

NOTICE OF 21ST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 21ST ANNUAL GENERAL MEETING OF THE MEMBERS OF TIGER LOGISTICS (INDIA) LIMITED WILL BE HELD ON WEDNESDAY, 29TH SEPTEMBER, 2021 AT 1:00 P.M. THROUGH VIDEO CONFERENCING (“VC”)/OTHER AUDIO VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

Item No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the reports of the Board of Directors’ and Auditors’ thereon.

Item No. 2

To re-appoint Mrs. Benu Malhotra (DIN-00272443) who retires by rotation and being eligible to offers herself for re-appointment.

SPECIAL BUSINESS

Item No. 3

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

Re-appointment of Mr. Harpreet Singh Malhotra as Managing Director and fixing of remuneration, pass the following resolution as **Special Resolution**:

“**RESOLVED THAT** in pursuance to the provisions of Sections 196, 197,198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V prescribed under the Companies Act, 2013 and in pursuance to the provisions of Articles of Association of the Company, approval of the members be and hereby accorded for the re-appointment of Mr. Harpreet Singh Malhotra as Managing Director of the Company for a period of Five Years w.e.f. 08th May, 2021 at a remuneration and other terms and conditions as approved, recommended by the Nomination and Remuneration Committee i.e. Total Salary (Remuneration) : 9,00,000/- P.M.

“**FURTHER RESOLVED THAT** notwithstanding anything to the contrary herein contained, where in any financial year during the period of his tenure, the company has no profits or its profits are inadequate, remuneration by way of salary, perquisites and other allowances or any combination thereof shall not exceed the aggregate of the annual remuneration as provided above or the maximum remuneration payable as per the limits set out in Schedule V of the Companies Act, 2013, whichever is lower, unless otherwise determined by the Board of Directors.”

“**RESOLVED FURTHER THAT** the scope and quantum of remuneration specified may be enhanced, enlarged, widened, altered or varied by the Board, in light of and in conformity with any amendment to the relevant provisions of the Act, 2013 and/or the rules and regulations made thereunder and/or such guidelines, as may be announced by the Central Government / SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) from time to time.”



“RESOLVED FURTHER THAT the board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to the aforesaid resolution.”

By Order of the Board of Directors

Sd/-

Harpreet Singh Malhotra

Chairman cum Managing Director

(DIN-00147977)

D-174, GF, Okhla Industrial Area, Phase-1

New Delhi -110020

Place: New Delhi

Date: 09.08.2021

Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular No.02/2021 dated 13th January 2021 read together with circulars No. 20/2020 dated May 5, 2020, circular No. 14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 (collectively referred to as “MCA Circulars”) permitted convening the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect to special business is annexed hereto.
3. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULAR, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE AGM VENUE ARE NOT ANNEXED TO THIS NOTICE.

In compliance with the MCA Circulars and SEBI Circular, the Notice of the AGM interalia indicating the process and manner of electronic voting along with the Annual Report of the Company for the Financial Year ended March 31, 2021 is being sent to the Members only through electronic mode whose e-mail addresses are registered with the Company/Depositories. Members who have not registered their e-mail addresses are requested to register their e-mail addresses so as to obtain the Annual Report of the Company.

In compliance with the said MCA Circulars, the Company has (through RTA) sent message to shareholders to provide whose e-mail address are not registered/updated with the Company as the case may be, to register/update their e-mail address with them at the earliest.

To support the ‘Green Initiative’, Members are requested to register their e-mail addresses by sending an e-mail on bssdelhi@bigshareonline.com by giving details like name, folio number, permanent account number and contact number. Members holding shares in demat form are requested to register their e-mail addresses with their DP’s only.



Members may note that the Notice and Annual Report of the Company for FY 2020-2021 will also be available on the Company's website and BSE website. The Notice of AGM is also available on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com.

4. The attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. The Register of Members and Share Transfer books will remain closed from September 20, 2021 to, September 29, 2021 (both days inclusive).
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Members (i.e. other than individuals, HUF, etc.) are encouraged to attend the AGM through VC mode and vote electronically. Pursuant to the provisions of the Act, Institutional Members/ Corporate Members intending to allow their authorized representative(s) to attend and vote at the AGM are requested to submit a certified true copy of the Board Resolution/letter of appointment authorizing their representative(s) together with the specimen signature(s) of those authorized representative(s) to the Scrutinizer- amj.associates@gmail.com with a copy marked to evoting@nsdl.co.in.
8. Documents under section 170 of the Companies Act, 2013 and other Relevant documents referred to in the Notice and the Explanatory Statement shall be available for inspection through electronic mode. Members are requested to write to the Company on cvsihal@tigerlogistics.in by mentioning their DP ID & Client ID/Physical Folio Number for inspection of said documents, the request shall reach on or before 27th September, 2021 (1.00.PM).
9. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, Members holding shares in physical forms are requested to consider converting their holdings to demat form. Members may contact the Company's RTA at bssdelhi@bigshareonline.com. SEBI has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in demat form are therefore requested to submit their PAN to their DP's with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or RTA. Under Section 72 of the Act, Members are requested to make nomination in respect of shares held by them in single name and physical form. Members desirous of making nomination are requested to send their request in Form SH-13 to the Company's RTA.
10. Voting through electronic means:
 - a. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-voting system as well as e-voting during AGM will be provided by NSDL.

- b. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, September 22, 2021. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owner maintained by the Depositories as on the cutoff date shall only be entitled to avail facility of remote e-voting or e-voting during AGM. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
- c. The Members who have exercised their votes through remote e-voting prior to the AGM may also participate in the AGM through VC but they shall not be entitled to vote again.
- d. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at evoting@nsdl.co.in.
- e. The remote e-voting period begins at 09.00 a.m. (IST) on Saturday, September 25, 2021 and ends at 05.00 p.m. (IST) on Tuesday, September 28, 2021. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

11. Instructions for participating in the AGM through VC and E-voting are as follows:

Instructions for Participating in the AGM through VC

- a) Member will be provided with a facility to attend the AGM through VC through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under Shareholders/Members login by using the remote e-voting credentials.
- b) The link for VC will be available in Shareholder/Members login where the EVEN of the Company will be displayed.
- c) By clicking on this link, the Members will be able to attend and participate in the proceedings of the AGM.
- d) Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice of AGM to avoid last minute rush.
- e) Further Members can also use the OTP based login for logging into the e-Voting system of NSDL.
- f) Members are encouraged to join the Meeting through Laptops, Smartphones, Tablets and iPads for better experience.
- g) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- h) Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their

- i) respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- j) The Members can join the AGM in the VC mode 30 minutes before and after the scheduled
- k) time of the commencement of the Meeting by following the procedure mentioned in the Notice.
- l) The facility of participation at the AGM through VC will be made available at least 500 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- m) Members who would like to express their views/have questions during the AGM may register themselves sending a request along with their questions in advance mentioning their name, demat account number/folio number, email id and mobile number at csvishal@tigerlogistics.in on or before 03.00 p.m. (IST) on September 25, 2021. Their questions will be addressed during the AGM. The Company reserves the right to restrict the number of questions of shareholders depending on the availability of time for the AGM.
- n) To get the complete details regarding User ID and password please refer NSDL website.

Instructions of E-Voting are as below:

- I. Open internet browser by typing the following URL: <https://www.evoting.nsdl.com>
- II. Click on Shareholder – Login
- III. Enter your User ID and existing password. The User –id is your Demat account number which is (DP-ID+ CLIENT –ID)
- IV. Click Login
- V. Home page of “e-Voting” appears. Click on e-Voting-Active Voting Cycles
- VI. Select E-Voting Event Number (EVEN) of Tiger Logistics India Limited for casting vote in favour or against the Item(s) of business. (Kindly note that vote once casted cannot be modified. For an EVEN, you can log-in any number of times on e-voting platform of NSDL till you have voted on the resolution or till the end date of voting period i.e up to close of 28th September, 2021 (5:00 PM) whichever is earlier).
- VII. Now you are ready for ‘E-Voting’ as ‘Cast Vote’ page opens. Voting period commences on and from 25th September, 2021 (09:00 AM) till 28th September, 2021 (5:00 PM).
- VIII. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- IX. Once you have voted on the resolution, you will not be allowed to modify your vote.

- X. The e-voting period shall commence on 25th September, 2021 (09:00 AM) to 28th September, 2021 at (5:00 PM) during this period the members of the Company, holding shares in dematerialized form, as on 22nd September, 2021 (cut-off date) may cast their vote electronically. Thereafter, the portal shall be disabled by the NSDL for voting. Members may note that once the vote on a resolution is cast, it cannot be changed subsequently.

Instructions for E-Voting During the AGM are as Follows:

- a) The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting, since the Meeting is being held through VC.
- b) Only those Members/Shareholders, who will be present at the AGM through VC facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote on such resolution(s) through e-voting system during the AGM at the end of discussion on the Resolutions on which voting is to be held, upon announcement by the Chairman.
- c) The e-voting module on the day of the AGM shall be disabled by NSDL for voting 30 minutes after the conclusion of the Meeting.

General guidelines for members:

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com.

The Board of Directors has appointed Mr. Manoj Kumar Jain, Practicing Company Secretary, as the Scrutinizer for conducting the e-voting in a fair and transparent manner. The Scrutinizer will submit the report to the Chairman cum Managing Director of the Company after the completion of scrutiny of the e-voting within prescribed time period. Then the result declared along with the Scrutiniser’s report shall be communicated to the Stock Exchanges on which the Company’s shares are listed.

Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on date of AGM.

12. Re-appointment of Director: At this Annual General Meeting Mrs. Benu Malhotra, liable to retire by rotation, and being eligible, offer herself for re- appointment.
 13. Shareholders can update their mobile number and email ID in the user profile details of the folio which may be used for sending communication(s) regarding NSDL e-voting system in future.
 14. The route map showing directions is not attached here because AGM will be held through VC.
 15. No gifts shall be distributed or forwarded to any of shareholder by any means in connection with the meeting.
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EXPLANATORY STATEMENT

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect to the business stated above is annexed hereto.

Item No. 3

In accordance with the provisions of the Act, Mr. Harpreet Singh Malhotra was appointed as Managing Director for a period of 5 years commencing from 8th May, 2016 and ending on 7th May, 2021 on the terms & conditions as approved by the Board in its meeting held on 30th May, 2016.

Considering Mr. Malhotra's outstanding contribution in developing and expanding the business of the Company and in development of trade and industry in which it operates, the Board of Directors of the Company at their meeting held on 29th June, 2021 has appointed Mr. Harpreet Singh Malhotra as Managing Director of the Company subject to the approval of the members, for a further period of 5 years effective from 8th May, 2021 at a remuneration and other terms & conditions as approved, recommended by the Nomination and Remuneration Committee i.e. Total Salary (Remuneration) : 9,00,000/- P.M.

Mr. Harpreet Singh Malhotra (aged 49) has always one viewpoint to keep the interest of stakeholder and company first than his own interest. He started the Company in May, 2000 as a private limited company. He has emerged as a successful entrepreneur who has received rightful recognition both at national and international level for his endeavor of successfully starting the Tiger Logistics and also for taking it to newer height over the years. He is great with culinary arts and always adds the ingredients of Reliability, Transparency, Hard Work, & Integrity to make the dish as desired by the customers of the Company. With rich experience of over 20 years, it would always be in the interest of the Company to continue to avail of his considerable expertise. As required under the provisions of section 197 of the Companies Act, 2013, approval of the members is sought for passing a special resolution for revision in terms of reduction in remuneration to Mr. Harpreet Singh Malhotra, Managing Director.

The above may be treated as a written memorandum setting out the terms and conditions under Section 190 of the Companies Act, 2013. For the details regarding financial performance, please refer financial statements of this annual report.

Mr. Harpreet Singh Malhotra, Mrs. Benu Malhotra & Mrs. Surjeet Kaur Malhotra are interested in the resolution. The Relatives of Mr. Harpreet Singh Malhotra may be deemed to be interested in the resolution, to the extent of their shareholding, if any in the Company.

Except the above, none of the directors or Key Managerial Personnel of the Company are interested in the above mentioned resolution.

Thus, the Board of Directors recommends the resolution set out at Item No.3 of the notice for your approval.

ANNEXURE TO THE NOTICE

Information as required under the Listing Regulations with respect to the Directors Who are appointing/reappointing:

Name of Director	Mrs. Benu Malhotra
DIN	00272443
Date of Birth	09.03.1967
Experience in Specific Functional Area	Mrs. Benu Malhotra is an expert professional in Personal Management in Industrial relation. She is an expert in human resources and human relation. She has pioneered the HR needs of logistics industry and is today one of the most respected name in HR field in India. Her long professional career gives company strong value system in following honest ethical standards and corruption free transaction. She has more than 20 years of experience in HR field.
Qualification	Post Graduate in Public administration from Punjab University and Personal Management in Industrial Relation.
Relationship	Wife of Mr. Harpreet Singh Malhotra
Please refer the Board's Report and Corporate Governance Report of this annual report for the other details like Directorship of Mrs. Benu Malhotra in other companies, Shareholding etc.	