, if any, be affixed to the aforesaid agreement in the presence of any two directors of the company and the Company Secretary of the Company.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Managing Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Managing Director, the above remuneration, payable on profits earned, as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any."

RESOLVED FURTHER THAT any one director of the Company be and is hereby authorized to do all the act, deeds and things which are necessary for the aforesaid appointment and to send the necessary intimation in the prescribed e-forms to Registrar of Companies Mumbai, Maharashtra."

6. Revision in Remuneration paid to Mr. Dax F Theknath w.e.f. April 01, 2017 for the remaining period of his tenure:

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

"RESOLVED THAT pursuant to provisions of Sections 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) from time to time or any re-enactment thereof for the time being in force) read with Schedule V to the Companies Act, 2013 and pursuant to Articles of Association of the company, Mr. Dax Theknath, Whole-Time Director of the Company be paid the following revised remuneration from April 01, 2017 for the remaining period of his tenure, as approved by the Nomination and Remuneration Committee.

Salary - Rs. 60,00,000 per annum.

Salary mentioned above includes perquisites payable to Mr. Dax F. Theknath but in any case the total managerial remuneration shall not exceed the maximum limit prescribed under the Companies Act, 2013.

Perquisites are classified into two categories A and B as follows: -

Category A:

Personal accident insurance.

Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

Category B:

Gratuity payable should not exceed half a month's salary for each completed year of service.

Note:-- For the purpose of Perquisites stated in category 'A' above, "Family" means the spouse, the dependent children and dependent parents.

RESOLVED FURTHER THAT the Company do enter into Supplemental Agreement with Mr. Dax Theknath, Whole-Time Director of the Company in terms of the draft placed before the Board, detailing the revision in the remuneration & its other terms and that the stamped engrossment of the aforesaid agreement be signed by any one director of the company and the common seal of the company, if any, be affixed to the aforesaid agreement in the presence of any two directors of the company and the Company Secretary of the Company.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Whole-Time Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Whole-Time Director, the above remuneration, payable on profits earned, as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any."

RESOLVED FURTHER THAT any one director of the Company be and is hereby authorized to do all the act, deeds and things which are necessary for the aforesaid appointment and to send the necessary intimation in the prescribed e-forms to Registrar of Companies Mumbai, Maharashtra."

By Order of the Board of Directors
Jet Freight Logistics Limited

Date: May 29, 2017
Place: Mumbai

Richard Theknath
Managing Director

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument of Proxy in order to be effective and valid, should be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 members provided shareholding of those members in aggregate should not be more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

3. The Register of Members & Share Transfer Books of the Company will remain closed from 10.08.2017 to 12.08.2017 (both days inclusive) in connection with the Annual General Meeting.
4. All the documents referred to in the accompanying notice and the explanatory statement are open for inspection at the Registered Office or Corporate Office of the Company between 10.00 a.m. to 1.00 p.m. on any working day except Saturdays up to the date of this Annual General Meeting of the Company.
5. Corporate Members intending to send their authorized representative to attend the meeting pursuant to section 113 of the Companies Act 2013 are requested to send to the Company a certified true copy of Board resolution together with their specimen signature authorizing their representative to attend and vote on their behalf at the meeting.
6. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
8. Details pursuant to Regulation 36 of the SEBI (LODR) Regulations, 2015 read with Secretarial Standard -2 in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
9. The notice of AGM along with Annual Report for 2016-17 is being sent by electronic mode to all the members whose email IDs are registered with the Company/Depository Participant(s) unless any member has requested for a physical copy of the same. For members who have not registered their email addresses, physical copies are being sent by the permitted mode.
10. Non-resident Indian members are requested to inform the Company or its RTA or to the concerned DPs, as the case may be, immediately the change in the residential status on return to India for permanent settlement.
11. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DPID number, as the case may be.
12. This notice is being sent to all members of the Company whose name appears in the Register of Members/ list of beneficiaries received from the depositories on the end of 14th July, 2017.
13. The entry to the meeting venue will be regulated by means of attendance slips. For attending the meeting, members, proxies and authorised representatives of the members, as the case may be, are requested to bring the enclosed attendance slip completed in all respects, including client ID and DP ID, and signed. Duplicate attendance slips will not be issued.
14. All members are requested to support Green Initiative of the Ministry of Corporate Affairs, Government of India and register their email addresses to receive all these documents electronically from the Company in accordance with Rule 18 of the Companies (Management & Administration) Rules 2014 and Rule 11 of the Companies (Accounts) Rules 2014. All the aforesaid documents have been uploaded on and are available for download from the Company's website, being www.jetfreight.in. **Kindly bring your copy of Annual Report to the meeting.**
15. Rule 3 of the Companies (Management and Administration) Rules 2014 mandates that the register of members of all companies should include details pertaining to email address, permanent account number (PAN) or CIN, unique identification number, if any; father's/ mother's/ spouse's name, occupation, status, nationality; in case member is a minor, name of guardian and the date of birth of the member, and name and address of nominee. All members are requested to update their details as aforesaid with their respective depository.

16. No gifts shall be provided to members before, during or after the AGM.
17. Members may pursuant to section 72 of the Companies Act 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules 2014 file nomination in prescribed form SH-13 with the respective depository participant.
18. A route map showing direction to reach the venue of the 11th AGM is given at the end of this notice as per the requirement of Secretarial Standards -2 on General Meeting.

19. Voting system:

- Pursuant to the provisions of section 108 of the Companies Act, 2013, rules 20 and 21 of the Companies (Management & Administration) Rules 2014 and sub Reg. (1) & (2) of Reg. 44 of SEBI (LODR) Regulations, 2015, the Company is not required to provide mandatorily to its members the electronic facility to exercise their right to vote at the AGM. Therefore, the facility for voting through polling paper shall be made available at the meeting and the members attending the Meeting shall be able to exercise their right at the Meeting through polling paper. A Proxy can vote in the ballot/poll process.
- A Member present in person or by Proxy shall, on a poll or ballot, have votes in proportion to his share in the paid up equity share capital of the company, subject to differential rights as to voting, if any, attached to certain shares as stipulated in the Articles or by the terms of issue of such shares. A Member who is a related party is not entitled to vote on a Resolution relating to approval of any contract or arrangement in which such Member is a related party.
- The Members of the Company holding shares on the “cut-off date” of **4th August, 2017** are entitled to vote on the resolutions proposed. Cut-off date means the date on which the right of voting of the members shall be reckoned and a person who is not a member as on the cut-off date should treat this notice for information purposes only.

The results of the Ballot process will be placed by the company on its website www.jetfreight.in within 48 hours from the conclusion of the AGM and also communicated to the stock exchanges, where the shares of the company are listed.

The resolutions proposed will be deemed to have been passed on the date of the AGM subject to the receipt of the requisite number of votes in favor of the resolutions.

Mr. Sunil Agarwal, Practicing Company Secretary, (Membership No. FCS 8706) has been appointed as the Scrutiniser to scrutinise the Ballot process.

By Order of the Board of Directors
Jet Freight Logistics Limited

Date: May 29, 2017
Place: Mumbai

Richard Theknath
Managing Director

Explanatory Statement under Section 102 of the Companies Act, 2013

Item No 4:

Pursuant to Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company, Mr. Cypriano Savio Fernandes, (DIN: 07806950), was appointed as an Additional Director in the category of Independent Director by the Board with effect from May 29, 2017. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Cypriano Savio Fernandes will hold office upto the date of the ensuing Annual General Meeting. The Company has received a Notice in writing under the provisions of Section 160 of the Companies Act, 2013 from a Member alongwith a Deposit of Rs. 1,00,000/- proposing the candidature of Mr. Cypriano Savio Fernandes for the Office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members.

Mr. Cypriano Savio Fernandes as a Senior Business Professional is having 27 years of experience across Business Development, Banking and Financial Services, Relationship Management and Business Strategy Leadership.

As an Executive Director with J. P. Morgan Chase Bank NA (2012-2016) and Vice President with Citibank NA (1995-2011), Mr. Cypriano Savio Fernandes was responsible for managing senior level relationships of global companies operating in India across various industries - Manufacturing, Chemicals, Pharmaceuticals, Oil & Gas, Industrials, Financial Institutions. During his tenure with these institutions, he gained wide experience in managing relationships, developing business strategies and identifying new areas of opportunities, financial planning, ensuring client satisfaction.

He is an effective leader with high levels of integrity, possesses excellent inter personal skills and creates value through his business, relationship, and financial acumen. Mr. Cypriano Savio Fernandes also devotes some portion of his time to social service activities including reaching out to cancer patients.

As an Independent Director, his contributions in the company would be to provide direction and strategy to senior management by leveraging his experience and also help the company to adopt world class best practices with an aim to grow the business and bring in operational efficiencies in the company.

The Board considers that his association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Cypriano Savio Fernandes as an Independent Director. Accordingly, the Board recommends the resolution, for the approval by the shareholders of the Company as an ordinary resolution.

Mr. Cypriano Savio Fernandes fulfils the conditions specified in the Section 149(6) and other applicable provisions of the Companies Act, 2013 read with Schedule IV, the rules made there under to be appointed as an Independent Director of the Company.

Mr. Cypriano Savio Fernandes does not hold any shares of the Company.

The terms and conditions of appointment of Mr. Cypriano Savio Fernandes, pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office or Corporate Office of the Company between 10.00 a.m. to 1.00 p.m. on any working day except Saturdays up to the date of this Annual General Meeting of the Company.

Except Mr. Cypriano Savio Fernandes, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

Item No 5:

The Board of Directors in its meeting held on June 20, 2016, approved the appointment of Mr. Richard F Theknath as Managing Director of the Company with effect from June 20, 2016 for a period of five years and approved payment of remuneration to him.

The Nomination and Remuneration Committee, in its meeting held on March 30, 2017 recommended and the Board of Directors, in its meeting held on March 30, 2017, approved for payment of remuneration of **Rs. 1,08,00,000 per annum**, to Mr. Richard F Theknath (holding DIN 01337478), as Managing Director of the Company with effect from April 01, 2017, for the remainder period of his tenure as Managing Director upto June 19, 2021 in terms of Schedule V to the Companies Act, 2013, as amended vide notification No. S.O. 2922(E) dated 12.09.2016. Disclosure as required under Schedule V to the Companies Act, 2013 is given hereunder as Annexure to this Notice. Approval of the shareholders is sought for remuneration payable for the remaining period of his tenure as Managing Director upto June 19, 2021.

The Board of Directors recommends the relevant resolution for your consideration and approval as Special Resolution.

The terms and conditions of remuneration of Mr. Richard F Theknath containing in the MD's Agreement, shall be open for inspection at the Registered Office or Corporate Office of the Company between 10.00 a.m. to 1.00 p.m. on any working day except Saturdays up to the date of this Annual General Meeting of the Company.

None of the Directors except Mr. Richard F Theknath, Mr. Dax F Theknath & Mrs. Agnes F Theknath are concerned or interested in the resolution. None of the other Directors, Key Managerial Personnel or their relatives are concerned or interested in the resolution.

Item No 6:

The Board of Directors in its meeting held on June 20, 2016, approved the appointment of Mr. Dax F Theknath as Whole-Time Director of the Company with effect from June 20, 2016 for a period of five years and approved payment of remuneration to him.

The Nomination and Remuneration Committee, in its meeting held on March 30, 2017 recommended and the Board of Directors, in its meeting held on March 30, 2017, approved for payment of remuneration of **Rs. 60,00,000 per annum**, to Mr. Dax F Theknath (holding DIN 01338030), as Whole-Time Director of the Company with effect from April 01, 2017, for the remainder period of his tenure as Whole-Time Director upto June 19, 2021 in terms of Schedule V to the Companies Act, 2013, as amended vide notification No. S.O. 2922(E) dated 12.09.2016 as approved by the Nomination and Remuneration Committee. Disclosure as required under Schedule V to the Companies Act, 2013 is given hereunder as Annexure to this Notice. Approval of the shareholders is sought for remuneration payable for the remaining period of his tenure as Whole-Time Director upto June 19, 2021.

The Board of Directors recommends the relevant resolution for your consideration and approval as Special Resolution.

The terms and conditions of remuneration of Mr. Dax F Theknath containing in the WTD's Agreement, shall be open for inspection at the Registered Office or Corporate Office of the Company between 10.00 a.m. to 1.00 p.m. on any working day except Saturdays up to the date of this Annual General Meeting of the Company.

None of the Directors except Mr. Dax F Theknath, Mr. Richard F Theknath & Mrs. Agnes F Theknath are concerned or interested in the resolution. None of the other Directors, Key Managerial Personnel or their relatives are concerned or interested in the resolution.

By Order of the Board of Directors
Jet Freight Logistics Limited

Date: May 29, 2017
Place: Mumbai

Richard Theknath
Managing Director

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT 11th ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard-2]

Name of the Director	Mr. Richard F Theknath	Mr. Dax F Theknath
Date of Birth	05.10.1979	28.04.1986
Date of first appointment	13.04.2006	13.04.2006
Qualification	FMBA	He holds a license for Commercial pilot issued by Department of Transportation and Federal Aviation Administration (United States of America).
Shareholding of directors	13,09,147 equity shares	11,92,000 equity shares
Directors Inter-se relationship & the KMP	Brother of Mr. Dax Theknath & Son of Agnes Theknath, Directors	Brother of Mr. Richard Theknath & Son of Agnes Theknath, Directors
Years of experience	19	11
No. of Board Meeting attended in FY	12	13
Area of expertise	During the 18 years of his career with jet freight, he has pioneered a new culture in the organization that is felicitous for an organization to be competitive in the industry. He has been working closely with the Jet freight team and has taken personal interest in creating and developing a committed, hardworking and skilled set of employees for his organization. Under his directorship, Jet Freight has received numerous awards one of them was for being No. 1 agent for 10 consecutive years, from various airlines like Air India, Cathay Pacific, Saudia Airlines, Gulf Air, Emirates etc.	He has significant experience in the field of Freight Forwarding, Logistics, Custom Clearing and handling and is also responsible for Marketing and maintaining operational excellence in the Organization.
Terms and conditions of appointment/ re-appointment & Remuneration sought for	Refer Item No. 5 of the Notice	Refer Item No. 6 of the Notice
Details of remuneration last drawn (2016-17)	6929400 p.a.	3663000 p.a.
Directorship in other public companies	Nil	Nil
Memberships of Committees in other public companies (Includes only Audit & Stakeholders Relationship Committee)	Nil	Nil

Name of the Director	Mr. Cypriano Savio Fernandes
Date of Birth	14.10.1968
Date of first appointment	29.05.2017
Qualification	B.Com
Shareholding of directors	Nil
Directors Inter-se relationship & the KMP	Not Applicable
Years of experience	27
No. of Board Meeting attended in FY	NA

Area of expertise	As an Executive Director with J. P. Morgan Chase Bank NA (2012-2016) and Vice President with Citibank NA (1995-2011), Mr. Cypriano Savio Fernandes was responsible for managing senior level relationships of global companies operating in India across various industries - Manufacturing, Chemicals, Pharmaceuticals, Oil & Gas, Industrials, Financial Institutions. During his tenure with these institutions, Mr. Cypriano Savio Fernandes gained wide experience in managing relationships, developing business strategies and identifying new areas of opportunities, financial planning, ensuring client satisfaction.
Terms and conditions of appointment/ re-appointment & Remuneration sought for	Refer Item No.4 of the Notice
Details of remuneration last drawn (2016-17)	N.A.
Directorship in other public companies	Nil
Memberships of Committees in other public companies (Includes only Audit & Stakeholders Relationship Committee)	Nil

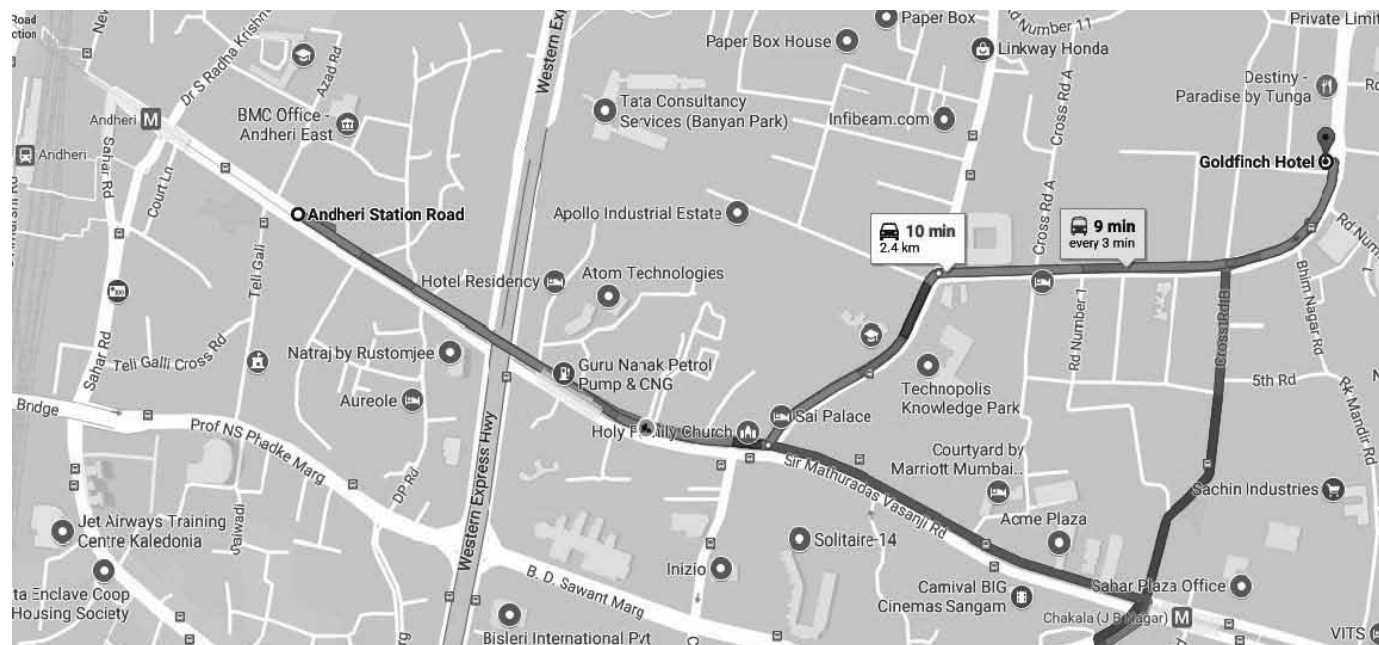
Annexure to the Notice

Additional information required to be given alongwith a Notice calling General Meeting as per sub para (B) of Section II of Part II of Schedule V of the Companies Act, 2013 is given hereunder:

I. General Information:		
1. Nature of industry	Freight Forwarding Industry	
2. Date or expected date of commencement of commercial production	The Company has been in the business for many years	
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable	
4. Financial performance based on given indicators	(Rupees in lakhs)	
	Financial Parameters :	2016-2017
	Net Sales and other Income	21677.48
	Net Profit / (Loss) as per profit and loss account	388.84
	Dividend Declared	--
5. Foreign investments or collaborators, if any.	Not Applicable	
II. Information about the appointee:	Mr. Richard F Theknath	Mr. Dax F Theknath
1. Background details	Mr. Richard F Theknath has been appointed as Managing Director wef June 20, 2016. Qualification: FMBA	Mr. Dax F Theknath has been appointed as Whole-Time Director wef June 20, 2016. Qualification: He holds a license for Commercial pilot issued by Department of Transportation and Federal Aviation Administration (United States of America).
2. Past remuneration	6929400 p.a.	3663000 p.a.
3. Recognition or Awards	During the tenure of Mr. Richard F Theknath, as a Director from the date of incorporation, the company has received many awards and recognitions which are being displayed on our website.	During the tenure of Mr. Dax F Theknath, as a Director from the date of incorporation, the company has received many awards and recognitions which are being displayed on our website.

4. Job profile and his suitability	During the 18 years of his career with jet freight, he has pioneered a new culture in the organization that is felicitous for an organization to be competitive in the industry. He has been working closely with the Jet freight team and has taken personal interest in creating and developing a committed, hardworking and skilled set of employees for his organization. Under his directorship, Jet Freight has received numerous awards one of them was for being No. 1 agent for 10 consecutive years, from various airlines like Air India, Cathay Pacific, Saudia Airlines, Gulf Air, Emirates etc.	He has significant experience in the field of Freight Forwarding, Logistics, Custom Clearing and handling and is also responsible for Marketing and maintaining operational excellence in the Organization.
5. Remuneration proposed	10800000 p.a. for the remaining period of his tenure	6000000 p.a. for the remaining period of his tenure
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w. r. t. the country of his origin)	The Remuneration proposed to be paid to Mr. Richard F Theknath, as recommended by the Nomination & Remuneration Committee and has been approved by the Board considering the position, industry standards, past remuneration, responsibilities. The remuneration proposed is on par with most of the listed Companies who are in the similar industry.	The Remuneration proposed to be paid to Mr. Dax F Theknath, as recommended by the Nomination & Remuneration Committee and has been approved by the Board considering the position, industry standards, past remuneration, responsibilities. The remuneration proposed is on par with most of the listed Companies who are in the similar industry.
7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Richard F Theknath, Managing Director is the promoter of the company and holds equity shares in the company. He is related to Mr. Dax F Theknath, Whole-Time Director and Mrs. Agnes F Theknath, Director who are also holding equity shares in the company.	Mr. Dax F Theknath, Whole-Time Director (person falling in promoter group) of the company, holds equity shares in the company. He is related to Mr. Richard F Theknath, Managing Director and Mrs. Agnes F Theknath, Director who are also holding equity shares in the company
III. Other information:		
1. Reasons of loss or inadequate profits	During the financial year, Company is having sufficient profits but for the payment of Managerial Remuneration, where in any previous financial year during the currency of tenure of a managerial person, a company has no profits or its profits are inadequate, it may, pay such remuneration to the managerial person under Schedule V to the Companies Act, 2013.	
2. Steps taken or proposed to be taken for improvement	The Board of Directors have taken adequate steps to stem the fall in margin by trying to compensate by increasing the volumes through Domestic cargo activity.	
3. Expected increase in productivity and profits in measurable terms.	The Management of the company is making all efforts to improve the yield per ton and also maintaining the CAGR of 22% in revenue as exhibited in the past. In terms of growth in PAT a target of 3-3.5% over a couple of years looks achievable.	

ROUTE MAP TO THE VENUE OF THE AGM





JET FREIGHT LOGISTICS LIMITED

CIN: U63090MH2006PLC161114

Regd. Office: B/5, 2nd Floor, Roy Apartment, Near Sahar Cargo Complex, Sahar Road, Andheri East, Mumbai-400099.

Corporate Office: C/706, Pramukh Plaza, Opp. Holy Family Church, Chakala, Near WEH Metro Station, Andheri East, Mumbai-400099.

Ph: +91-22-61043700 Email: info@jetfreight.in

Website: www.jetfreight.in

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]

Name of The Member: _____ Registered Address: _____

Folio No/ Client ID _____ DP ID _____

Email ID _____

I/We, being the member(s) of _____ shares of the above named company hereby appoint

Name: _____ Address _____

Email Id _____ Signature _____, or failing him

Name: _____ Address _____

Email Id _____ Signature _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 11th Annual general meeting/ of the company, to be held on Saturday August 12, 2017 at 2.30 p.m. at Goldfinch Hotel, Plot No. 34/21, Central Road, MIDC, Andheri (East), Mumbai - 400093 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Description
1	To receive, consider and adopt the audited Financial Statements of the Company on a standalone basis, for the financial year ended 31 st March, 2017 including audited Balance Sheet as at 31 st March, 2017 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Directors' and Auditors' thereon.
2	To appoint a Director in place of Mr. Richard F Theknath (DIN: 01337478), who retires by rotation and being eligible, offers himself for re-appointment.
3	To ratify the appointment of Statutory Auditors and fix their remuneration.
4	To appoint Mr. Cypriano Savio Fernandes, (DIN: 07806950) as an Independent Director.
5	To revise the Remuneration to be paid to Mr. Richard F Theknath, Managing Director w.e.f. April 01, 2017 for the remaining period of his tenure.
6	To revise the Remuneration to be paid to Mr. Dax F Theknath, Whole-Time Director w.e.f. April 01, 2017 for the remaining period of his tenure.

Signed this _____ day of _____ 2017

Signature of the shareholder

Signature of the Proxy Holder(s)

Signature across Revenue Stamp

Affix
One
Rupee
Revenue
Stamp

Note: This form of proxy in order to be effective & valid should be duly completed (dated, signed, stamped) and deposited either in person or through post at the Corporate Office of the Company, not less than 48 hours before the commencement of the Meeting.

A proxy need not be a member of the Company



JET FREIGHT LOGISTICS LIMITED

CIN: U63090MH2006PLC161114

Regd. Office: B/5, 2nd Floor, Roy Apartment, Near Sahar Cargo Complex, Sahar Road, Andheri East, Mumbai-400099.

Corporate Office: C/706, Pramukh Plaza, Opp. Holy Family Church, Chakala, Near WEH Metro Station, Andheri East, Mumbai-400099.

Ph: +91-22-61043700 Email: info@jetfreight.in

Website: www.jetfreight.in

11th Annual General Meeting

ATTENDANCE SLIP

Folio / DP & Client ID No. _____

No. of shares held _____

Mr. / Ms./Mrs. _____

Address: _____

I hereby record my presence at the 11th Annual General Meeting of the Company held at Goldfinch Hotel, Plot No. 34/21, Central Road, MIDC, Andheri (East), Mumbai – 400093 at 2.30 p.m. on Saturday August 12, 2017.

(Proxy's Name in Block letters) _____

(Member's /Proxy's Signature)

1. Strike out whichever is not applicable
2. Please fill in this Attendance Slip and hand it over at the entrance of the meeting hall. Joint shareholders may obtain additional Attendance Slip on request.