Maheshwari Logistics Limited

Moving Every Mile With A Smile

ISIN: INE263W01010
SYMBOL:MAHESHWARI

Dated:23rd August 2017

To,
The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, NSE Building,
Bandra Kurla Complex,
Bandra East,
Mumbai-400 051,

Respected Sir,

Subject: Pursuant to the Regulation 30 of SEBI LODR Regulations 2015, Out - Come of the Board Meeting.

We hereby please to inform you that the Meeting of Board of Directors of **"Maheshwari Logistics Limited"** held today Wednesday 23rd day of August 2017 inter-alia to consider and approve the following.

1. Board of Directors in their Meeting have considered and approved Interim Dividend @5% i.e. Rs.0.50 per Equity share of Rs.10 each on the Equity share capital of the Company i.e.(Rs.14,79,86,000/-).
2. Notice calling the 11th Annual General Meeting of the Company has been considered and approved.(Attached as Annexure)
3. Board decided the Book closure from 14th September to 21st September (Both days Inclusive).
4. Take on record all the statutory compliances for the Quarter Ended 30th June 2017.
5. Approved and fix Record Date for the Payment of dividend to the Eligible Shareholders is **01st day of September 2017**, decided by the Board of Directors.
6. Recommend Appointment of M/s. NPV and Associates for appointment as Statutory Auditors, From conclusion of 11th AGM to 16th AGM of the company Subject to the Approval of the Members.(Brief profile of the Auditors is attached as Annexure).
7. The Board Has decided to hold the 11th AGM (Annual General Meeting) of the company on Thursday 21st September 2017, at the Registered office of the Company Situated at MLL HOUSE, SHED NO. A2-3/2 OPP. UPL 1ST PHASE, GIDC VAPI Valsad GJ- 396195 at 03:00 P.M.

Meeting Started at 03:00P.M. Concluded at 5:00 P.M.

You are requested to Kindly take the above on you records
Thanking You,
Yours Truly,
For Maheshwari Logistics Limited

Tanu Pareek

MLL House, Shed No. A2-3/2, Opp. UPL, 1St Phase, GIDC, Vapi-396 195 (Guj.) Phone : +91 260 2431024 Fax : 2427024
E-mail : info@mlpl.biz Web : www.mlpl.biz CIN : L60232GJ2006PLC049224

Maheshwari Logistics Limited

Moving Every Mile With A Smile

ISIN: INE263W01010
SYMBOL:MAHESHWARI

Dated:23rd August 2017

To,
The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, NSE Building,
Bandra Kurla Complex,
Bandra East,
Mumbai-400 051,

Respected Sir,

Subject: Outcome of the Board Meeting Held on Date23rd August 2017.

Pursuant to Regulation 30 and 42 of SEBI (Listing Obligations & Disclosure Requirement Regulations) Regulations 2015. We wish to inform you that the Board of the company at its meeting held on Wednesday 23rd day of August 2017, commenced at 3:00 P.M. and Concluded at 5:00 P.M. has taken the following decisions.

The Board considered and approved Interim dividend @5% i.e. Rs.0.50 (Fifty Paisa only) per equity share of Rs.10/- each on the equity share capital (14, 79,86,000/-) of the Company for the year 2017-18. The Record date for the payment of this Interim Dividend will be **01st September, 2017**.

Disclosure under Regulation 42 of the of SEBI (Listing obligation and Disclosure Requirement) Regualtion's2015 is as below.

Scrip Code	Maheshwari
Book closure(B)/Record Date(R)	(R)
Record Date(R)	01st September 2017
Purpose	Interim Dividend
Corporate Action Type	Interim Dividend
Dividend (%)	5%
Dividend type	Interim Dividend-Rs.0.50/-(Fifty Paisa) Per Equity Share of Nominal value of Rs.10/-Each.
Dividend For the financial year From	01st April 2017
Dividend For the financial year to	31st March 2018
Board Meeting Date	23rd August 2017

Kindly take this on your records
Thanking you,
Yours faithfully,

For Maheshwari Logistics Limited

Tanu Pareek
Company Secretary

MLL House, Shed No. A2-3/2, Opp. UPL, 1St Phase, GIDC, Vapi-396 195 (Guj.) Phone : +91 260 2431024 Fax : 2427024
E-mail : info@mlpl.biz Web : www.mlpl.biz CIN : L60232GJ2006PLC049224

Maheshwari Logistics Limited
Moving Every Mile With A Smile

Notice

NOTICE IS HEREBY GIVEN THAT THE 11TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF MAHESHWARI LOGISTICS LIMITED (THE COMPANY) WILL BE HELD ON THURSDAY THE 21ST DAY OF SEPTEMBER 2017 AT 03:00 P.M. AT MLL HOUSE, SHED NO. A2-3/2 OPP. UPL 1ST PHASE, GIDC VAPI, VALSAD- 396195, GUJARAT TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

(1) Adoption of Audited Standalone Financial Statements:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon.

(2) Appointment of a Director:

To re-appoint Mr. Vinay Premnarayan Maheshwari (DIN-01680099), Chairman and Whole time Director, who is liable to retires by rotation and offers himself for the reappointment.

(3) Appointment of Auditors:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, including any statutory modifications or re-enactment thereof, as amended from time to time, pursuant to the recommendation of the Audit Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded to appoint M/s. NPV & Associates, Mumbai, Firm Registration No. 129408W, Chartered Accountants, as the Statutory Auditors to hold office from the conclusion of 11th Annual General Meeting until the conclusion of the 16th Annual General Meeting, subject to ratification of the appointment by the members at every Annual General Meeting in accordance with the provisions of Companies Act 2013; at a remuneration of such sum as may be fixed by the Board of Directors / any Committee of the Board of Directors plus service tax and reimbursement of out of pocket expenses as may be incurred in the performance of their duties."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

SPECIAL BUSINESS:

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

"RESOLVED THAT Mr. Giriraj Baluram Laddha (DIN-00412835), who was appointed by the Board of Directors as an Additional Director under Independent category on the board of the Company with effect from December 1, 2016, pursuant to Section 161(1) of the Companies Act, 2013 (hereinafter called "the Act") read with the Article 132 of the Articles of Association of the Company and who holds office up to the date of the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as a Non-Executive Independent Director, not liable to retire by rotation, of the Company to hold office up-to 5(five) consecutive years up to 20th September, 2022 from this Annual General Meeting.

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and here by authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

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

"RESOLVED THAT Mr. Ruchir Anirudh Jani (DIN - 07673659), who was appointed by the Board of Directors as an Additional Director under Independent category on the Board of the Company with effect from December 8, 2016, pursuant to Section 161(1) of the Companies Act, 2013 (hereinafter called "the Act") read with the Article 132 of the Articles of Association of the Company and who holds office up to the date of the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director of the Company, be and is hereby appointed as a Non-Executive Independent Director, not liable to retire by rotation, of the Company to hold office up-to 5(five) consecutive years up to 20th September 2022 from this Annual General Meeting."



"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

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

"RESOLVED THAT Mr. Rajendra Tejkaran Maniyar (DIN-07673763), who was appointed by the Board of Directors as an Additional Director under Independent category on the board of the Company with effect from December 8, 2016, pursuant to Section 161(1) of the Companies Act, 2013 (hereinafter called "the Act") read with the Article 132 of the Articles of Association of the Company and who holds office up to the date of the forthcoming Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director of the Company, be and is hereby appointed as a Non-Executive Independent Director, not liable to retire by rotation, of the Company and hold the office up-to 5(five) consecutive years up to 20th September, 2022 from this Annual General Meeting."

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

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

"RESOLVED THAT Mr. Vipul Rameshbhai Vashi (DIN- 06930448), who was appointed by the Board of Directors as an Additional Director under the Executive category on the board of the Company with effect from 01st December 2016, pursuant to Section 161(1) of the Companies Act, 2013 (hereinafter called "the Act") read with the Article 132 of the Articles of Association of the Company and who holds office up to the date of the ensuing Annual General Meeting and in respect of whom theCompany has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Executive Director, liable to retire by rotation, of the company and hold the office up-to 5(consecutive years) up to 20th September, 2022 from this Annual General Meeting.

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

8. Approval of related party transaction with Maheshwari Brothers:

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

"RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meeting of Board and its Powers) Rules, 2014 and in terms of applicable provisions of the Listing Agreement (including any statutory modification(s) or enactment thereof for the time being in force), and also pursuant to the consent of the Audit Committee and the Board of Directors vide resolutions passed in their respective meetings, the approval of the members be and is hereby accorded to enter into a contract(s)/ Transactions(s)/ arrangement(s) with Maheshwari Brothers (Proprietorship of Neerajkumar Premnarayan Maheshwari) a related party within the meaning of the aforesaid law, on such terms and conditions as may be mutually agreed upon, upto a maximum amount of Rs. 100 crores.

"RESOLVED FURTHER THAT, the board of directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this Resolution, required, in compliance with the applicable sections of the Companies Act, 2013, the rules framed there under and other applicable statutes (if any)."

9. Approval of related party transaction with Disha Paper Ventures Private Limited:

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

"RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meeting of Board and its Powers) Rules, 2014 and in terms of applicable provisions of the Listing Agreement (including any statutory modification(s) or enactment thereof for the time being in force), and also pursuant to the consent of the Audit Committee and the Board of Directors vide resolutions passed in their respective meetings, the approval of the members be and is hereby accorded to enter into a contract (s) / Transactions (s) / arrangement (s) with Disha Paper Ventures Private Limited (CEO Neerajkumar Premnarayan Maheshwari) a related party within the meaning of the aforesaid law, on such terms and conditions as may be mutually agreed upon, up to a maximum amount of Rs. 50 crores.

"RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this resolution, required, in compliance with the applicable sections of the Companies Act, 2013, the rules framed there under and other applicable statutes (if any)."

By order of the Board
For **Maheshwari Logistics Limited**

Tanu Pareek
Compliance Officer & Company Secretary
Membership No.: ACS-37885

Date: August 23, 2017
Place: Vapi

Registered Office:
MLL House, Shed No. A2-3/2 Opp. UPL
1st Phase, GIDC Vapi, Valsad-396195 (Gujarat)
(CIN: L60232GJ2006PLC049224)

IMPORTANT NOTES:

(1) PROXY : A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING MAY APPOINT A PROXY TO ATTEND AND, ON POLL, TO VOTEINSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN AGGREGATE NOT MORE THAN 10 (TEN) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.

(2) ATTENDANCE SLIP & ANNUAL RETURN: Members / proxies / authorized representatives should bring their copy of the Annual Reports and Financial Statements along with their Attendance Slip attached herewith duly filled and signed in accordance with Specimen Signatures registered with the company to attend the meeting.

Members who hold shares in dematerialized form are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.

(3) EXPLANATORY STATEMENT : The relative Explanatory Statement pursuant to section 102 of Companies Act 2013, in respect of business under item Nos. 4 to 9 of the notice annexed hereto.

(4) AUTHORISED REPRESENTATIVE : Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

(5) RE-APPOINTMENT OF DIRECTORS : Brief profile of the Directors Retiring by Rotation & being eligible and offering themselves for the re-appointment and /or the Independent Directors being re-appointed has been provided hereto and forming part of Annual Report.

(6) CLOSURE OF BOOKS : Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, the 14th September, 2017 to Thursday the 21st September, 2017 (both days inclusive).

(7) NRI SHAREHOLDER : The non-resident Indian shareholders are requested to inform the company immediately about:

1. The change in the residential status on return to India for Permanent settlement.
2. The particulars of NRO bank account in India if not furnished Earlier.

(8) NOMINATION : Members are entitled to make nomination in respect of the shares held by them in physical form. Members desirous of making nominations may send their request in Form SH.13 in duplicate to the Registrars and Share Transfer Agents (RTA) of the Company. Members may obtain a blank Form SH.13 upon request to the Company or its RTA.

(9) The Company has made necessary arrangements for the members to hold their shares in dematerialised form. Members are also entitled to make nomination in respect of the shares held by them in dematerialised form with their respective DPs. Those members who are holding shares in physical form are requested to dematerialise their shares by approaching any of the registered DPs. In case any member wishes to dematerialise his/her/its shares and needs any assistance, he/ she/ it may write to the Company Secretary at the Registered Office of the Company.

(10) UPDATION OF MEMBERS' DETAILS : The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/Registrars and Transfer Agents to record additional details of Members, including their Permanent Account Number details ("PAN"), email address, bank details for payment of dividend, etc. Further, the Securities and Exchange Board of India ("SEBI") has mandated the submission of PAN by every participant in the securities market.

A form for capturing the above details is appended to this Notice. Members holding shares in physical form are requested to submit the filled in form to the Company or its Registrars and Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participant or contact our Registrar and Transfer Agent i.e. Big Share Services Private Limited.

(11) REGULATION 36 : Additional Information, pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment/ re-appointment at the Annual General Meeting, is furnished as annexure to the Notice. The directors have furnished consent /declaration for their appointment/ re-appointment as required under the Companies Act, 2013 and the rules there under.

(12) DISPATCH OF ANNUAL REPORT : Pursuant to the provisions of Sections 101 and 136 of the Act read with the Companies (Accounts) Rules, 2014 Annual Report for the Financial Year 2016-17, the notice of the 11th Annual General Meeting along with Attendance Slip and Proxy form, are being sent by electronic mode to all the members whose email addresses are registered with the Company/ Depository Participant(s) unless a member has requested for a physical Copy of the document. For members who have not registered their email addresses, physical copies of the Documents are being sent by the permitted mode.

(13) INTIMATION OF CHANGE IN THE DETAILS : Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company or contact our Registrar and Transfer Agent i.e. Big Share Services Private Limited (Mumbai). Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends (If any).

(14) COMPLIANCE UNDER REGULATION 136(1) : The Annual Report of the Company will be available on the Company's website, http://www.mlpl.biz and on the website of respective Stock Exchange where the equity shares of the Company are listed, www.nseindia.com/emerge/. As per Section 136(1), the physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal



business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at cs@mlpl.biz.

(15) REGISTERS : The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

(16) JOINT-HOLDER : In case of Joint holder's attending the meeting, the Joint-holder's who is higher in the order will be entitled to vote at the meeting.

(17) ROUTE MAP : A route map showing direction to reach the venue of the meeting is given at the end of this Notice.

(18) REMOTE E-VOTING : E-Voting is not applicable on the companies who has less than 1000 shareholders and listed there securities on the SME platform as per the amendment in the Rule 20 of the companies Rules 2014.

(19) Details of Directors Seeking Appointment/Re-appointment at the Annual General Meeting [Pursuant to Securities and Exchange Board of India (Listing Regulations and Disclosure Requirements, Regulations, 2015]

(20) A person who is not a member as on cut-off date should treat this Notice for information purpose only.

REQUEST TO MEMBERS :
Members are requested to send their question(s), if any, relating to the financial statements, shareholding, etc., to the Company Secretary/Chief Financial Officer at the Registered Office of the Company, on or before Monday, September 18, 2017, so that the answers/details can be kept ready at the AGM.

Annexure to Notice

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 4

The Company has received notice in writing from member of the company pursuant to Section 160 of the Companies Act, 2013 proposing a candidature for appointment of Mr. Giriraj Baluram Laddha (DIN: 00412835) as Non-Executive Independent Director. Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, it is proposed to appoint Mr. Giriraj Baluram Laddha (DIN: 00412835) as Non-Executive Independent Director of the Company up to 5 (five) consecutive years up to 20 September, 2022 from this Annual General Meeting.

The Board of Directors at its meeting held on 01/12/2016 has appointed Mr. Giriraj Baluram Laddha as an Additional Director under Independent category on the Board of Directors of the Company. He is not holding any share in the share capital of the Company. He is a Chartered Accountant and possesses wide entrepreneurial skills, experience and expertise in the field of finance. The Board believes that the association of Mr. Giriraj Baluram Laddha as Independent Director of the Company shall be beneficial to the progress of the Company and hence, the Board recommends his appointment as Independent Director as set out in Item No. 4 for approval of the shareholders at the ensuing Annual General Meeting. In the opinion of the Board, the Independent Director fulfills the conditions specified in Sections 149, 152 and Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force). Further, Mr. Giriraj Baluram Laddha has given a declaration to the Board of Directors to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

Item No. 5

The Company has received notice in writing from member of the company pursuant to Section 160 of the Companies Act, 2013 proposing a candidature for appointment of Mr. Ruchir Anirudh Jani (DIN: 07673659) as Non-Executive Independent Director. Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, it is proposed to appoint Mr. Ruchir Anirudh Jani (DIN: 07673659) as Non-Executive Independent Director of the Company up to 5 (five) consecutive years up to 20th September, 2022 from this Annual General Meeting.

The Board of Directors at its meeting held on 08/12/2016 has appointed Mr. Ruchir Anirudh Jani as an Additional Director under Independent category on the Board of Directors of the Company. He is not holding any share in the share capital of the Company. He is a civil Engineer and possesses wide entrepreneurial skills, experience and expertise in his field. The Board believes that the association of Mr. Ruchir Anirudh Jani as Independent Director of the Company shall be beneficial to the progress of the Company and hence, the Board recommends his appointment as Independent Director as set out in Item No. 5 for approval of the shareholders at the ensuing Annual General Meeting.

In the opinion of the Board, the Independent Director fulfills the conditions specified in Sections 149, 152 and Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or reenactment thereof for the time being in force). Further, Mr. Ruchir Anirudh Jani has given a declaration to the Board of Directors to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

Item No. 6

The Company has received notice in writing from member of the company pursuant to Section 160 of the Companies Act, 2013 proposing a candidature for appointment of Mr. Rajendra Tejkaran Maniyar (DIN: 07673763) as Non-Executive Independent Director. Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, it is proposed to appoint Mr. Rajendra Tejkaran Maniyar (DIN: 07673763) as Non-Executive Independent Director. Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, it is proposed to appoint Mr. Rajendra Tejkaran Maniyar (DIN: 07673763) as Non-Executive Independent Director of the Company up to 5 (five) consecutive years up to 20th September, 2022 from this Annual General Meeting.

The Board of Directors at its meeting held on 08/12/2016 has appointed Mr. Rajendra Tejkaran Maniyar as an Additional Director under Independent category on the Board of Directors of the Company. He is not holding any share in the share capital of the Company. He is a person of high skills and good knowledge possesses wide entrepreneurial skills, experience and expertise in his field, The Board believes that the association

of Mr. Rajendra Tejkaran Maniyar as Independent Director of the Company shall be beneficial to the progress of the Company and hence, the Board recommends his appointment as Independent Director as set out in Item No. 6 for approval of the shareholders at the ensuing Annual General Meeting.

In the opinion of the Board, the Independent Director fulfills the conditions specified in Sections 149, 152 and Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or reenactment thereof for the time being in force). Further, Mr. Rajendra Tejkaran Maniyar has given a declaration to the Board of Directors to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

Item No. 7

The Company has received notice in writing from member of the company pursuant to Section 160 of the Companies Act, 2013 proposing a candidature for appointment of Mr. Vipul Rameshbhai Vashi (DIN: 06930448) as Executive Director. Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, it is proposed to appoint Mr. Vipul Rameshbhai Vashi (DIN: 06930448) as Executive Director of the Company up to 5 (five) consecutive years up to 20th September, 2022 from this Annual General Meeting.

The Board of Directors at its meeting held on 01/12/2016 has appointed Mr. Vipul Rameshbhai Vashi as an Additional Director under Executive category on the Board of Directors of the Company. He is holding 10,000 share in the share capital of the Company. He is a Mechanical Engineer possesses wide entrepreneurial skills and had an experience of 16 long years and expertise in his field. The Board believes that the association of Mr. Vipul Rameshbhai Vashi as Director of the Company shall be beneficial to the progress of the Company and hence, the Board recommends his appointment as Director as set out in Item No. 7 for approval of the shareholders at the ensuing Annual General Meeting.

In the opinion of the Board, the Director fulfills the conditions specified in Sections 149, 152 and Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force). Further, Mr. Vipul Rameshbhai Vashi has given a declaration to the Board of Directors to the effect that he meets the criteria of as provided in the Companies Act 2013 for appointing as director of the company.

Item No. 8

Maheshwari Logistics Limited is engaged in the three different segments of business namely Trading, Service and Manufacturing, company is also making contracts and arrangements with Maheshwari Brothers (Proprietorship firm) which is also promoted by Mr. Neerajkumar Premnarayan Maheshwari who is also the CEO of the company. Our company enters in various sale and purchase agreement with Maheshwari Brothers depending upon the requirement of both the units. Our company has noted that M/s. Maheshwari Brothers limited fall under the category of the related party of the company in terms of regulation 23 of the SEBI LODR regulations 2015.

The company envisages that the transactions entered with Maheshwari Brothers whether individually and/or in aggregate would exceed the threshold limit of the 10 percent of the annual turnover of the company as per the last audited balance sheet of the company during the financial year under review, therefore company requires the approval of the shareholders by an special resolution for entering into any contract(s) / Transaction(s) / Arrangement(s) with Maheshwari Brothers.

All the related parties are abstained from voting under this resolution.

The relevant information is as follows:

Mr. Neerajkumar Premnarayan Maheshwari, CEO of the Company:

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction	Amount
1	M/s Maheshwari Brothers	Mr. Neerajkumar Premnarayan Maheshwari, is the CEO of the Maheshwari Logistics Limited and he also has Proprietorship interest in Maheshwari Brothers and is also the Spouse of Mrs. Mukta Maheshwari Director of the company and brother of Mr. Vinay Premnarayan Maheshwari, Whole-time Director of the Company.	Sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate Company or reimbursement of any transaction or any other transaction of whatever nature with related parties	Up to Rs.100 Crore

Maheshwari Logistics Limited
Moving Every Mile With A Smile

Item No. 9

Maheshwari Logistics Limited is engaged in the three different segments of business namely Trading, Service and Manufacturing. Company is also making contracts and arrangements with Disha Paper Ventures Private Limited , which is also promoted by Mr. Neerajkumar Premnarayan Maheshwari who is also the CEO of the company., Our company enters in various sale and purchase agreement with Disha Paper Ventures the last audited balance sheet of the company during the financial year under review therefore company requires the approval of the shareholders by an Special resolution for Private Limited which depends upon the requirement of the both the units. Your company has noted that Disha Paper Ventures Private Limited fall under the category of the related party of the company in terms of regulation 23 of the SEBI LODR regulations 2015. The company envisages that the transactions entered with the Disha Paper Ventures Private Limited whether individually and/or in aggregate would not exceed the threshold limit of 10 percent of the annual turnover of the company as per entering into any contract(s)/Transaction(s)/Arrangement(s) with Disha Paper Ventures Private Limited. All the related parties are abstained from voting under this resolution.

The relevant information is as follows:

Mr. Neerajkumar Premnarayan Maheshwari, CEO of the Company:

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction	Amount
1	Disha Paper Ventures Private Limited	Mr.Neerajkumar Premnarayan Maheshwari is the CEO of the Maheshwari Logistics Limited and also had Directorship in the Disha Paper Ventures Private Limited and also the Spouse of Mrs. Mukta Maheshwari Director of the company and brother of Mr. Vinay Premnarayan Maheshwari, Whole-time Director of the Company.	Sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate Company or reimbursement of any transaction or any other transaction of whatever nature with related parties	Up to Rs. 50 Crore

By Order of the Board of Directors
For **MAHESHWARI LOGISTICS LIMITED**

Tanu Pareek
Compliance Officer and Company Secretary
Membership No.: ACS-37885

Date : August 23, 2017
Place : Vapi
Registered Office :
MLL House, Shed No. A2-3/2 Opp UPL
1st Phase, GIDC Vapi, Valsad (GJ)-396195
(CIN: L60232GJ2006PLC049224)

Maheshwari Logistics Limited
Moving Every Mile With A Smile

Annexure To **Notice**

ADDITIONAL INFORMATION (AS ON MARCH 31, 2017) OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 11TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

Name of Director	Mr. Vinay Premnarayan Maheshwari
Date of Birth	December 18, 1978
Date of Appointment	October 12, 2006
Qualifications	Bachelor of Commerce from Shri Shahu Ji Maharaj University, Kanpur
Expertise in specific function area	Overall management of coal division of the Company
Brief Profile	Mr. Vinay Premnarayan Maheshwari has been on the board of the company since incorporation of the company and has been serving as the Chairman on the board since 2008. Mr. Maheshwari holds Graduate degree from Kanpur University. He possesses valuable experience in managing the issues faced by large and complex corporations. He has significant experience in management, finance, manufacturing and operations. Mr. Vinay Premnarayan Maheshwari was paid remuneration by the company to discharge his duties.
Directorship held in other listed companies excluding foreign companies	Mr. Vinay Premnarayan Maheshwari holds Directorship in the Samarth Finstock Limited company.
Member of Committees in other listed Companies	None
Shareholding in the company	Mr. Vinay Premnarayan Maheshwari holds 12,35,000/- shares in the company.
Relationship with other Directors and Key Managerial Personnel	Mr. Vinay Premnarayan Maheshwari is the Brother of Mr. Neeraj Premnarayan Maheshwari, CEO of the company.
No. of Meetings attended during the Financial Year	Mr. Vinay Premnarayan Maheshwari attended 17 meetings out of 18 of the Board of Directors meetings held in the Company.
Terms and Conditions of appointment	To enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013, Mr. Vinay Premnarayan Maheshwari is being made liable to retire by rotation.

Maheshwari Logistics Limited
Moving Every Mile With A Smile

ADDITIONAL INFORMATION (AS ON MARCH 31, 2017) OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 11TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

Name of Director	Mr. Giriraj Baluram Laddha
Date of Birth	August 12, 1967
Date of Appointment	December 1, 2016
Qualifications	Chartered Accountant
Brief Profile	Mr. Giriraj Baluram Laddha (50) has been on the board of the company from December 01st 2016, and has been serving as the chairman of Audit Committee from December 2016. Mr. Giriraj Baluram Laddha is a Qualified Chartered Accountant, and he has valuable experience of the 25 years in the field of Finance. Association of Mr. Laddha is valuable for the organization. Mr. Giriraj Baluram Laddha was paid Sitting fee for attending the meetings of the Board/Committees and did not accept commission from the Company.
Directorship held in other listed companies excluding foreign companies	Mr. Giriraj Baluram Laddha holds Directorship in the Following Companies:- 1. LTM Corporate Services Private Limited 2. Laddha Advisors Private Limited 3. G. R Corporate Services Private Limited
Member of Committees in other listed Companies	None
Shareholding in the company	Mr. Giriraj Baluram Laddha does not hold any Ordinary (equity) Shares of the Company.
Relationship with other Directors and Key Managerial Personnel	There is no inter-se relationship between Mr. Giriraj Baluram Laddha, other members of the Board and Key Managerial Personnel of the Company.
No. of Meetings attended during the Financial Year	Mr.Giriraj Baluram Laddha attended 7 meetings out of 7 Board meetings held in the Company.
Terms and Conditions of appointment	Independent directors hold fiduciary position and thought to bring independence in their views and the ability to bring an outside perspective into the board meetings. There role is to provide independent impartial advice and contribute towards company's growth.

Maheshwari Logistics Limited
Moving Every Mile With A Smile

ADDITIONAL INFORMATION (AS ON MARCH 31, 2017) OF DIRECTOR SEEKING APPOINTMENT AT THE 11TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

Name of Director	Mr. Ruchir Anirudh Jani
Date of Birth	June 11, 1973
Date of Appointment	December 8, 2016
Qualifications	Civil Engineer
Brief Profile	Mr. Ruchir Anirudh Jani (44) has been on the board of the company from December 08, 2016, and has been serving as the chairman of Nomination and Remuneration Committee from December 2016. Mr. Ruchir Anirudh Jani has completed his Graduate degree in the field of civil engineering. He has the experience in the field of Business Strategy.Mr. Ruchir Anirudh Jani was paid Sitting fee for attending the meetings of the Board/Committees and did not accept commission from the Company.
Directorship held in other listed companies excluding foreign companies	Mr. Ruchir Anirudh Jani does not hold Directorship in any other company.
Member of Committees in other listed Companies	None
Shareholding in the company	Mr. Ruchir Anirudh Jani does not hold any Ordinary (equity) Shares of the Company.
Relationship with other Directors and Key Managerial Personnel	There is no inter-se relationship between Mr. Ruchir Anirudh Jani, other members of the Board and Key Managerial Personnel of the Company.
No. of Meetings attended during the Financial Year	Mr. Ruchir Anirudh Jani attended 3 meetings out of 5 Board meetings held in the company.
Terms and Conditions of appointment	Independent directors hold fiduciary position and thought to bring independence in their views and the ability to bring an outside perspective into the board meetings. There role is to provide independent impartial advice and contribute towards company's growth.



Maheshwari Logistics Limited
Moving Every Mile With A Smile

ADDITIONAL INFORMATION (AS ON MARCH 31, 2017) OF DIRECTOR SEEKING APPOINTMENT AT THE 11TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

Name of Director	Mr. Rajendra Tejkaran Maniyar
Date of Birth	August 16, 1961
Date of Appointment	December 8, 2016
Qualifications	Higher Secondary
Brief Profile	Mr. Rajendra Tejkaran Maniyar has been on the board of the company from December 08, 2016, and has been serving as the Chairman of Corporate Social Responsibility Committee from December, 2016. Mr. Rajendra Maniyar has completed his completed his education from Vapi only and he has valuable experience in the works related to social upliftment of the society. Mr. Rajendra Maniyar was paid Sitting fee for attending the meetings of the Board/Committees and did not accept commission from the Company.
Directorship held in other listed companies excluding foreign companies	Mr. Rajendra Tejkaran Maniyar does not hold Directorship in any other company.
Member of Committees in other listed Companies	None
Shareholding in the company	Mr. Rajendra Tejkaran Maniyar does not hold any Ordinary (equity) Shares of the Company.
Relationship with other Directors and Key Managerial Personnel	There is no inter-se relationship between Mr. Rajendra Tejkaran Maniyar, other members of the Board and Key Managerial Personnel of the Company.
No. of Meetings attended during the Financial Year	Mr. Rajendra Tejkaran Maniyar attended 3 meetings out of 5 Board meetings held in the company.
Terms and Conditions of appointment	Independent directors hold fiduciary position and thought to bring independence in their views and the ability to bring an outside perspective into the board meetings. There role is to provide independent impartial advice and contribute towards company's growth.



Maheshwari Logistics Limited
Moving Every Mile With A Smile

ADDITIONAL INFORMATION (AS ON MARCH 31, 2017) OF DIRECTOR SEEKING APPOINTMENT AT THE 11TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

Name of Director	Mr. Vipul Rameshbhai Vashi
Date of Birth	March 15, 1970
Date of Appointment	December 1, 2016
Qualifications	Graduate (Mechanical Engineer)
Brief Profile	Mr. Vipul Rameshbhai Vashi is associated with the company from last Decemeber 1, 2016. He has been appointed as the director under the Executive category .He has completed his bachelor's degree in the field of Mechanical engineering he has valuable experience in Technical Field related to the working of the installed machinery. He is associated with the Kraft paper unit of the company.
Directorship held in other listed companies excluding foreign companies	Mr. Vipul Rameshbhai Vashi holds Directorship in the Disha Resource Limited.
Member of Committees in other listed Companies	None
Shareholding in the company	Mr. Vipul Rameshbhai Vashi holds 10,000 share in the company.
Relationship with other Directors and Key Managerial Personnel	There is no inter-se relationship between Mr. Vipul Vashi, other members of the Board and Key Managerial Personnel of the Company.
No. of Meetings attended during the Financial Year	Mr. Vipul Rameshbhai Vashi attended 3 meetings of Board meetings held in the company.
Terms and Conditions of appointment	To enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013, Mr. Vipul Rameshbhai Vashi is being made liable to retire by rotation.



Maheshwari Logistics Limited
Moving Every Mile With A Smile

MAHESHWARI LOGISTICS LIMITED

Registered Office : MLL House, Shed No. A2-3/2 Opp. UPL 1st Phase,
GIDC Vapi, Valsad, Gujarat- 396195
Email ID : info@mlpl.biz Website : www.mlpl.biz
Tel: 0260-2431024, Fax: 0260-2427024
CIN: L60232GJ2006PLC049224

ATTENDANCE SLIP

(to be presented at the entrance)

11th ANNUAL GENERAL MEETING ON Thrusday, 21th SEPTEMBER, 2017 AT 3:00 P.M.
At MLL House, Shed No. A2-3/2 Opp. UPL 1st Phase, GIDC, Vapi, Valsad-396195 Gujarat

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

Name of the Member:_____ Signature:_____

Name of the Proxyholder: _____ Signature:_____

No. of Share(s) held _____

I hereby record my presence at the 11th Annual General Meeting of the Company held on Thursday, 21st September, 2017 at MLL House, Shed No. A 2-3/2 Opp. UPL 1st Phase, GIDC, Vapi, Valsad- 396195 Gujarat at 3:00. P.M.

NOTE: (1) Only member/proxy holder can attend the meeting.
(2) Member/proxy holder should bring his/her copy of the Annual Report for reference at the meeting.
(3) In the case of joint holders, the signature of any one holder shall be sufficient, but the names of all joint holders should be stated.



Maheshwari Logistics Limited
Moving Every Mile With A Smile

MAHESHWARI LOGISTICS LIMITED

Registered Office : MLL House, Shed No. A2-3/2 Opp. UPL 1st Phase,
GIDC Vapi, Valsad, Gujarat- 396195
Email ID : info@mlpl.biz Website : www.mlpl.biz
Tel: 0260-2431024, Fax: 0260-2427024
CIN: L60232GJ2006PLC049224

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 (s):_____

Registered Address:_____

E-mail Id:_____

Folio No./Client ID No._____ DP ID No._____

I/We, being the member (s) of _____ equity shares of the Maheshwari Logistics Limited, hereby appoint

1. Name:_____ Email Id: _____

   Address:_____

   Signature:_____ or failing him;

2. Name:_____ Email Id: _____

   Address:_____

   Signature:_____ or failing him;

3. Name:_____ Email Id:_____

   Address:_____

   Signature:_____

Maheshwari Logistics Limited
Moving Every Mile With A Smile

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 Thursday, the 21st day of September, 2017 at 3.00. P.M. IST at MLL House, Shed No. A2-3/2 Opp. UPL 1st Phase, GIDC, Vapi, Valsad- 396195 Gujarat and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

** I wish my above proxy to vote in the manner as indicated in the box below:

Resolution No.	Resolution	Optional*	
		For	Against
Ordinary Business			
1	Adoption of Audited Standalone Financial Statements for the financial year ended 31st March 2017 and report of Board of Directors and Auditors thereon.		
2	Re-appointment of Mr. Vinay Premnarayan Maheshwari as whole-time director, who retires by rotation.		
3	Appointment of M/s. NPV & Associates, Chartered Accountants, as the Statutory Auditors of the Company.		
Special Business			
4	Appointment of Mr. Giriraj Baluram Laddha as an Independent Director.		
5	Appointment of Mr. Ruchir Anirudh Jani as an Independent Director.		
6	Appointment of Mr. Rajendra Tejkaran Maniyar as an Independent Director.		
7	Appointment of Mr. Vipul Vashi as a Director.		
8	Approval of related Party transaction with Maheshwari Brothers.		
9	Approval of related Party transaction with Disha Paper Ventures Private Limited.		

Signed this _____ day of _____ 2017

Affix Revenue Stamp

Signature of Shareholder:_____ Signature of Proxy holder(s):_____

* it is optional to put a "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Note:

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

Maheshwari Logistics Limited
Moving Every Mile With A Smile

To,
Maheshwari Logistics Limited
MII House, Shed No. A2-3/2 Opp.
Upl 1st Phase, GIDC Vapi, Valsad
Gujarat- 396195

Updation of Shareholders Information

I/We request you to record the following information against my/our Folio No.:

General Information:

Folio No.:	
Name of the first named Shareholder:	
PAN:*	
CIN/Registration No.:* (applicable to Corporate Shareholders)	
Tel. No. with STD Code:	
Mobile No.:	
E-mail id:	

*Self attested copy of the document(s) enclosed.

Bank Details:

IFSC: (11 digit)	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.: *	
Name of the Bank:	
Bank Branch Address:	

*A blank cancelled cheque is enclosed to enable verification of bank details.

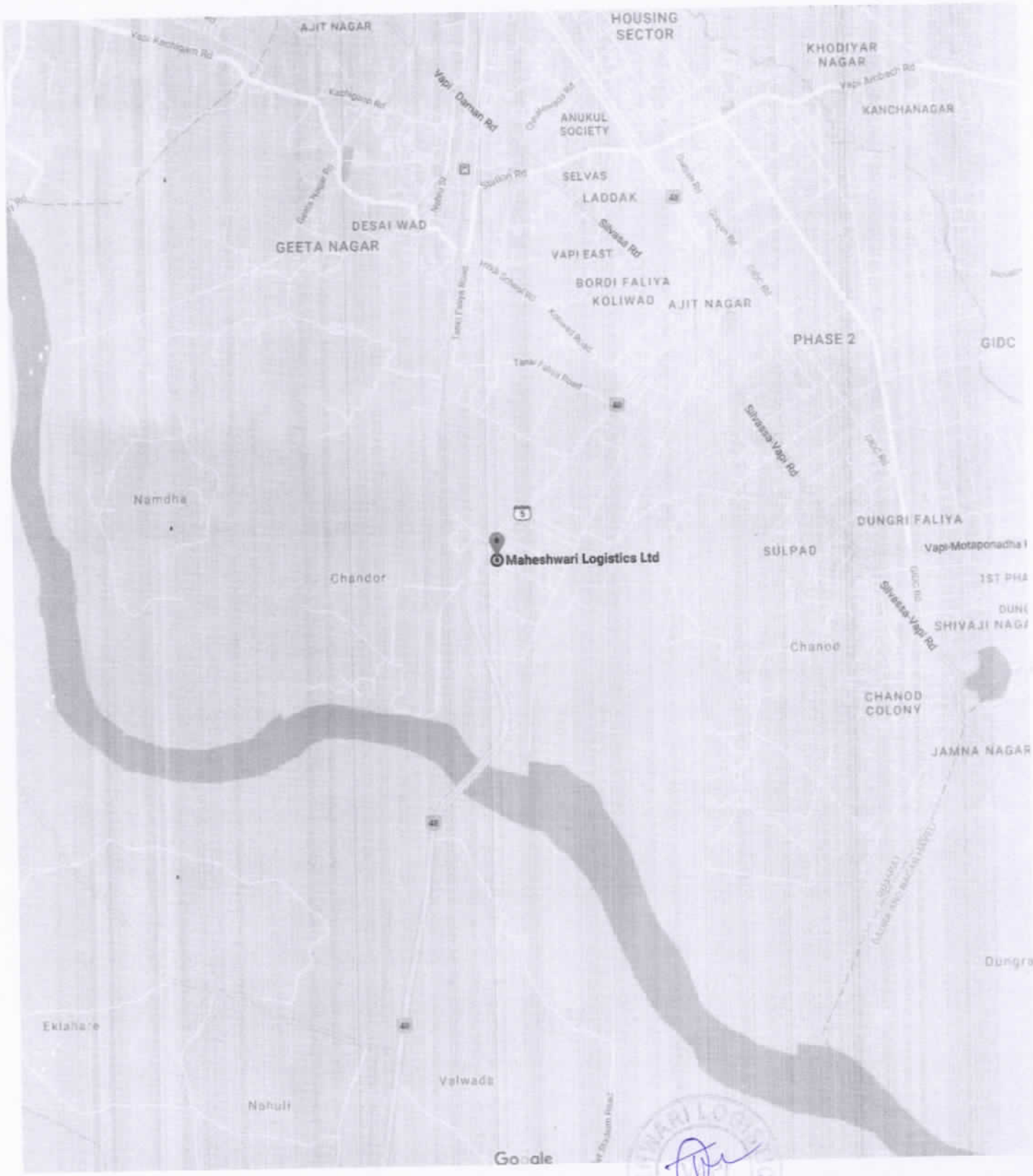
I/We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/We would not hold the Company/RTA responsible. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/We understand that the above details shall be maintained till I/We hold the securities under the above mentioned Folio No.

Place:
Date:

Signature of Sole/First holder

Maheshwari Logistics Limited
Moving Every Mile With A Smile

Route map of the **Annual General Meeting**



(ANNEXURE)

Brief Profile of Statutory Auditor (Peer Review Auditor hold valid certificate of Peer review)

Name of the Firm: M/s NPV & Associates Chartered Accountants

Name of the Partner: CA Milan Chitalia

Firm Registration Number: 129408W

Membership No.: 112275

Address: NPV House,
D Wing,Chanakya,
Mahavir Nagar Link Road, Kandivali(W),
Mumbai - 400067, India.
Tel No: - +91 22 29678231-38
Mob No: +91 9820110987
Email: milan@npvca.in

