



Ref: BLACKBUCK/CORP/2025-26/50
July 08, 2025

To
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

**Scrip Code: 544288, Scrip Symbol: BLACKBUCK, Series – EQ
ISIN- INE0UIZ01018**

Sub: Postal Ballot Notice – Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/ Madam,

In furtherance to our intimation dated July 01, 2025, and pursuant to Regulation 30 of the Listing Regulations, please find enclosed herewith the postal ballot notice (“**Notice**”) dated July 01, 2025 for seeking shareholder’s approval by way of special resolution through postal ballot via only remote e-voting on the following items:

1. To approve change of name of the Company and consequent alteration in the Memorandum of Association and Articles of Association;
2. Ratification of Zinka Logistics Solutions Limited Employee Stock Option Scheme 2016 (ESOP Plan 2016) in line with SEBI (Share-Based Employee Benefits and Sweat Equity) Regulations, 2021;
3. Ratification of Zinka Logistics Solutions Limited Employee Stock Option Scheme 2019 (ESOP Plan 2019) in line with SEBI (Share-Based Employee Benefits and Sweat Equity) Regulations, 2021

Further, the Notice is also available at the website of the Company i.e. <https://www.blackbuck.com/investor-relations.html> and the website of the registrar and share transfer agent (“RTA”), KFin Technologies Limited, i.e. (“**Kfin**”) <https://www.kfintech.com>

In accordance with applicable laws and circulars issued by MCA and SEBI, the said Notice is being sent electronically on Tuesday, July 08, 2025 to all the Members of the Company whose names appear in the register of members / register of beneficial owners maintained by the depositories as on Friday, July 04, 2025 (“**Cut-off date**”) and whose email IDs are registered with the Company/ KTL/ depositories/ depository participants. The communication of assent/ dissent of the members on the special resolutions proposed in the Notice will only take place through the remote e-voting system.

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cs@blackbuck.com

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Zinka Logistics Solutions Limited

Registered office address:

Vaswani Presidio, No. 84/2, II Floor,
Panathur Main Road, Off Outer Ring Road,
Bangalore – 560103, Karnataka, India

CIN: L63030KA2015PLC079894



The Company has engaged the services of KfinTech for facilitating e-voting to enable the members to cast their votes electronically. The remote e-voting period shall commence on Friday, July 11, 2025, at 9:00 a.m. (IST) and shall end on Saturday, August 09, 2025, at 5:00 p.m. (IST) (both days inclusive).

The results of the postal ballot shall be announced on or before Tuesday, August 12, 2025. Further, the voting results along with the scrutinizer's report shall be uploaded on the website of the Company i.e. <https://www.blackbuck.com/investor-relations.html> and Kfin i.e. <https://www.kfintech.com> and shall also be communicated to and uploaded on the websites of BSE Ltd. i.e. www.bseindia.com and National Stock Exchange of India Ltd. i.e. www.nseindia.com.

This is for your information and records.

Thanking you,

For Zinka Logistics Solutions Limited

Barun Pandey
Company Secretary and Compliance Officer
Membership No: A39508

+91 80461 22800

cs@blackbuck.com

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POSTAL BALLOT NOTICE

Pursuant to Section 110 read with 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Member(s),

NOTICE is hereby given pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with the General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 3/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022 and General Circular No. 09/2023 dated 25th September 2023 and General Circular No. 09/2024 dated 19th September 2024 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “MCA Circulars”), and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (“SS-2”) that the resolutions appended below are proposed to be passed by the Members of Zinka Logistics Solutions Limited (“the Company”), by way of Postal Ballot, only through remote e-voting process.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Accordingly, a physical copy of the Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members and no physical ballot forms will be accepted. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

An explanatory statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, setting out the material facts concerning the said resolutions and the reasons thereof are annexed hereto for your consideration.

The Board of Directors of the Company has appointed CS. Pramod S (ICSI Membership No: A36020, COP: 13335), as the Scrutinizer, for conducting the Postal Ballot remote e-voting process in a fair and transparent manner.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the Company has engaged the services of KFin Technologies Limited, for the purpose of providing remote e-voting facility to all its Members. Members are required to communicate their assent (FOR) or dissent (AGAINST) through remote e-voting system only. You are requested to carefully read all the instructions given in the Notes to this Notice. The remote e-voting period commences from **Friday, July 11, 2025 from 9.00 a.m. (IST) and ends on Saturday, August 09, 2025 at 5.00 p.m. (IST).**

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After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairman of the Company, or any other person authorised by the Chairman. The results of the Postal Ballot shall be announced on or before **Tuesday, August 12, 2025** (within two working days of end of voting). The Company shall simultaneously forward the results to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed. The said results along with the Scrutinizer's Report shall be placed on the Company's website www.blackbuck.com and on the website of the RTA www.kfintech.com immediately. The resolution, if approved, shall be deemed to have been passed on the last date of remote e-voting i.e. **Saturday, August 09, 2025**.

SPECIAL BUSINESS:

1. TO APPROVE CHANGE OF NAME OF THE COMPANY AND CONSEQUENT ALTERATION IN THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION:

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

"RESOLVED THAT pursuant to the provisions of Section(s) 4, 5, 13, 14, 15 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 29 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and any other applicable law(s), regulation(s), rule(s) or guideline(s), the enabling provisions of the Memorandum of Association and the Articles of Association of the Company and Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and subject to the approval of Central Government (power delegated to Registrar of Companies ("ROC")) and other regulatory authorities, as may be applicable, consent of the shareholders of the Company be and is hereby accorded to change the name of the Company from "Zinka Logistics Solutions Limited" to "BlackBuck Limited".

RESOLVED FURTHER THAT the existing Name Clause of the Memorandum of Association of the Company be altered and substituted with the following clause:

I. The name of the Company is "BlackBuck Limited".

RESOLVED FURTHER THAT in accordance with the Section 14 of the Companies Act, 2013, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.

RESOLVED FURTHER THAT the name "Zinka Logistics Solutions Limited" wherever appearing in any of the documents/records of the Company be substituted by the new name "BlackBuck Limited" in accordance with the provisions of applicable laws.

RESOLVED FURTHER THAT any Director or CFO or Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to file all the necessary forms and / or returns and make an application to the ROC and / or to Central Government, stock exchanges and / or any other statutory authorities, to act, represent and/or appear before any statutory authorities for and on behalf of the Company, to delegate all or any of the aforesaid powers in favor of any person(s) / official(s) etc., to settle any question, doubt or

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difficulty which may arise in this regard and to do all such acts, deeds, matters and things as may be considered necessary, expedient, usual or proper to give effect to this Resolution.”

2. RATIFICATION OF ZINKA LOGISTICS SOLUTIONS LIMITED EMPLOYEE STOCK OPTION SCHEME 2016 (ESOP PLAN 2016) IN LINE WITH SEBI (SHARE-BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021.

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

“**RESOLVED THAT** pursuant to the provisions of Section 62 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 (including any amendment(s), statutory modification(s), or re-enactment(s) thereof for the time being in force), the provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time (the “SEBI SBEB & SE Regulations”), the shareholders hereby ratify the Policy formulated in accordance with the SEBI SBEB & SE Regulations for the implementation and administration of the Zinka Logistics Solutions Limited Employee Stock Option Scheme 2016 (ESOP Plan 2016) as approved by the Nomination and Remuneration Committee and the Board of Directors of the Company.

RESOLVED FURTHER THAT pursuant to the SEBI SBEB & SE Regulations, the Shareholders hereby ratify the adoption of the policy in respect of treatment of options under the ESOP Plan 2016, as detailed below:

Clauses 7.4 of ESOP Plan 2016	Existing Clause	Amended Clause (in line with SEBI SBEB & SE Regulations)
(a) Separation due to Permanent Incapacity	Further, upon listing, the company shall formulate appropriate policy in accordance with applicable laws, as regards the options granted, in case of permanent incapacity of the option grantee.	<p>Vested Options: All Vested Options may be exercised by the Option Grantee or, in case of his death, the Nominee, immediately after, but in no event later than six months from the date of such Permanent Incapacity.</p> <p>Unvested Options: All the Unvested Options as on the date of Permanent Incapacity shall vest immediately and may be exercised by the Option or, in case of his death, the nominee immediately after, but in no event later than six months from the date of such Permanent Disability.</p>

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(b) Separation due to Death	Further, upon listing, the company shall formulate appropriate policy in accordance with applicable laws, as regards the options granted, in case of death of the option grantee.	<p>Vested Options: All Vested Options may be exercised by the Option Grantee's Nominee immediately after, but in no event later than six months from the date of death of the Option Grantee.</p> <p>Unvested Options: All the Unvested Options as on the date of death shall vest immediately and may be exercised by the nominee immediately after, but in no event later than six months from the date of death of the Grantee.</p>
(c) Resignation or termination (pursuant to Clause 6.1 of the Employment Agreement)	-	<p>Vested Options: All the Vested Options as on that date may be exercisable by the Option Grantee within six months from his last working day with the Company.</p> <p>Unvested Options: All Unvested Options on the date of submission of resignation / the last working day shall stand cancelled with effect from that date.</p>
Termination (pursuant to Clause 6.2 of the Employment Agreement)	-	<p>Vested Options: All the Vested Options which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination of employment.</p> <p>Unvested Options: All Unvested Options on the date of such termination shall stand cancelled with effect from that date of termination of employment.</p>

RESOVLED FURTHER THAT any of the Director and/or Chief Financial Officer and/or Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts or deeds as maybe required necessary to give effect to the said resolution.”

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3. RATIFICATION OF ZINKA LOGISTICS SOLUTIONS LIMITED EMPLOYEE STOCK OPTION SCHEME 2019 (ESOP PLAN 2019) IN LINE WITH SEBI (SHARE-BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021

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

“**RESOLVED THAT** pursuant to the provisions of Section 62 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 (including any amendment(s), statutory modification(s), or re-enactment(s) thereof for the time being in force), the provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time (the “SEBI SBEB & SE Regulations”), the shareholders hereby ratify the Policy formulated in accordance with the SEBI SBEB & SE Regulations for the implementation and administration of the Zinka Logistics Solutions Limited Employee Stock Option Scheme 2019 (ESOP Plan 2019) as approved by the Nomination and Remuneration Committee and the Board of Directors of the Company.

RESOLVED FURTHER THAT pursuant to the SEBI SBEB & SE Regulations, the Shareholders hereby ratify the adoption of the policy in respect of treatment of options under the ESOP Plan 2019, as detailed below:

Clauses 10.1 of ESOP Plan 2019	Existing Clause	Amended Clause (in line with SEBI SBEB & SE Regulations)
(a) Separation due to Permanent Incapacity	Further, upon listing, the company shall formulate appropriate policy in accordance with applicable laws, as regards the options granted, in case of permanent incapacity of the option grantee.	<p>Vested Options: All Vested Options may be exercised by the Option Grantee or, in case of his death, the Nominee, immediately after, but in no event later than six months from the date of such Permanent Incapacity.</p> <p>Unvested Options: All the Unvested Options as on the date of Permanent Incapacity shall vest immediately and may be exercised by the Option or, in case of his death, the nominee immediately after, but in no event later than six months from the date of such Permanent Disability.</p>

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(b) Separation due to Death	Further, upon listing, the company shall formulate appropriate policy in accordance with applicable laws, as regards the options granted, in case of death of the option grantee.	<p>Vested Options: All Vested Options may be exercised by the Option Grantee's Nominee immediately after, but in no event later than six months from the date of death of the Option Grantee.</p> <p>Unvested Options: All the Unvested Options as on the date of death shall vest immediately and may be exercised by the nominee immediately after, but in no event later than six months from the date of death of the Grantee.</p>
(c) Resignation or termination for reason other than Cause	-	<p>Vested Options: All the Vested Options as on that date may be exercisable by the Option Grantee within six months from his last working day with the Company.</p> <p>Unvested Options: All Unvested Options on the date of submission of resignation / the last working day shall stand cancelled with effect from that date.</p>
(d) Termination due to Cause	-	<p>Vested Options: All the Vested Options which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination of employment.</p> <p>Unvested Options: All Unvested Options on the date of such termination shall stand cancelled with effect from that date of termination of employment.</p>

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RESOVLED FURTHER THAT any of the Director and/or Chief Financial Officer and/or Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts or deeds as maybe required necessary to give effect to the said resolution.”

**By Order of the Board of Directors
For Zinka Logistics Solutions Limited**

Sd/-

**Barun Pandey
Company Secretary and Compliance Officer
M. No. A39508**

Date: 01-07-2025

Place: Bengaluru

 +91 80461 22800

 cs@blackbuck.com

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NOTES:

1. The explanatory statement pursuant to provisions of Section 102 read with Section 110 of the Act stating all material facts and the reasons/rationale for the proposal is annexed herewith and forms part of this Postal Ballot Notice.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear on the Register of Members / Register of Beneficial Owners as on **Friday, July 04, 2025** (“Cut-Off Date”) received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot.
3. This Postal Ballot Notice will also be available on the Company’s website at www.blackbuck.com , website of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFinTech at <https://evoting.kfintech.com>.
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at www.blackbuck.com duly filled and signed along with requisite supporting documents to KFinTech at Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032.
5. Only a person, whose name is recorded in the Register of Members / Register of Beneficial Owners, as on the **Friday, July 04, 2025** (“Cut-Off Date”), maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a Member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
6. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut- off date.
7. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, as amended (“SEBI Master Circular”), and SS-2 and any amendments thereto, the Company is providing the facility to the Members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
8. The e-voting period commences on **Friday, July 11, 2025 from 9.00 a.m. (IST) and ends on Saturday, August 09, 2025 at 5.00 p.m. (IST)**. The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by KFinTech upon expiry of the aforesaid period.

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9. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e. **Saturday, 09 August 2025**.
10. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the Members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to cs@blackbuck.com or on inward.ris@kfintech.com.
11. Procedure for E-voting:

(i) Evoting Facility :

- a. The Company is providing e-voting facility of KFinTech to its Members to exercise their right to vote on the proposed resolutions by electronic means.
- b. The e-voting period commences from **Friday, 11 July, 2025 (9.00 a.m. IST) and ends on Saturday, 09 August 2025, (5.00 p.m IST)**. The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by Kfintech upon expiry of the aforesaid period.
- c. The manner of e-voting by (i) individual shareholders holding shares of the Company in demat mode, (ii) Shareholders other than individuals holding shares of the Company in demat mode, (iii) shareholders holding shares of the Company in physical mode, and (iv) Members who have not registered their e-mail address, is explained in the instructions given hereinbelow.

(ii) Information And Instructions Relating To E-Voting :

- a. Once the vote on a resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
- b. INFORMATION AND INSTRUCTIONS FOR E-VOTING BY INDIVIDUAL SHAREHOLDERS HOLDING SHARES OF THE COMPANY IN DEMAT MODE: As per the SEBI Master Circular, all “individual shareholders holding shares of the Company in demat mode” can cast their vote, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. The procedure to login and access e-voting, as devised by the Depositories / Depository Participant(s), is given below :

PROCEDURE TO LOGIN THROUGH WEBSITES OF DEPOSITORIES

(a) Login method for Individual shareholders holding securities in demat mode is given below:





Type of Member	Login Method
Individual Members holding equity shares in	<p>A. Existing Internet-based Demat Account Statement (“IDeAS”) facility Users:</p> <ol style="list-style-type: none"> i. Visit the e-services website of NSDL https://eservices.nsdl.com either on a personal computer or on a mobile. ii. On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. Thereafter enter the existing user id and password.

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<p>demat mode with NSDL</p>	<p>iii. After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed.</p> <p>iv. Click on Company name or e-voting service provider i.e. KFinTech.</p> <p>v. Members will be re-directed to KFinTech’s website for casting their vote during the remote e-voting period.</p> <p>B. Users not registered under IDeAS e-Services:</p> <p>i. Visit https://eservices.nsdl.com for registering.</p> <p>ii. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>iii. Proceed to complete registration using your DP ID, Client ID, Mobile Number etc.</p> <p>iv. After successful registration, please follow steps given under Point No. A above to cast your vote.</p> <p>C. By visiting the e-voting website of NSDL:</p> <p>i. Visit the e-voting website of NSDL https://www.evoting.nsdl.com/.</p> <p>ii. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section. A new screen will open.</p> <p>iii. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>iv. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.</p> <p>v. Click on company or e-voting service provider name i.e. KFinTech after which the Member will be redirected to e-voting service provider website for casting their vote during the remote e-voting period.</p> <p>vi. Members can also download the NSDL Mobile App “NSDL Speed-e” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p>  
<p>Individual Members holding equity shares in demat mode with CDSL</p>	<p>A. Existing user who have opted for Electronic Access To Securities Information (“Easi / Easiest”) facility:</p> <p>i. Visit https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com</p> <p>ii. Click on New System Myeasi.</p> <p>iii. Login to MyEasi option under quick login.</p> <p>iv. Login with the registered user ID and password.</p> <p>v. Members will be able to view the e-voting Menu.</p> <p>vi. The Menu will have links of KFinTech e-voting portal and will be redirected to the e-voting page of KFinTech to cast their vote without any further authentication.</p>

	<p>B. Users who have not opted for Easi/Easiest:</p> <ol style="list-style-type: none"> Visit https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration for registering. Proceed to complete registration using the DP ID, Client ID (BO ID), etc. After successful registration, please follow the steps given in point no. 1 above to cast your vote. <p>C. By visiting the e-voting website of CDSL:</p> <ol style="list-style-type: none"> Visit https://evoting.cdslindia.com/Evoting/EvotingLogin Provide demat Account Number and PAN System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, or select KFinTech. Members will be re-directed to the e-voting page of KFinTech to cast their vote without any further authentication.
<p>Individual Members (holding equity shares in demat mode) logging through their depository participants</p>	<ol style="list-style-type: none"> Members can also login using the login credentials of their demat account through their DP registered with the Depositories for e-voting facility. Once logged-in, Members will be able to view e-voting option. Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. Click on options available against Company's name or KFinTech. Members will be redirected to e-voting website of KFinTech for casting their vote during the remote e-voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Members holding equity shares in demat mode for any technical issues related to login through NSDL / CDSL:

Members facing any technical issue - NSDL	Members facing any technical issue - CDSL
<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free number: 022-4886 7000 / 022-2499 7000</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact on 1800 22 55 33.</p>

(b) Login method for remote e-voting for Members other than Individual's holding shares in demat mode and Members holding equity shares in physical mode.

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 Bangalore - 560103, Karnataka, India

(I) Members whose email IDs are registered with the Company / Depository Participants, will receive an email from KFinTech which will include details of e-voting Event Number (EVEN), USER ID and Password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: [https:// evoting.kfintech.com/](https://evoting.kfintech.com/)
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if a Member is registered with KFinTech for e-voting, they can use their existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on “LOGIN”.
- iv. Members will now reach password change Menu wherein they are required to mandatorily change the password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt the Member to change their password and update their contact details viz. mobile number, email ID etc. on first login. Members may also enter a secret question and answer of their choice to retrieve their password in case they forget it. It is strongly recommended that Members do not share their password with any other person and that they take utmost care to keep their password confidential.
- v. Members would need to login again with the new credentials.
- vi. On successful login, the system will prompt the Member to select the “EVEN” i.e., **8927** and click on “Submit”
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, a Member may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed the total shareholding of the shareholder as on the cut-off date. A Member may also choose the option ABSTAIN. If a Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- viii. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat account.
- ix. Voting has to be done for each item of the notice separately. In case a Member does not desire to cast their vote on any specific item, it will be treated as abstained.
- x. A Member may then cast their vote by selecting an appropriate option and click on “Submit”.
- xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once a Member has voted on the resolution (s), they will not be allowed to modify their vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

(II) Members whose email IDs are not registered with the Company/Depository Participants and e-voting instructions cannot be serviced, will have to follow the following process:

- i. Members who have not registered their email address, thereby not being in receipt of the Postal Ballot Notice and e-voting instructions, may get their email address and mobile number submitted with KFinTech by following the below steps:

Procedure for Registration of email and Mobile securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, All holders of physical securities in listed companies shall

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cs@blackbuck.com

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register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents. ISR 1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx> ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- i. Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- ii. Through hard copies which are self-attested, which can be shared on the address below; or
Name KFIN Technologies Limited
Address Selenium Building, Tower-B,
Plot No 31 & 32, Financial District,
Nanakramguda, Serilingampally,
Hyderabad, Rangareddy, Telangana
India - 500 032.
- iii. Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#> Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html> For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.
- iv. Members are requested to follow the process as guided to capture the email address and mobile number for receiving the soft copy of the Postal Ballot Notice and e-voting instructions along with the User ID and Password. In case of any queries, Members may write to einward.ris@kfintech.com / cs@blackbuck.com.
- v. Alternatively, Members may send an e-mail request at the email id einward.ris@kfintech.com / cs@blackbuck.com along with scanned copy of the request letter, duly signed, providing their email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Postal ballot Notice and the e-voting instructions.
- vi. After receiving the e-voting instructions, please follow all the above steps to cast your vote by electronic means.
- vii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the 'download' section of <https://evoting.kfintech.com> or call KFin on 1800 309 4001 (toll free).

12. Contact details for addressing e-voting grievances:

Mr. Ganesh Chandra Patro, Assistant Vice President, M/s KFin Technologies Limited, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad- 500 032, Telangana Phone No.: + 91 40 67161630 Toll-free No.: 1800-309-4001 E-mail: einward.ris@kfintech.com; cs@blackbuck.com.

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cs@blackbuck.com

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item Nos. 1:

The Ministry of Corporate Affairs (“MCA”), vide its letter dated June 21, 2025, has conveyed its "No Objection" to the availability of the proposed name "BlackBuck Limited" for adoption by the Company. This proposed name change forms part of the Company’s broader branding strategy and corporate identity realignment, aimed at better reflecting its evolving business vision and stakeholder perception.

Accordingly, on July 01, 2025 the Board of Directors have approved the change in name of the Company from ‘**Zinka Logistics Solutions Limited**’ to ‘**BlackBuck Limited**’ and the consequent amendments to the Memorandum of Association and the Articles of Association of the Company subject to the approval of the shareholders of the Company by way of special resolution and approvals of requisite statutory, regulatory or governmental authorities, as may be required under applicable laws.

The members may further note that there is no proposal to change the objects of the Company. The proposed change of name will not affect any of the rights or obligations of the Company. All existing contracts, agreements, and other instruments executed under the name "**Zinka Logistics Solutions Limited**" will continue to be binding and enforceable against or in favor of the Company under its new name.

The Company has complied with Regulation 45 of the Listing Regulations, to the extent they are applicable, and has also obtained a certificate from a Practicing Chartered Accountant in respect of the same, copy of which is annexed herewith as **Annexure I**.

The Board recommends the Special Resolution as set out in the Notice for the approval of the shareholders.

None of the Directors and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

Item Nos. 2 & 3:

The Zinka Logistics Solutions Limited - Employee Stock Option Scheme 2016 (“ESOP 2016”) was approved and adopted by the Board on 26th April 2016, and Shareholders on 21st May 2016. Further, the corporate actions of Bonus Issue of equity shares by the Company were undertaken by way of the resolutions of the Board and Shareholders, each dated 10th June 2024. ESOP 2016 was subsequently amended in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SBEB Regulations”), pursuant to the resolutions of the Board on 3rd July 2024 and shareholders at their meetings held on 4th July, 2024. The ESOP 2016 was further ratified by the Shareholders through postal ballot on 9th January 2025 and later amended by the NRC at their meeting held on 5th February 2025 for the benefit of the eligible employees of the Company, its Subsidiary Companies (as defined under the Companies Act, 2013 (“Act”)) and Group companies (as permitted), which entitles them to the shares of the Company.

The Zinka Logistics Solutions Limited - Employee Stock Option Scheme 2019 (“ESOP 2019”) was approved and adopted by the Board on 18th January 2019, and Shareholders on 12th February, 2019, and amended by

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Board and Shareholders resolution dated 12th July, 2021 and 13th July, 2021, respectively. Further, the corporate actions of Bonus issue of equity shares by the Company were undertaken by way of the resolutions of the Board and Shareholders, each dated 10th June, 2024. ESOP 2019 was subsequently amended in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (the “SEBI SBEB & SE Regulations”), pursuant to the resolutions of the Board on 3rd July 2024 and shareholders at their meetings held on 4th July, 2024. The ESOP 2019 was further ratified by the Shareholders through postal ballot on 9th January 2025 and amended by the NRC at their meeting held 5th February 2025 for the benefit of the eligible employees of the Company, its Subsidiary Companies (as defined under the Companies Act, 2013 (“Act”) and Group companies (as permitted), which entitles them to the shares of the Company.

Accordingly, the Company has received in-principal approvals from BSE Limited on February 10, 2025 and from the National Stock Exchange of India Limited on February 11, 2025 for the ESOP Plan 2019. As part of the conditions for these approvals, the Company has submitted undertakings to both stock exchanges stating that it will obtain shareholders’ approval for aligning the ESOP Plan 2016 and 2019 with the SEBI SBEB & SE Regulations for the existing clauses mentioned in the resolution. In this regard, the Nomination and Remuneration Committee (NRC), at its meeting held on February 05, 2025 and Board of Directors through circulation on 1st July, 2025 has reviewed and approved the necessary amendments and policy updates required for such alignment.

Additionally, Members may note that the proposed amendments are solely intended to ensure compliance with statutory requirements and do not have any material impact on the ESOP Plans 2016 and 2019. There are no changes to the number of Stock Options or the Exercise Price, and accordingly, there will be no dilution in the Company’s equity shareholding, other than stock options already approved by the members earlier.

The Board recommends the Special Resolution as set out in the Item No. 2 and 3 of Notice for the approval of the shareholders.

The particulars as required under Section 62 (1)(b) of the Companies Act, 2013 and SEBI (SBEB &SE) Regulations are provided in **Annexure II**.

None of the Directors or Key Managerial Personnel (as defined under the Act) and their immediate relatives are concerned or interested, financially or otherwise, except to the extent that the stock options may be granted to any of them pursuant to the Scheme.

**By Order of the Board of Directors
For Zinka Logistics Solutions Limited**

**Sd/-
Barun Pandey
Company Secretary and Compliance Officer
M. No. A39508**

**Date: 01-07-2025
Place: Bengaluru**

+91 80461 22800

cs@blackbuck.com

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Annexure – I

CERTIFICATE FROM A PRACTICING CHARTERED ACCOUNTANT

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To,
Board of Directors
Zinka Logistics Solutions Limited
Vaswani Presidio, No.84/2, II Floor,
Panathur Main Road, Kadubessanahalli,
Off Outer, Ring Road, Bangalore,
Karnataka, India, 560103

Practicing Chartered Accountant's certificate pursuant to Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015

This report is issued in accordance with the terms of our engagement.

We have been requested by the management of the **Zinka Logistics Solutions Limited** ("the **Company**"), to issue a certificate certifying the compliance of with conditions prescribed under Sub-Regulation (1) of Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015 ('**Regulation**') for change of name of the Company from "**Zinka Logistics Solutions Limited**" to "**Blackbuck Limited**"

Management Responsibility

The management of the Company is responsible for the preparation and maintenance of all accounting and other records and document supporting the particulars as mentioned in this certificate. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the financial statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The management is also responsible for ensuring that the Company complies with the requirements of the Regulation.

Practitioner's Responsibility

Our responsibility is to provide a reasonable assurance, based on the procedures performed and evidence obtained as to whether anything has come to our attention that causes to believe that the particulars as mentioned in this certificate is not in accordance with the underlying supporting documents maintained by the Company.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that perform Audits and Reviews of Historical Financial Information and Other Assurance and Related Services Engagements.

Opinion

Based on the procedures performed as outlined above and the representation provided to us, and on the basis of information and explanations provided to us by the management, we confirm that:

Regulation	Particulars	Our Opinion
45(1)(a)	Time period of at least one year has elapsed from the last name change	The Company has not changed its name since at least last one year period.
45(1)(b)	At least fifty percent of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name.	The Company has not changed its main activity in the preceding one year period
45(1)(c)	The amount invested in the new activity/project is at least fifty percent of the assets of the listed entity.	The Company has not changed its main activity nor invested in new activity/project.

Restrictions on use

The Certificate is addressed to and provided to the management of the Company and they can include it in explanatory statement of the Notice of the General Meeting and any intimation to the Stock Exchange and should not be used by any other person. Accordingly, we do not accept or assume any liability or any duty of care for any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For and on behalf of
Rama Krishna C & Associates
Chartered Accountants
Firm registration number: 023236S

R. Krishna

Rama Krishna C
Membership number: 246502
Place: Bengaluru
Date: 01.07.2025
UDIN: 25246502BMMKNP9827



Annexure-II

Particulars	ESOP - 2016	ESOP - 2019
a) Brief Description	The ESOP 2016 & ESOP 2019 will be administered by the Nomination and Remuneration Committee of the Company. The Company strongly believes that an equity component in the compensation goes a long way in aligning the objectives of an individual with those of the organization. The underlying philosophy of respective ESOP 2016 & ESOP 2019 Schemes is to enable the Employees/ Directors, present and future, to share the wealth that they help to create for the organization over a certain period of time. The objective of the Schemes is to reward the Employees for their contribution to the success of the Company and to provide an incentive to continue contributing to the success of the Company.	
b) Total number of ESOP options/shares	<p>The maximum options under the pool of ESOP-2016 that may be granted shall be 52,21,276 options which shall correspond to 52,21,276 Equity shares, in one or more tranches, on such other terms and conditions as the Nomination and Remuneration Committee, may decide from time to time, subject to any adjustment as may be required due to any corporate action or change in control of the Company.</p> <p>The Company prior to its IPO has granted 49,14,863 options (after bonus effect)</p>	<p>The maximum options under the pool of ESOP -2019 shall be 4,38,04,50,000 shall correspond to 43,80,450 Equity shares, in one or more tranches, on such other terms and conditions as the Nominee and Remuneration Committee, may decide from time to time, subject to any adjustment as may be required due to any corporate action or change in control of the Company.</p> <p>The Company prior to its IPO has granted 2,88,44,80,041 options (after bonus effect).</p>
c) Identification of classes of employees entitled to participate in the Employees Stock Option Scheme	<p>Post listing of the equity shares of the Company on a recognized stock exchange (BSE Limited and the National Stock Exchange of India Limited):</p> <p>(a) an employee as designated by the Company, who is exclusively working in India or outside India;</p> <p>(b) a director of the Company, whether a whole-time director or not, including a non-executive director who is not a promoter or member of the promoter group, but at all times excluding an independent director of the Company; or</p> <p>(c) an employee, as described in clauses (a) or (b) above, of a group company including subsidiary or its associate company, in India or outside India, or of a holding company, if applicable, of the Company;</p> <p>but shall not include:</p> <p>(1) an employee who is a promoter or a person belonging to the promoter group; or</p>	

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	<p>(2) a director who either himself or through his relative or through any body corporate, directly or indirectly, holds more than 10% (ten percent) of the outstanding equity shares of the Company.</p> <p>The eligibility to participate in the respective ESOP 2016 and ESOP 2019 is subject to such criteria as may be determined by the Nomination and Remuneration Committee at its discretion, including, but not limited to, the performance metrics on the achievement of which the granted ESOPs would vest and which may be specified in the respective letters of grant to be issued to the grantee.</p>	
d) Appraisal Process for determining the eligibility of the employees to ESOPs	The appraisal process for determining the eligibility of the Employee will be specified by the Nomination & Remuneration Committee and will be based on criteria such as the grade of Employee, length of service, performance record, merit of the Employee, future potential contribution by the Employee and/or by any such criteria that may be determined by the Nomination and Remuneration Committee.	
e) Requirements of vesting and period of vesting	Vesting of Options would be a function of continued employment with the Company or its Subsidiary or its Associate or Group companies (as may be applicable) and achievement of performance criteria as specified by the Nomination & Remuneration Committee as communicated on Grant of Options. There shall be a minimum period of 12 (twelve) months between the Grant Date of the Options and the Vesting Date of the Options. The vesting may occur in one or more tranches, subject to the terms and conditions of vesting, as stipulated in the respective ESOP 2016 and ESOP 2019.	
f) Maximum period within which the options shall be vested	The maximum vesting period shall be decided by the Nomination and Remuneration Committee.	
g) Exercise price or the formula for arriving at the same	<p>Exercise Price means the price at which the Option Grantee is entitled to acquire the equity shares pursuant to the options granted and vested in him/her under the Scheme.</p> <p>The Exercise Price shall be as may be decided by the Nomination and Remuneration Committee as is allowed under the respective ESOP Scheme 2016 and ESOP Scheme 2019, which in any case will not be lower than the face value of the equity shares of the Company on the date of such grant. The same shall be subject to any fair and reasonable adjustments that may be made on account of corporate actions of the Company in order to comply with the applicable laws.</p> <p>No amount shall be payable by the option grantee at the time of grant and hence no amount is required to be forfeited, even if any employee(s) does not exercise the options within the exercise period and accordingly no adjustment is required to be made for the same.</p>	
h) Exercise period and process of exercise:		
Particulars	ESOP-2016	ESOP-2019

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<p>While Employment</p>	<p>in</p> <p>The Option Grantee shall be entitled to Exercise the Options:</p> <p>(i) where the Share have not been listed, at the time of a Liquidation Event or as and when it is directed by the Committee, whichever is earlier; and</p> <p>(ii) where the Shares have been listed, fulfillment of certain performance parameters as determined by the Committee.</p>	<p>The Option Grantee shall be entitled to Exercise the Options:</p> <p>(i) where the Share have not been listed, at the time of a Liquidation Event or as and when it is directed by the Committee, whichever is earlier; and</p> <p>(ii) where the Shares have been listed, fulfillment of certain performance parameters as determined by the Committee.</p> <p>On Exercise, every 1,000 (one thousand) Options will entitle the Option Grantee 1 (one) ESOP Share.</p>
<p>Separation due to Permanent Incapacity.</p>	<p>In the event of separation of an Option Grantee from the Company due to Permanent Incapacity, while in the employment of the Company all the Unvested Options shall Vest with the Option Grantee immediately on the date of such Permanent Incapacity.</p> <p>Vested Options: All Vested Options may be exercised by the Option Grantee or, in case of his death, the Nominee, immediately after, but in no event later than six months from the date of such Permanent Incapacity.</p> <p>Unvested Options: All the Unvested Options as on the date of Permanent Incapacity shall vest immediately and may be exercised by the Option or, in case of his death, the nominee immediately after, but in no event later than six months from the date of such Permanent Disability.</p>	<p>In the event of separation of an Option Grantee from the Company due to Permanent Incapacity, while in the employment of the Company, all the Unvested Options shall Vest with the Option Grantee immediately on the date of such Permanent Incapacity.</p> <p>Vested Options: All Vested Options may be exercised by the Option Grantee or, in case of his death, the Nominee, immediately after, but in no event later than six months from the date of such Permanent Incapacity.</p> <p>Unvested Options: All the Unvested Options as on the date of Permanent Incapacity shall vest immediately and may be exercised by the Option or, in case of his death, the nominee immediately after, but in no event later than six months from the date of such Permanent Disability.</p>
<p>Separation due to Death</p>	<p>In the event of death of an Option Grantee while in the employment of the Company, all the Unvested Options shall Vest with the legal heirs or nominees of the Option Grantee immediately on the date of such death.</p>	<p>In the event of death of an Option Grantee while in the employment of the Company, all the Unvested Options shall Vest with the legal heirs or nominees of the Option Grantee immediately on the date of such death:</p>

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	<p>Vested Options: All Vested Options may be exercised by the Option Grantee's Nominee immediately after, but in no event later than six months from the date of death of the Option Grantee.</p> <p>Unvested Options: All the Unvested Options as on the date of death shall vest immediately and may be exercised by the nominee immediately after, but in no event later than six months from the date of death of the Grantee.</p>	<p>Vested Options: All Vested Options may be exercised by the Option Grantee's Nominee immediately after, but in no event later than six months from the date of death of the Option Grantee.</p> <p>Unvested Options: All the Unvested Options as on the date of death shall vest immediately and may be exercised by the nominee immediately after, but in no event later than six months from the date of death of the Grantee.</p>
Resignation/ Termination	<p>Vested Options: All the Vested Options as on that date shall be exercisable by the Option Grantee within six months from his last working day with the Company.</p> <p>Unvested Options: All Unvested Options on the date of submission of resignation / the last working day shall stand cancelled with effect from that date.</p>	<p>Vested Options: All the Vested Options as on that date shall be exercisable by the Option Grantee within six months from his last working day with the Company.</p> <p>Unvested Options: All Unvested Options on the date of submission of resignation / the last working day shall stand cancelled with effect from that date.</p>
Termination due to misconduct or due to breach of Company policies or the terms of employment	<p>Vested Options: All the Vested Options which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination of employment.</p> <p>Unvested Options: All Unvested Options on the date of such termination shall stand cancelled with effect from that date of termination of employment.</p>	<p>Vested Options: All the Vested Options which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination of employment.</p> <p>Unvested Options: All Unvested Options on the date of such termination shall stand cancelled with effect from that date of termination of employment.</p>
Retirement	<p>In the event of Option Grantee ceasing to be an Employee of the Company by reason of Retirement, the Company may allow for Vesting of the Unvested Options in accordance with the respective Vesting schedules beyond the cessation of employment in accordance with the Company's policies and the Applicable Law.</p>	<p>In the event of Option Grantee ceasing to be an Employee of the Company by reason of Retirement, the Company may allow for Vesting of the Unvested Options in accordance with the respective Vesting schedules beyond the cessation of employment in accordance with the Company's policies and the Applicable Law.</p>

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	All the Vested Options as on date of retirement can be exercised by the Option Grantee within his/her last working day.	All the Vested Options as on date of retirement can be exercised by the Option Grantee within his/her last working day.
i) Lock-in period, if any	NA	
j) Maximum number of options to be granted per employee and in aggregate	The maximum number of Options that shall be granted to each Grantee under the respective ESOP Scheme 2016 and ESOP Scheme 2019 shall not exceed 1% of Fully Diluted Share Capital at the time of the Grant per year, however the Nomination and Remuneration Committee reserves the right to decide the number of Options that can be granted and the maximum number of Options that can be granted to each Grantee within this ceiling.	
k) Maximum quantum of benefits to be provided per Employee under the Plan	<p>Unless otherwise determined by the Nomination and Remuneration Committee, the maximum benefits underlying the equity shares acquired by employees pursuant to the exercise of the Options will be the market price of the equity shares.</p> <p>Apart from grant of Options as stated above, no monetary benefits are contemplated under the ESOP 2016 and ESOP 2019.</p>	
l) Whether the Plan is to be implemented and administered directly by the Company or through a trust	The Plan is to be implemented and administered directly by the Company through the Board of Directors (including Nomination and Remuneration Committee) of the Company.	
m) Whether the Plan involves new issue of shares by the Company or secondary acquisition by the trust	Since the ESOP shall be granted directly to the employees (without trust route), this route would involve new/ fresh issue of shares by the Company.	
n) The amount of loan to be provided for implementation of the Plan by the Company to the trust, its tenure, utilization, repayment terms, etc.	None	
o) maximum percentage of secondary acquisition	Not Applicable	

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CIN: L63030KA2015PLC079894

(subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme(s)	
p) Method which the company shall use to value its options	Since the Company opts for expensing of share-based employee benefits using the fair value method, the following statement will not be applicable viz. in case the company opts for expensing of share-based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report.
q) Conditions under which option vested in employees may lapse e.g. in case of termination of employment for misconduct	Please refer point (h) above.
r) Specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee	Please refer point (h) above.
s) Statement to the effect that the company shall comply with the applicable accounting standards	The Company shall comply with the applicable accounting standards
t) Variation of terms of the scheme	Nil

+91 80461 22800

cs@blackbuck.com

blackbuck.com

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u) Rationale of the variation of the terms of the scheme	Not Applicable
v) Details of the employees who are beneficiaries of such variation	Not Applicable
w) Terms & conditions for buyback, if any, of specified securities covered under these regulations.	None

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