PRANIK LOGISTICS LIMITED
Registered Office: 14th floor, PS Srijan Tech Park, Plot No 52, Block DN,
Sector-V, Salt lake, Kolkata, WB-700091
CIN: L60231WB2015PLC205412; Email Id: investor.support@pranikgroup.com

NOTICE

Notice is hereby given that the 12th Annual General Meeting of the Members of **Pranik Logistics Limited** will be held on **Thursday, 6th August, 2026** at **12:30 p.m.** (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') to transact the following business(es):

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2026 together with the Reports of the Board of Directors and the Auditors thereon.

2. To appoint a director in place of Mr. Nikunj Sonthalia (DIN: 08036743) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Special Business:

3. **Authorisation to Borrow Money u/s 180(1)(c) of the Companies Act, 2013**

To consider, and if thought fit, to pass with or without modification, the following resolution as a ***Special Resolution-***

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall include any Committee thereof) to borrow, from time to time, any sum or sums of money, whether secured or unsecured, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company as specified under Section 180(1)(c) of the Act, provided that the total amount so borrowed and outstanding at any point of time shall not exceed Rs. 100,00,00,000/- (Rupees One Hundred Crores Only), in supersession of the earlier approval of the Members authorizing borrowing up to Rs. 50,00,00,000/- (Rupees Fifty Crores Only)".

"FURTHER RESOLVED THAT the Managing Director of the Company be and is hereby authorized to borrow such monies, whether secured or unsecured, including by way of loans, credit facilities, debentures, or any other financial assistance from banks, financial institutions, bodies corporate, government or semi-government institutions, or any other persons, on such terms and conditions as the Board may deem fit and in the best interests of the Company."

"FURTHER RESOLVED THAT any of the Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents as may be necessary, expedient or desirable for giving effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

4. <u>Alteration of the Main Objects Clause of the Memorandum of Association of the Company</u>

To consider, and if thought fit, to pass with or without modification, the following resolution as a ***Special Resolution-***

"RESOLVED THAT pursuant to the provisions of Section 4, 13, 15 and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Companies (Incorporation) Rules, 2014 (including any statutory modifications, amendments, variations or re-enactment thereof, for the time being in force), and subject to necessary registrations, approvals, consents, permissions and sanctions, if any from the Competent Authority(ies) and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such Competent Authority(ies), to the extent necessary under the provisions of the said Act or under any other law for the time being in force, the consent of the Members of the Company be and is hereby accorded for amendment to existing Clause III (A) (Main Object) of the Memorandum of Association (the 'MOA') by insertion of the following new sub-clauses 5 to 7 after the existing sub-clause 4 thereof:

Sub-clause 5: To carry on the business of providing manpower supply, staffing, and human resource services in India and abroad, including recruitment, selection, hiring, training, deployment, outsourcing, payroll management, and workforce management services; to supply, provide, and deploy executives, managerial personnel, technical professionals, skilled, semi-skilled, unskilled, and contractual labor, office staff, and other personnel to logistics, transportation, warehousing, shipping, aviation, infrastructure, manufacturing, and other industries; to act as labor contractors, staffing consultants, recruitment agencies, manpower service providers, and outsourcing service providers; and to undertake all allied, ancillary, and incidental activities in connection therewith, whether on a standalone basis or as part of integrated logistics, warehousing, and supply chain management solutions, subject to applicable laws and regulations.

Sub-clause 6: To carry on the business of supply chain management, procurement, sourcing, purchasing, selling, trading, wholesaling, distributing, stocking, storing, importing, exporting, and otherwise dealing in agricultural produce, fruits, vegetables, dairy products, food products, grocery items, fast-moving consumer goods (FMCG), consumer products, consumer durables, industrial products, raw materials, packaging materials, chemicals, pharmaceuticals, healthcare products, electronic goods, and any other products or merchandise; and to undertake grading, sorting, quality inspection, packing, repacking, labeling, relabeling, kitting, bundling, inventory management, cold chain logistics, warehousing, order fulfillment, transportation, distribution, and other value-added supply chain services in connection therewith, either on its own account or on behalf of customers, manufacturers, suppliers, retailers, e-commerce entities, quick commerce platforms, and other business enterprises, in India and abroad, subject to applicable laws and regulations.

Sub-clause 7: To acquire, purchase, take on lease, license, hire, or otherwise acquire, hold, occupy, manage, and deal in immovable properties including land, warehouses, godowns, industrial sheds, fulfillment centers, cold storage facilities, offices, commercial premises, and other real estate assets; and to lease, sub-lease, license, let out, rent, or otherwise commercially exploit the same or any part thereof, either independently or as part of providing integrated logistics, warehousing, fulfillment, transportation, and supply chain management services; and to receive lease rentals, license fees, warehousing charges, or other commercial consideration therefrom, subject to applicable laws and regulations."

"FURTHER RESOLVED THAT the approval of the members of the Company be and is hereby accorded for commencing and carrying out new business and activities as included in the Clause III (A) (Main Object) of the Memorandum of Association of the Company as altered above at such time or times as the Board may in its absolute discretion deems fit."

"FURTHER RESOLVED THAT any of the Directors of the Company and/or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with the appropriate authority or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

5. **Alteration of the Incidental or Ancillary Objects Clause of the Memorandum of Association of the Company**

To consider, and if thought fit, to pass with or without modification, the following resolution as a ***Special Resolution-***

"RESOLVED THAT pursuant to the provisions of Section 4, 13, 15 and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Companies (Incorporation) Rules, 2014 (including any statutory modifications, amendments, variations or re-enactment thereof, for the time being in force), and subject to necessary registrations, approvals, consents, permissions and sanctions, if any from the Competent Authority(ies) and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such Competent Authority(ies), to the extent necessary under the provisions of the said Act or under any other law for the time being in force, the consent of the Members of the Company be and is hereby accorded for alteration of existing Clause III(B) of the Memorandum of Association of the Company by insertion of the following new sub-clauses 18 to 33 after the existing sub-clause 17 thereof:

Sub-clauses:

18. To open, maintain and operate accounts of any nature whatsoever with any bank, financial institution, government authority or other person and to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundis, bills of lading, warrants, debentures and other negotiable or transferable instruments of every kind.

19. Subject to the provisions of the Companies Act, 2013 and other applicable laws, to borrow, raise, or secure the payment of money for the purposes of the Company by such means and upon such terms and conditions as the Company may deem fit and, in particular, by the issue of debentures, debenture stock, bonds, commercial papers, or other securities, and to secure the repayment of any money borrowed, raised, or guaranteed by way of mortgage, charge, hypothecation, pledge, or lien upon all or any of the assets, properties, and undertakings of the Company, both present and future.

20. Subject to the provisions of the Companies Act, 2013, to invest, deploy, and deal with the monies of the Company not immediately required for its business in such investments, shares, stocks, bonds, debentures, mutual funds, securities, or properties, and in such manner as may from time to time be determined by the Board of Directors.

21. To advance money, give credit, grant loans, provide guarantees, indemnities or securities to such persons, firms, bodies corporate or other entities and upon such terms and conditions as

may be considered expedient, provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.

22. To improve, manage, develop, exchange, lease, mortgage, charge, sell, transfer, dispose of, turn to account or otherwise deal with all or any part of the properties, assets, rights and undertakings of the Company in such manner as may be considered expedient.

23. To remunerate any person, firm or company for services rendered or to be rendered in connection with the formation, promotion, management or conduct of the business of the Company, subject to the provisions of applicable laws.

24. To provide for the welfare of employees and ex-employees of the Company and their dependents by grants of money, pensions, gratuity, allowances, bonus, medical assistance, housing facilities, insurance, educational assistance and by contributing to or supporting trusts, institutions, associations, clubs, funds and schemes established for such purposes.

25. To undertake and execute any trusts, whether gratuitously or otherwise, which may be conducive to the attainment of the main objects of the Company.

26. To establish, maintain and operate branch offices, agencies, representative offices, local registers and places of business in India or outside India and to procure the registration or recognition of the Company in any foreign country or jurisdiction.

27. To advertise, promote and make known the business, products and services of the Company through newspapers, magazines, circulars, brochures, publications, exhibitions, trade fairs, electronic media, digital platforms and other means and to institute and award prizes, rewards, grants and donations for the promotion of its business.

28. To promote, form, incorporate, acquire, subscribe to, invest in, assist, manage or otherwise be interested in any company, body corporate, partnership, limited liability partnership or other entity having objects wholly or partly similar to those of the Company or capable of being conducted so as directly or indirectly to benefit the Company.

29. To establish, maintain, subsidize or assist research, training and development facilities, laboratories, workshops, conferences, seminars and technical training programmes and to encourage studies, investigations and innovations which may assist in the attainment of the objects of the Company.

30. To train or arrange for the training in India or abroad of any employee, officer, manager or other personnel of the Company and to engage, appoint and remunerate consultants, experts, technicians and professionals for the advancement of the business and objects of the Company.

31. To carry on any business which the Company is authorized to carry on through any subsidiary, associate, joint venture, affiliate or other entity in India or abroad and to enter into arrangements for financing, management, supervision, profit sharing, guarantees or other support in relation thereto, subject to applicable laws.

32. Subject to the provisions of the Companies Act, 2013 and other applicable laws, to enter into any scheme of arrangement, compromise, amalgamation, merger, demerger, reconstruction,

hive-off, business transfer or corporate restructuring with any company, body corporate, firm, limited liability partnership or other entity, whether in India or abroad.

33. To do all or any of the above acts, deeds and things as principals, agents, contractors, trustees or otherwise, either alone or jointly with others, and to appoint agents, representatives, contractors and other intermediaries for carrying on the business of the Company."

"FURTHER RESOLVED THAT any Director of the Company and/or the Company Secretary be and are hereby severally authorized to sign, execute and file all necessary forms, applications, returns and documents with the Registrar of Companies and such other authorities as may be required and to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient for giving effect to this resolution and for matters incidental thereto."

6. **Appointment of Mr. Avinash Saigal as a Whole-time Director of the Company and Approval of his Remuneration**

To consider, and if thought fit, to pass with or without modification, the following resolution as a ***Special Resolution-***

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203, and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the members of the Company be and is hereby accorded for the appointment of Mr. Avinash Saigal (DIN: 11730269), Chief Executive Officer ('CEO') and Key Managerial Personnel ('KMP') of the Company, who was appointed as an Additional Director in the Executive category by the Board of Directors with effect from 3rd July, 2026, pursuant to Section 161(1) of the Act and who holds office up to the date of this Annual General Meeting, as a Whole-time Director ('WTD') of the Company, for a period of three (3) years with effect from July 3, 2026, liable to retire by rotation, on the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors."

"FURTHER RESOLVED THAT Mr. Avinash Saigal shall be paid remuneration excluding components such as provident fund contribution, perquisites, leave encashment, payment of gratuity, and other special allowances as per the Company Policy, up to an initial aggregate amount of ₹18,00,000/- (Rupees Eighteen Lakhs only) per annum, for a financial year having adequate profits. He shall also be entitled to the reimbursement of actual entertainment, traveling, boarding, lodging, and such other out-of-pocket expenses incurred by him in connection with meeting the business requirements of the Company."

"FURTHER RESOLVED THAT the aggregate salary, together with perquisites, allowances, benefits, and amenities payable to Mr. Avinash Saigal, CEO and WTD, shall not exceed the limits prescribed from time to time under Sections 196 and 197 read with Schedule V to the Act. In the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Avinash Saigal, the remuneration payable to him shall be governed by the provisions of Section II of Part II of Schedule V to the Act, or any statutory modification or re-enactment thereof, and he shall be entitled to receive remuneration up to the maximum limits permissible thereunder, notwithstanding the limits specified above., with liberty granted to the Board of Directors or any Committee thereof to alter, vary, or decide the breakup of the components of such remuneration from time to time in consultation with him."

"FURTHER RESOLVED THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to determine, revise, alter, vary or restructure the components of remuneration, grant annual performance-based increments, and modify the terms and conditions of his appointment and remuneration from time to time, provided that the total remuneration remains within the limits prescribed under the Companies Act, 2013 and Schedule V thereto, or any statutory modification or re-enactment thereof."

"FURTHER RESOLVED THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things, and to execute all such documents, instruments and writings as may be considered necessary, desirable or expedient for giving effect to this resolution."

By Order of the Board
Pranik Logistics Limited

Registered Office:
PS Srijan Tech Park, 14th Floor,
DN Block, Sector-V, Saltlake, Kolkata, WB-700091

Sd/-
Anushree Chowdhury
Company Secretary &
Compliance Officer

Place: Kolkata
Date: 3rd July, 2026

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the 'Act') and the Secretarial Standard - 2 on General Meeting ('SS-2'), setting out the material facts concerning each item of Ordinary / Special Business to be transacted at the meeting is annexed to this Notice.

2. The Ministry of Corporate Affairs ('MCA') vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, (collectively referred to as ('MCA Circulars') and in terms of the Securities and Exchange Board of India ('SEBI') in continuation to its previous No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, No. SEBI/HO/ CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated 5th January, 2023 further extended the relaxation vide Circular SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 ('SEBI Circulars'), and in compliance with the provisions of the Act and with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company is convening the 12th Annual General Meeting ('AGM') through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM'). The deemed venue for the AGM will be the Registered Office of the Company, i.e., 14th Floor, PS Srijan Tech Park, DN Block, Plot No. 52, Sector-V, Saltlake, Kolkata, West Bengal-700091.

3. Since the AGM is being held through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 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.

5. The businesses set out in this Notice will also be transacted through electronic voting system and the Company is providing facility for voting by electronic means through National Securities Depository Limited ('NSDL'). Instructions and other information relating to e-voting are given in this Notice under Note no. 19. The Company will also send communication to the members relating to remote e-voting which *inter-alia* would contain details about User ID and password, separately.

   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. The members who cast their vote by using remote e-voting may also attend the AGM but shall not be entitled to cast their vote again at the AGM.

6. Institutional/Corporate Shareholders (i.e., other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting, pursuant to the provisions of Section 112 and 113 of the Act. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through its registered e-mail address at info.prachi92@gmail.com and evoting@nsdl.com with a copy marked to investor.support@pranikgroup.com.

7. In case of joint shareholders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

8. Details of Director including his brief profile, seeking re-appointment in terms of Regulation 36(3) of the Listing Regulations and SS - 2 are annexed hereto and forms part of this Notice. The Directors has furnished the requisite declaration for their appointment.

9. In compliance with the above AGM related Circulars and in order to support the "Green Initiative in the Corporate Governance" by the Ministry of Corporate Affairs, the Annual Report for the FY 2025-26 and the Notice of the 12th AGM of the Company inter alia indicating the process and manner of e-voting are being sent only in electronic form, to all those Members whose e-mail IDs are registered with Company/Company's Registrar and Share Transfer Agent i.e., Maashitla Securities Private Limited ('RTA')/Depository/Depositories Participants for communication purposes.

   Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the FY 2025-26 is available, is being sent to those members whose e-mail addresses are not registered with the Company's RTA/Depository/Depository Participants.

   Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website https://pranikgroup.com/financial-information/ website of the Stock Exchange i.e., National Stock Exchange of India Limited (NSE) at https://www.nseindia.com/ and on the website of NSDL at https://www.evoting.nsdl.com.

10. Members holding shares in dematerialised form are requested to intimate immediately any change in their email ID or address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members are also requested to notify any change in their email ID or address or bank mandates to the Company/RTA and always quote their Folio Number or DP ID and Client ID Numbers in all correspondence with the Company/RTA.

11. Pursuant to the amendment to Regulation 40 of the Listing Regulations and SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022, listed companies shall issue the securities in dematerialised form only, while processing investor service request pertaining to issuance of duplicate share certificate; claim from Unclaimed Suspense Account; renewal/ exchange of securities certificates; endorsement; sub-division/splitting of share certificates; consolidation of securities certificates; including transmission and transposition.

12. As per the provisions of the Act, the facility for making nominations is available to the shareholders in respect of the equity shares held by them. This facility is made available folio wise to individual shareholders including joint holders and for the entire shares registered under the folio. Members

holding shares in dematerialised form may contact and consult their respective depository participants (DP) for availing the nomination facility.

13. Non-Resident Indian Members are requested to inform the RTA immediately of:

    - Change in their residential status on return to India for permanent settlement.
    - Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the Bank with pin code number.
    - Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

14. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their Depository Participants with whom they are maintaining their demat accounts.

15. The Company has designated an exclusive e-mail ID investor.support@pranikgroup.com which would enable the members to communicate their grievances. The members may send their grievances, if any, to this e-mail ID for its quick redressal. Further, SEBI vide circular dated July 31, 2023 read with Master Circular dated December 29, 2023, has been established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above mentioned circulars, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website at https://pranikgroup.com/investors-information/.

16. Members desirous of obtaining any information concerning Financial Statements and operations of the Company or any other matter to be placed at the meeting are requested to send their queries at an early date before the date of AGM, through email on investor.support@pranikgroup.com. The same will be replied by the Company suitably.

17. All relevant documents referred to in this Notice and explanatory statement requiring the approval of the Members at the Meeting, Statutory Registers will be available for inspection in electronic mode without any fee. Members seeking to inspect such documents can send email at investor.support@pranikgroup.com mentioning their name, folio no / DP ID and Client ID along with a self-attested copy of their PAN card.

18. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio. The consolidation will be processed in demat form.

19. **Voting through electronic means**
    Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (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 on the date of the EGM/AGM will be provided by NSDL.

I. The remote e-voting period shall commence on Monday, 3rd August, 2026 at 9:00 a.m. (IST) and will end on Wednesday, 5th August, 2026 at 5:00 p.m. (IST). During this period the members of the Company, holding shares either in physical form or in dematerialised form, as on Friday, 31st July, 2026 ('cut-off date for e-voting') may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by shareholder, the shareholder shall not be allowed to change it subsequently.

II. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the Depositories as on **31st July, 2026 ('cut-off date'**) only shall be entitled to vote through remote e-voting and through voting at the AGM. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date.

III. The Board of Directors has appointed Mrs. Prachi Bhartia, Practicing Company Secretary (ACS No. 53022, CP No. 22964) as the scrutinizer to scrutinize the voting during the AGM and the remote e-voting process in a fair and transparent manner and required consent for such appointment has been received.

IV. Members desiring to vote through remote e-voting and join virtual meeting may refer to the following steps:

Step 1: Access to NSDL e-Voting system
Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system

Step 1: Access to NSDL E-voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, individual members holding shares in dematerialised form can participate in the e-Voting process by way of a single login credential, through their demat accounts or websites of depositories/DPs. Members are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with **NSDL**	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL

	Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to

CDSL	visit CDSL website www.cdslindia.com and click on login icon & New System **Myeasi** Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System **Myeasi** Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important Note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at e-voting@nsdl.com or contact at toll free no. 022- 4886 7000.
Individual Shareholders holding securities in demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call at toll free no.: 1800-21-09911.

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login i.e., Step 1. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your e-mail ID is not registered, then please follow the steps as mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join AGM on NSDL e-Voting system

How to cast your vote electronically and join AGM on NSDL e-Voting system?

I. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
II. Select "EVEN" of the company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
III. Now you are ready for e-Voting as the Voting page opens.
IV. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
V. Upon confirmation, the message "Vote cast successfully" will be displayed.
VI. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
VII. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

I. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail info.prachi92@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

II. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e., 31st July 2026, may obtain the login ID and password by sending a request at evoting@nsdl.com or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 4430. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned in the Notice of the AGM under **"Step 1: Access to NSDL e-Voting system" (Above).**

III. 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.

IV. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders/Members and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022- 4486 7000 or send a request to Mr. Pritam Dutta, Senior Manager at pritamd@nsdl.com/ evoting@nsdl.com.

V. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor.support@pranikgroup.com or compliance@maashitla.com. If you are an individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A)** i.e., Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

2. Alternatively, shareholders/Members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

3. In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

The instructions for members for e-voting on the day of the AGM are as under: -

a) The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
b) Only those Members/shareholders, who will be present at the AGM and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
c) Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
d) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.
e) Members are requested to follow the instructions, if any, provided during the currency of the AGM for remote e-voting.

Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join Meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. 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 to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Facility of joining the AGM through VC/OAVM shall open 15 minutes before the time scheduled for the AGM and shall be available for Members on first-come-first-served-basis.

5. 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 respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

6. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at investor.support@pranikgroup.com latest by 5:00 p.m. (IST) on Tuesday, 4th August, 2026.

7. Members who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor.support@pranikgroup.com latest by 5:00.p.m. (IST) on Tuesday, 4th August, 2026. The same will be replied by the company suitably.

8. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.

10. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

11. Members who need assistance before or during the AGM, can contact Mr. Pritam Dutta, Senior Manager, NSDL at pritamd@nsdl.com/ evoting@nsdl.com or call on 022- 2499 7000.

12. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act read with the relevant AGM Circulars.

Other Instructions

1. The Scrutinizer shall after the conclusion of voting at the meeting, first count the votes cast during the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer shall submit not later than 48 hours from the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

2. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.pranikgroup.com and on the website of NSDL and also be displayed on the Notice Board of the Company immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be simultaneously communicated to the Stock Exchange where the shares of the Company are listed within 48 hours from the conclusion of the AGM.

3. The scrutinizer's decision on the validity of e-voting will be final.

4. The Notice of AGM is being sent to the members, whose names appear in the Register of Members/ Depositories as at closing hours of business, on 3rd July, 2026.

5. The resolutions shall be deemed to be passed on the AGM date i.e., 6th August, 2026, subject to receipt of the requisite number of votes in favour of the resolutions.

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

Item No. 3

The Members of the Company had previously, in the Extraordinary General Meeting held on 16th May, 2024, approved the borrowing powers of the Board of Directors up to Rs. 50 Crores (Rupees Fifty Crores Only) under Section 180(1)(c) of the Companies Act, 2013.

Considering the Company's current growth plans, increasing working capital requirements, and future business expansions, the Company requires additional funds. Therefore, the Board of Directors, at its meeting held on 15th May, 2026, approved and recommended enhancing the borrowing limit from Rs. 50,00,00,000/- (Rupees Fifty Crores Only) to Rs. 100,00,00,000/- (Rupees One Hundred Crores Only).

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow money exceeding the aggregate of the Company's paid-up share capital, free reserves, and securities premium (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) without the approval of the shareholders by way of a Special Resolution.

Accordingly, this Special Resolution seeks the approval of the Members to authorize the Board of Directors to borrow monies, from time to time, up to an aggregate outstanding amount not exceeding Rs. 100,00,00,000/- (Rupees One Hundred Crores Only) on terms and conditions that the Board deems fit and in the best interest of the Company.

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

The Board recommends the resolution as set out at Item No. 3 to the shareholders for their approval as Special Resolution.

Item No. 4:

The Company is currently engaged in the core business of logistics, transportation, warehousing, and supply chain management solutions. With the rapid evolution of the logistics landscape, driven by the growth of e-commerce, quick-commerce platforms, automated fulfillment structures, and modern warehousing assets, the business dynamics have significantly expanded.

To capitalize on emerging market opportunities, achieve operational efficiencies, and leverage the Company's existing infrastructure, the Board of Directors proposes to diversify and expand its business horizons into the following synergistic areas:

1. **Manpower Supply & Staffing Services (Sub-clause 5):** Specialized operations in logistics and warehousing heavily depend on skilled, technical, and contractual workforce management. Providing integrated human resource and staffing solutions, both domestically and internationally, will allow the Company to optimize its internal requirements while generating a structured revenue stream by acting as a specialized workforce solutions provider to allied industries.

2. **Integrated Supply Chain & Fulfillment Services (Sub-clause 6):** Modern supply chain ecosystems require logistics providers to manage critical procurement, inventory, sorting, and micro-fulfillment actions for consumer brands, retail chains, and digital commerce enterprises. Incorporating trading, wholesaling, and value-added supply chain management services will allow the Company to deliver end-to-end, integrated solutions to quick-commerce and e-commerce players.

3. **Leasing and Commercial Utilisation of Warehousing Infrastructure (Sub-clause 7):** Real estate assets, such as fulfillment hubs, cold chain facilities, and industrial godowns, form the backbone of advanced logistics networks. Giving the Company the capacity to hold, lease, sub-lease, or otherwise commercially exploit immovable properties will enable strategic asset monetization, stable rental yields, and institutional real estate management alongside its core operations.

Pursuant to the provisions of Section 13 of the Companies Act, 2013, any alteration to the Objects Clause of the Memorandum of Association requires the approval of the members by way of a Special Resolution.

The copy of the existing Memorandum of Association (MOA) and the proposed altered copy showing the insertion of the new Sub-clauses 5, 6, and 7 under Clause III (A) will be available for inspection by the members at the Registered Office of the Company during business hours on any working day up to the date of this Annual General Meeting, and will also be available at the venue of the meeting and on the website of the Company.

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

The Board recommends the resolution as set out at Item No. 4 to the shareholders for their approval as Special Resolution.

Item No. 5:

The Company proposes to alter Clause III(B) of its Memorandum of Association by inserting new sub-clauses 18 to 33 relating to matters incidental or ancillary to the attainment of its main objects. The proposed additions/alteration is intended to provide greater operational flexibility and enable the Company to efficiently undertake activities relating to borrowing, investments, guarantees, employee welfare, establishment of branch offices, research and training, corporate restructuring, subsidiaries, joint ventures and other matters incidental to its business.

The copy of the existing Memorandum of Association (MOA) and the proposed altered copy showing the insertion of the new Sub-clauses under Clause III (A) will be available for inspection by the members at the Registered Office of the Company during business hours on any working day up to the date of this Annual General Meeting, and will also be available at the venue of the meeting and on the website of the Company.

Pursuant to the provisions of Sections 13 and other applicable provisions of the Companies Act, 2013, the proposed alterations require approval of the Members by way of a Special Resolution.
None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the resolution as set out at Item No. 5 to the shareholders for their approval as Special Resolution.

Item No. 6:

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Avinash Saigal (DIN: 11730269) as an Additional Director in the category of Executive Director with effect from 3rd July, 2026. Pursuant to Section 161(1) of the Companies Act, 2013 (the 'Act'), Mr. Avinash Saigal holds office up to the date of this Annual General Meeting ('AGM').

Mr. Avinash Saigal also serves as the Chief Executive Officer ('CEO') and a Key Managerial Personnel ('KMP') of the Company. Given his deep professional expertise, leadership, and significant contribution to the operational growth of the Company, the Board of Directors, at its meeting held on 3rd July, 2026, recommended his appointment as a Whole-time Director ('WTD') of the Company for a period of three (3) consecutive years with effect from 3rd July, 2026, liable to retire by rotation.

Terms of Remuneration: The proposed remuneration structure has been designed to align with corporate performance and market standards, comprising basic pay, housing rent allowance (HRA), statutory contributions (including provident fund), perquisites, leave encashment, gratuity, and other special allowances as per Company Policy. For a financial year with adequate profits, the current agreed remuneration is capped up to a maximum aggregate amount of ₹18,00,000/- (Rupees Eighteen Lakhs only) per annum.

Inadequacy of Profits and Minimum Remuneration: In compliance with Section 197 read with Schedule V of the Act, the resolution explicitly clarifies that in the event of a loss or inadequacy of profits in any financial year during his three-year tenure, the current agreed baseline cap of ₹18,00,000/- shall stand extended, and the Company will be authorized to pay him remuneration as minimum remuneration up to the maximum permissible statutory limits specified under Section II of Part II of Schedule V of the Act. Further, the Board (or a committee thereof) is authorized to grant annual performance-based increments and alter the structure within these limits without seeking fresh approval from the members every year.

Information as per Section II of Part II of Schedule V of the Companies Act, 2013:

I. General Information:

1.	Nature of industry	The Company is engaged in the logistics and supply chain industry and provides integrated third-party logistics (3PL) solutions, including transportation, warehousing, reverse logistics, clearing and forwarding (C&F) services, value-added logistics services and other allied logistics solutions.
2.	Date or expected date of commencement of commercial production	The Company has been engaged in its business operations since its incorporation on 24th February, 2015.
3.	In case of new companies, expected date of commencement of activities as per project approved by	Not Applicable. The Company is an existing company.

	financial institutions appearing in the prospectus			
4.	Financial performance based on given indicators:			
(₹ In Lacs)				
	Particulars	**2025-26**	**2024-25**	**2023-24**
	Total Income	16,188.01	10,604.47	6,770.08
	Total Expenses	15,247.74	9,743.27	6,213.03
	Profit/Loss before interest, Depreciation & Tax	1717.27	1317.96	934.19
	Profit/ (Loss) before taxation	940.26	861.20	557.05
	Profit / (Loss) after Tax	703.92	644.42	406.56
5.	Foreign investments or collaborations, if any.	NIL		

II. Information about the appointee:

Sl No.	Particulars	Details
1.	Background and Experience	Mr. Avinash Saigal has over 22 years of experience in supply chain management, logistics operations, distribution management, planning, inventory control, warehousing, and business operations across the retail, telecom, poultry, business consulting, logistics, and infrastructure sectors. He holds a postgraduate qualification from IIPM, Bangalore. Mr. Saigal joined Pranik Logistics in April 2022 and was appointed as the Chief Executive Officer in 2024. Prior to joining Pranik Logistics, he held leadership positions with MORE Retail Private Limited, Innovative Retail Concepts Private Limited (BigBasket), Reliance Jio Infocomm Limited, Reliance Retail Limited, and Suguna Group. His areas of expertise include supply chain strategy, logistics and distribution management, inventory optimisation, demand planning, warehousing, process improvement, cost optimisation, and business operations.
2.	Past Remuneration	Not applicable, as this is his first appointment as Director of the Company.

3.	Job Profile and Suitability	Mr. Avinash Saigal oversees the overall management, day-to-day operations, and corporate governance of the Company as the Chief Executive Officer under the guidance of the Board of Directors. In his role as a Whole-time Director, he will continue to drive the Company's strategic direction, policy formulation, and long-term growth initiatives. Leveraging his extensive experience in supply chain and logistics management, he has played a pivotal role in strengthening the Company's infrastructure and operational performance, making his proven leadership, industry expertise, and strategic vision uniquely well-suited for this position.
4.	Remuneration Proposed	₹18,00,000/- (Rupees Eighteen Lakhs only) per annum, plus such perquisites and allowances as may be decided by the Board, within the limits of the Companies Act, 2013 and the rules made thereunder.
5.	Comparative Remuneration	The remuneration is commensurate with the size and nature of the Company and is in line with industry norms for similar positions.
6.	Pecuniary Relationship	Mr. Saigal is being paid remuneration from the Company in his capacity as the Chief Executive Officer and a Key Managerial Personnel of the Company. He will not be entitled to receive remuneration from any other entity. Other than as mentioned above, he does not have any pecuniary relationship, directly or indirectly, with the Company, or with any other Managerial Personnel.
7.	Awards & Recognition: Mr. Avinash Saigal has been conferred with the following awards and recognitions-	
	Awards/ Recognition	
	Award of Excellence by Reliance Retail - Consumer Supply Chain Management for exceptional contribution towards process improvements through innovative ideas in the year 2019.	
	Certificate of Appreciation from Suguna Poultry for significant contribution towards the successful implementation of the Oracle eBusiness Suite (Project Zeal) in the year 2006	

III. Other Information:

1.	Reasons of loss or inadequate profits	Not Applicable. The Company has earned adequate profits during each of the three financial years immediately preceding the financial year ended 31st March, 2026.
2.	Steps taken or proposed to be taken for improvement	Not Applicable
3.	Expected increase in productivity and profits in measurable terms	The Company earned a Profit After Tax of ₹703.92 lakhs for the financial year ended 31st March, 2026 and expects continued growth in its productivity and profitability in the coming years.

IV. Disclosures: The requisite disclosures relating to the remuneration of Mr. Saigal, including the remuneration structure, terms and conditions of appointment and other relevant particulars as required under the Companies Act, 2013 and Schedule V thereto, are set out in the Notice convening this Annual General Meeting and the Explanatory Statement annexed thereto. Since the Company's equity shares are listed on the SME Platform of the National Stock Exchange of India Limited (NSE), the Company is exempt from compliance with the Corporate Governance provisions under Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in terms of Regulation 15(2) thereof.

In line with the provisions of Section 197 read with Schedule V to the Companies Act, 2013, the Company seeks approval of shareholders by way of Special Resolution to enable payment of remuneration to Mr. Avinash Saigal, not only in the current scenario where the Company has adequate profits, but also in future years where the Company may have inadequate or no profits.

None of the Directors or Key Managerial Personnels of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in the Notice.

Disclosure as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard- 2 issued by the Institute of Company Secretaries of India are set out and annexed as **Annexure** to this notice.

Annexure

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out herein below:

Name of Director	**Mr. Nikunj Sonthalia**	**Mr. Avinash Saigal**
DIN	08036743	11730269
Date of Birth	7th July, 1999	1st March, 1981
Age	26 years, 11 months	45 years, 3 months
Nationality	Indian	Indian
Date of First Appointment on the Board	27th May, 2025	3rd July, 2026 as an Additional Director designated in the category of Executive Director.
Qualifications	Post Graduate Diploma in Management	Post Graduate, IIPM Bangalore
Experience (including nature of expertise in specific functional areas)/ Brief Resume	Mr. Nikunj Sonthalia is the promoter and Whole-time Director of our Company. He has been appointed with effect from 27th May, 2025. He has completed his graduation in Commerce from St. Xavier's College, Kolkata, and holds a Post Graduate Diploma in Management (PGDM) with a specialization in Healthcare Management from the Goa Institute of Management. His appointment on the Board of Pranik Logistics Limited reflects the Company's commitment to strengthening its leadership team with a dynamic perspective and supporting innovation and long-term growth across its operations.	Mr. Avinash Saigal has over 22 years of experience in supply chain management, logistics operations, distribution management, planning, inventory control, warehousing, and business operations across the retail, telecom, poultry, business consulting, logistics, and infrastructure sectors. He holds a postgraduate qualification from IIPM, Bangalore. Mr. Saigal joined Pranik Logistics in April 2022 and was appointed as the Chief Executive Officer in 2024. Prior to joining Pranik Logistics, he held leadership positions with MORE Retail Private Limited, Innovative Retail Concepts Private Limited (BigBasket), Reliance Jio Infocomm Limited, Reliance Retail Limited, and Suguna Group. His key areas of expertise include supply chain strategy, logistics and distribution management, inventory optimization, process improvement, demand planning, operational excellence, cost optimization, and team leadership. He has successfully led large-scale supply chain operations and implemented strategic initiatives that have enhanced

		operational efficiency and supported business growth.
Terms and conditions of appointment or re-appointment	Mr. Nikunj Sonthalia is a Whole-time Director, retires by rotation and being eligible, offers himself for re-appointment.	As per the Nomination & Remuneration Committee and Explanatory Statement to the Notice.
Details of remuneration sought to be paid.	Rs. 1,00,000 per month	Rs. 18,00,000 per annum Also, he has no pecuniary relationship apart from remuneration.
Details of remuneration last drawn (including sitting fees, if any)	During the previous financial year, he has been paid Rs. 1,00,000 per month in the capacity of Whole-time Director. Also, he has no pecuniary relationship apart from remuneration.	Past remuneration is not applicable (first appointment as Director).
Number of meetings of the Board, Committee and General Meeting attended during the year 2025-26 (out of the total meetings held during their tenure as director till the date of AGM Notice)		
Board Meetings	*9*	*1, i.e., 3rd July 2026*
Board Committee Meetings	*Nil*	*NA*
General Meeting	*1*	*NA*
Number of Shares held in the Company	Nil	150 equity shares
Directorship held in other Companies (excluding foreign companies & section 8 companies)	None	None
Chairman/ Member of Committees of Board of Director of other Listed Companies	None	None
Disclosure of relationships between Directors/KMP inter-se	Mr. Nikunj Sonthalia does not fall under the definition of a 'relative' as per Section 2(77) of the Companies Act, 2013 and	None

	Regulation 2(1)(zd) of Listing Regulations, which define "relative" to include immediate family members such as spouse, parents, siblings, children, and their respective spouses. However, in the interest of transparency, it is disclosed that Mr. Nikunj Sonthalia is the cousin of Mr. Pranav Kumar Sonthalia, Managing Director, and Ms. Shradha Kumari, Promoter of the Company, and brother-in-law of Mrs. Minal Sonthalia, Non-Executive Director of the Company. This information is shared purely for disclosure and transparency purposes.	
Listed entities from which resigned in the past 3 (three) years	None	None