

NOTICE

MAHINDRA LOGISTICS LIMITED

Registered Office: Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400 018

Corporate Office: 10th & 11th Floor, Arena Space, Near Majas Bus Depot, Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai - 400 060

Website: www.mahindralogistics.com **E-mail:** cs.mll@mahindra.com

Phone: +91 22 2490 1441 / +91 22 6836 7900

CIN: L63000MH2007PLC173466 **ISIN:** INE766P01016

NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING

Notice is hereby given that the SIXTEENTH ANNUAL GENERAL MEETING ("AGM") of MAHINDRA LOGISTICS LIMITED will be held on Monday, 24 July 2023 at 3:30 p.m. (IST) through Video Conferencing/any Other Audio-Visual Means facility to transact the following businesses.

The proceedings of the 16th AGM shall be deemed to be conducted at the Registered Office of the Company at Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400 018 which shall be the deemed venue of the 16th AGM.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2023 and the reports of the Board of Directors and the Statutory Auditor thereon

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2023, and the reports of the Board of Directors and the Statutory Auditor thereon, as circulated to the Members, be and are hereby received, considered and adopted."

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2023 and the report of the Statutory Auditor thereon

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

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2023 and the report of the Statutory Auditor thereon, as circulated to the Members, be and are hereby received, considered and adopted."

3. To declare final dividend on the equity shares of the Company for the financial year ended 31 March 2023

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

"RESOLVED THAT as recommended by the Board of Directors of the Company, final dividend of ₹ 2.50 per equity share of the face value of ₹ 10/- each fully paid-up (25% on face value), be and is hereby declared for the financial year ended 31 March 2023 and the same be paid and distributed out of the profits of the Company for the financial year ended 31 March 2023."

4. To re-appoint Mr. Naveen Raju Kollaickal, as Non-Executive Director, liable to retire by rotation

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

"RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 read with Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Naveen Raju Kollaickal (DIN:07653394), Non-Executive Director, who retires by rotation at this 16th Annual General Meeting, and being eligible for re-appointment, be and is hereby re-appointed as a Non-Executive Director of the Company, liable to retire by rotation."

By order of the Board
For Mahindra Logistics Limited

Ruchie Khanna
Company Secretary
Membership No.: ACS24922

Registered Office:

Mahindra Towers, P. K. Kurne Chowk, Worli,
Mumbai - 400 018.
CIN: L63000MH2007PLC173466
E-mail: cs.mll@mahindra.com
Website: www.mahindralogistics.com
Tel: +91 22 2490 1441 / +91 22 6836 7900

Place: Mumbai

Date: 24 April 2023

NOTES AND SHAREHOLDER INFORMATION:

A. CONVENING OF ANNUAL GENERAL MEETING THROUGH VIDEO CONFERENCING OR ANY OTHER AUDIO-VISUAL MEANS FACILITY

1. The Ministry of Corporate Affairs ("MCA") has, vide its general circular no. 10/2022 dated 28 December 2022 read with circular nos. 20/2020 dated 5 May 2020, 17/2020 dated 13 April 2020 and 14/2020 dated 8 April 2020 (collectively referred to as "MCA Circulars"), *inter-alia*, permitted conduct of Annual General Meeting ("AGM") through Video Conferencing or any Other Audio-Visual Means ("VC/OAVM") facility till 30 September 2023. In compliance with the MCA Circulars, the Company will be convening its 16th AGM through VC/OAVM facility provided by National Services Depositories Limited ("NSDL") without the physical presence of the Shareholders at a common venue. The registered office of the Company as stated in this Notice shall be the deemed venue of the AGM.

The Company will also be providing the facility of live webcast of proceedings of the AGM.

2. Quorum: Shareholders attending the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 ("Act").

3. Proxy: PURSUANT TO THE PROVISIONS OF THE ACT, A SHAREHOLDER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY(IES) TO ATTEND AND VOTE ON HIS/HER/THEIR BEHALF AND THE PROXY NEED NOT BE A SHAREHOLDER OF THE COMPANY.

In terms of the MCA Circulars and the Securities and Exchange Board of India ("SEBI") circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5 January 2023 read with circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020 ("SEBI Circulars"), the requirement of sending proxy forms has been dispensed with.

Hence, the facility for appointment of proxy(ies) by the Shareholders will not be available for the AGM and accordingly, the Proxy Form is not annexed to this Notice.

4. Attendance Slip and Route Map: Since physical attendance of Shareholders has been dispensed in terms of the MCA Circulars, Attendance Slip and Route Map with prominent landmark is not annexed to this Notice.

5. Institutional/Corporate Members are encouraged to attend and cast votes at the AGM through VC/OAVM facility.

Institutional/Corporate Members who intend to authorise their representatives to participate and vote at the AGM through VC/OAVM on their behalf, are requested to e-mail certified copy of the Board Resolution/Authorisation Letter, to the Scrutinizer at ml.scrutinizer@gmail.com with a copy marked to NSDL at evoting@nsdl.co.in and the Company at cs.mll@mahindra.com or upload the same on the e-voting portal by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login, pursuant to Section 113 of the Act, failing which their votes cast and attendance at the AGM will be considered invalid.

6. Shareholder right to ask a question: Shareholders attending the meeting have a right to ask questions with regard to the Financial Statements or any other agenda items placed at the AGM. Shareholders can exercise their rights by registering as speaker shareholder or using the chat box facility or sending their queries/questions at the Company's investor desk.

Chat Box during live webcast	Speaker Shareholder	Investor desk
During the live webcast of AGM, Shareholders may post their queries/questions on the agenda matters being considered at the AGM, in the Chat box provided for the said purpose.	Shareholders can register themselves as a Speaker Shareholder by sending written request from their registered e-mail address mentioning their Name, DP ID and Client ID number/ Folio number and Mobile number, to the Company's investor desk at cs.mll@mahindra.com latest by Friday, 21 July 2023, 3:30 p.m. (IST).	Shareholders can write to the Company's investor desk cs.mll@mahindra.com for any queries/questions, from their registered e-mail address, mentioning their Name, DP ID and Client ID number/ Folio number and Mobile number.

Only those Members who have registered themselves as a Speaker will be allowed to speak/ express their views and ask questions/queries during the AGM.

The Company reserves the right to restrict the number of speakers and time allotted to speak, as appropriate depending on the availability of time at the AGM for smooth conduct thereof. Members are requested to keep their queries brief and restrict their speaking time to 5 minutes, to give all speakers an opportunity to participate as well as complete the AGM proceedings within the specified time frame.

7. Transcript of AGM: The recorded transcript and proceedings of the AGM will be made available on the website of the Company at <https://mahindralogistics.com/financial-information> and the proceedings will also be uploaded on the website of the stock exchanges where equity shares of the Company are listed viz. BSE Limited and National Stock Exchange of India Limited, within the statutory timelines.

How to attend the AGM through VC/OAVM facility?

- a. Members can join the AGM through laptops/desktops/notepads/tablets/smartphones with front camera. It is recommended to use high speed internet Wi-Fi or LAN Connection to avoid any disturbance during the AGM and have a seamless experience.
- b. The VC/OAVM facility will be live 30 minutes before the scheduled time of the commencement of the AGM and will be available for the members to participate throughout the proceedings of the AGM.
- c. Shareholders can participate in and attend the AGM through VC/OAVM facility by successfully logging-in through any of the below links:

For all Shareholders through NSDL Portal	https://www.evoting.nsdl.com/
For Individual Shareholders holding shares in dematerialised ("demat") mode with NSDL	https://eservices.nsdl.com
For Individual Shareholders holding shares in demat mode with Central Depository Services (India) Limited ("CDSL")	https://web.cdslindia.com/myeasitoken/home/login
- d. After successful login, Members will see the active e-voting cycles/events. The EVEN of the Company 124267 will be displayed. Click link of "VC/OAVM" placed under "Join meeting" menu against company name - Mahindra Logistics Limited.
- e. Please note that the Shareholders who do not have the User ID and Password or have forgotten the User ID and Password may retrieve the same by following instructions given at note no. G to avoid last minute hassle.

B. ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT

1. The MCA and SEBI have vide the MCA Circulars and SEBI Circular, *inter alia*, provided relaxations to companies from dispatching physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith) to the Shareholders for the AGMs to be conducted till 30 September 2023.
2. Accordingly, the Integrated Annual Report for Financial Year ("FY") 2022-23 comprising of the Audited Financial Statements, Report of the Board of Directors and Statutory Auditors' thereon and other documents required to be attached therewith including the Notice of the 16th AGM of the Company are dispatched only through electronic mode to those Shareholders whose e-mail address is registered with the Company or the Depositories or the Depository Participant(s) ("DPs") or with Link Intime India Private Limited, Registrar & Share Transfer Agent ("Link Intime/RTA").
3. In compliance with the MCA Circulars, the Company has published a public notice by way of advertisements made on Saturday, 24 June 2023 in Business Standard (in English language) and Sakal (in Marathi language), respectively, *inter-alia*, advising Shareholders on the manner in which they can register/update their e-mail address at the earliest with the Company/RTA or the Depository Participant(s), as the case may be.
4. Physical copy of the Integrated Annual Report for FY 2022-23 and Notice of AGM will be dispatched only to those Shareholders who submit a written request for the same at the Company's investor desk at cs.mll@mahindra.com or to Link Intime at rnt.helpdesk@linkintime.co.in.
5. Shareholders may note that the Notice of the AGM along with the Integrated Annual Report for FY 2022-23 is also uploaded and available electronically at the following links:
 - <https://mahindralogistics.com/financial-information/>
 - <https://www.bseindia.com/>
 - <https://www.nseindia.com/>
 - <https://www.evoting.nsdl.com/>

How to register e-mail address to receive the Notice and the Integrated Annual Report electronically, after dispatch of Notice of AGM?

Shareholders, who have not yet registered their e-mail address and hence not received electronic copy of the notice of the AGM and Integrated Annual Report are requested to follow the guidelines mentioned below for registering their e-mail address, before Monday, 17 July 2023:

- Click on link: https://linkintime.co.in/EmailReg/Email_Register.html
- Select the Company name viz. Mahindra Logistics Limited.
- Enter the DP ID & Client ID / Physical Folio Number and PAN details, e-mail address and mobile number. In the event the PAN details are not available on record for Physical Folio, Member shall enter one of his/her Share Certificate number.
- On submission of the details an OTP will be received by the Shareholder, which needs to be entered in the link for verification. The system will then confirm the e-mail address for receiving this AGM Notice and Integrated Annual Report

After successful registration of e-mail address, the Company will arrange to e-mail a copy of the AGM Notice and Integrated Annual Report. Please note that the updation of e-mail address through above process will be temporary and limited for the purpose of the 16th AGM.

For permanent registration, the Shareholders holding shares in demat form are requested to register/update their e-mail address as per process advised by the DP. Shareholders holding shares in physical form are requested to file Form ISR-1 duly filled in and e-signed with necessary supporting(s), with Link Intime by e-mail to kyc@linkintime.co.in or rnt.helpdesk@linkintime.co.in or by courier at Link Intime India Private Limited, C-101, 1st Floor, 247 Park, L B S Marg, Vikhroli (West), Mumbai - 400 083 (Unit: Mahindra Logistics Limited).

C. DIVIDEND RELATED INFORMATION

Dividend recommended by Board	Book Closure dates for dividend entitlement	Ex-Dividend/ Record date	Date of Dividend payout	Mode of Dividend payout
₹ 2.50 per equity share of face value of ₹ 10 each, fully paid (25% on face value)	From Saturday, 15 July 2023 to Monday, 24 July 2023 (both days inclusive)	Friday, 14 July 2023	After Tuesday, 25 July 2023 within prescribed timelines	Electronic credit : Electronic Clearing Services (ECS)/National Electronic Clearing Services (NECS)/Real Time Gross Settlement (RTGS)/Direct Credit, etc. Demand Drafts/warrants: In the absence of complete details for electronic payments or in cases where electronic payments have failed/rejected by the Bank

1. The recommended final dividend for the financial year 2022-23 represents 27.91% of standalone PAT as of 31 March 2023 and would result in cash outflow of approximately ₹ 18.01 crores (including withholding tax), if declared.
2. SEBI has mandated all companies to use the bank account details furnished by Depositories and maintained by the Registrar and Share Transfer Agents ("RTA") for payment of Dividend to the Shareholders electronically. All Shareholders are requested to kindly ensure that details such as Permanent Account Number ("PAN"), residential status, category of holding, e-mail ID, full bank account details (IFSC, MICR etc.), postal address are updated, with DPs (demat shareholders) / Link Intime (physical shareholders) on or before Friday, 14 July 2023, for seamless electronic payout and receipt of subsequent communications on dividend.
3. Please note that instructions, if any, already given by Shareholders in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held by them in demat form.

How to update bank account details for electronic credit of dividend?

- i. Shareholders holding shares in demat mode are requested to Register/update their bank account details with their respective DPs before Friday, 14 July 2023.
- ii. Shareholders holding shares in physical mode are requested to send the following documents in original to Link Intime by e-mail at kyc@linkintime.co.in or rnt.helpdesk@linkintime.co.in or by courier at Link Intime India Private Limited, C-101, 1st Floor, 247 Park, L B S Marg, Vikhroli (West), Mumbai - 400 083 (Unit: Mahindra Logistics Limited), by Friday, 14 July 2023:
 - a. Form ISR-1 along with the supporting documents. The said form is available on the website of the Company at <https://mahindralogistics.com/shareholder-information/> and on the website of Link Intime at <https://web.linkintime.co.in/KYC-downloads.html>
 - b. Original cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly. In case name of the holder is not available on the cheque, kindly submit the following documents:-
 - i) cancelled cheque in original.
 - ii) bank attested legible copy of the first page of the Bank Passbook / Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and the full address of the Bank branch.
 - c. self-attested photocopy of the PAN Card of all the holders; and
 - d. self-attested photocopy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the first holder as registered with the Company.

D. TAXATION ON DIVIDEND

1. Pursuant to the Income Tax Act, 1961 as amended by the Finance Act, 2020 ("IT Act"), dividend income is taxable in the hands of the Shareholders and therefore, the Company shall be liable to deduct tax at source ("TDS") at prescribed rates (plus surcharge and cess), as applicable to various categories of Shareholders as on the record date i.e. Friday, 14 July 2023.

Category	TDS rate (plus surcharge and cess as applicable)
For Resident Shareholders	
- PAN registered by the Shareholder	10%*
- PAN not registered by the Shareholder	20%*
a. Individual Resident Shareholder having registered PAN and final dividend payable (on PAN clubbed basis) is less than ₹ 5,000/- per financial year	Nil
b. Individual Resident Shareholder with PAN registered and submitting Form 15G/Form 15H (as applicable) (Click here to download Form 15G / Click here to download Form 15H)	Nil
c. Resident Insurance Companies, Resident Mutual Funds, Category I and II Alternate Investment Fund, Recognised Provident Fund, Approved Superannuation Fund, Approved Gratuity Fund, New Pension System and Trusts	Nil*
For Non-Resident Shareholders	20%**

* Kindly note Nil/Lower TDS will be deducted subject to submission by the Shareholder of self-attested copy of PAN and documents as under:

Category of Shareholder	Exemption	Documentation
Mutual Funds specified under Section 10(23D) of the IT Act	Section 196(iv) of the IT Act	No TDS required to be deducted, subject to specified conditions. Self-declaration that they are specified Mutual Funds under Section 10(23D) of the IT Act and self-attested copy of PAN and SEBI Registration certificate may be voluntarily submitted.
Insurance Companies	Section 194 of the IT Act	No TDS required to be deducted, subject to specified conditions. Self-declaration that it qualifies as 'Insurer' as per Section 2(7A) of the Insurance Act, 1938 and has full beneficial interest with respect to shares owned and self-attested copy of PAN and Insurance Regulatory and Development Authority (IRDAI)/LIC/GIC registration certificate may be voluntarily submitted.
Category I and II Alternate Investment Fund ("AIF")	Section 197A(1F) of the Act read with Notification No. 51/2015 dated 25 June 2015	No TDS required to be deducted, subject to specified conditions Self-declaration that income is exempt under Section 10(23FBA) of the IT Act and self-attested copy of PAN and SEBI Registration AIF certificate may be voluntarily submitted.
Recognised Provident Fund Approved Superannuation Fund Approved Gratuity Fund	Circular 18/2017 dated 29 May 2017	No TDS required to be deducted, subject to specified conditions Self-attested copy of PAN and valid order/approval of commissioner as per Circular No. 18/2017 issued by Central Board of Direct Taxes.
New Pension System ("NPS") Trust or any other authorities as mentioned under Section 10 of the IT Act	Section 197A(1E) of the IT Act	No TDS required to be deducted, subject to specified conditions Self-declaration that it qualifies as NPS Trust and income is eligible for exemption under Section 10(44) of the IT Act and being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN.
Government (Central/State)	Section 196(i) of the IT Act	No TDS required to be deducted.
Any other Resident Non-Individual Shareholder	-	Valid self-attested documentary evidence substantiating exemption from deduction of TDS needs to be submitted along with self-attested copy of the PAN.

** Non-Resident Shareholders have an option to claim and be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA") between India and the country of tax residence of the Shareholder, if they are more beneficial to them. In order to avail tax treaty benefits, Non-Resident Shareholders are required to submit all of the below documents:

- Self-attested true copy of Tax Residency Certificate ("TRC") for the period 1 April 2023 to 31 March 2024, obtained from the tax authorities of the country of which the Shareholder is resident;
- Self-declaration in Form 10F (It is mandatory to file Form 10F electronically on the Indian Income Tax web portal for non-resident shareholders having PAN in India or required to obtain PAN in India.) ([Click here to download](#));
- Self-attested true copy of the PAN, if allotted by the Indian Income Tax authorities.
- Self-declaration (on letterhead) in the format prescribed by the Company ([Click here to download](#)), certifying, *inter-alia*, the following points:

1. Shareholder is and will continue to remain a tax resident of the country of its residence during 1 April 2023 to 31 March 2024;
2. Shareholder is eligible to claim the beneficial DTAA rate for the purposes of withholding tax on dividend declared by the Company;
3. Shareholder has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;
4. Shareholder does not have a taxable presence or a Permanent Establishment ("PE") in India during 1 April 2023 to 31 March 2024. In any case, the amounts paid/payable to the Shareholder are not attributable or effectively connected to the PE or fixed base, if any, which may have got constituted otherwise;
5. Shareholder is the ultimate beneficial owner of its shareholding in the Company and dividend receivable from the Company;
6. Non-resident Shareholder is satisfying the Principle Purpose Test as per the respective tax treaty effective 1 April 2020 (if applicable);
7. Self-declaration by the Shareholder regarding the satisfaction of the place of effective management (POEM), principal purpose test, General Anti-avoidance Rule (GAAR), Simplified Limitation of Benefit test (wherever applicable), as regards the eligibility to claim recourse to concerned DTAA;
 - In case of Foreign Institutional Investors and Foreign Portfolio Investors, copy of SEBI registration certificate;
2. It is recommended that Shareholders should independently satisfy their eligibility to claim DTAA benefit including meeting of all conditions laid down by DTAA. Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial DTAA rate shall

depend upon the completeness and satisfactory review by the Company, of the documents submitted by the Non-Resident Shareholder.

3. In terms of Rule 37BA of the Income Tax Rules 1962, if dividend income on which tax will be deducted at source is assessable in the hands of a person other than the registered Shareholder as on the book closure date, then the registered Shareholder is required to submit a signed declaration (on letterhead) containing the name, address, PAN, residential status/category of the person to whom TDS credit is to be given and reasons for giving credit to such person, on or before Friday, 14 July 2023 ([Click here](#) to download format)
4. Effective 1 July 2021 and in terms of Section 206AB of the IT Act, in case of Specified Person# as prescribed therein, tax is to be deducted at higher of the following rates:
 - i. Twice the rate specified in the relevant provision of the Income-tax Act; or
 - ii. Twice the rate or rates in force; or
 - iii. The rate of 5%;

The Company will be using functionality of the Income-tax department to determine the applicability of Section 206AB of the Income Tax Act, 1962. The non-resident who does not have the permanent establishment is excluded from the scope of a Specified Person.

#Specified Person is a person who has not filed the income tax return (ITR) for the preceding Financial Year, and the income tax return (not belated return) filing due date has expired and total amount of tax deducted or collected (TDS and TCS) in the last Financial Year is ₹ 50,000 or more.

5. Shareholders holding shares of the Company under multiple accounts, under different status/category and single PAN, may note that higher of the tax, as applicable to the status in which shares held under the PAN will be considered on their entire holding in different accounts.
6. For all self-attested documents, Shareholders must mention on the document "certified true copy of the original". For all documents being uploaded by the Shareholder, the Shareholder undertakes to send the original document(s) on request by the Company.
7. The Company would deduct tax on dividend at a higher rate in case of absence of receipt

of aforementioned documents/incompleteness/ discrepancy in documents without any further communication. In such cases, the Shareholder would still have an option to file the return of income and claim appropriate refund, if eligible. No claim shall lie against the Company for such taxes deducted.

8. Application of TDS rate is subject to necessary verification by the Company of the details as available with the Company/RTA.
9. In case of joint Shareholders, the Shareholder named first in the Register of Members/Benpos is required to furnish the requisite documents for claiming any applicable beneficial tax rate.
10. In the event of any income tax demand (including interest, penalty, etc.) arising from

any misrepresentation, inaccuracy, or omission of information provided/ to be provided by the Shareholder, such Shareholder will be responsible to indemnify the Company and, provide the Company with all information/ documents and co-operation in any appellate proceedings.

11. The Company is obligated to deduct TDS based on records available with the RTA on the book closure date and no request will be entertained for revision of TDS return.
12. The tax credit can be viewed by Shareholders in Form 26AS/Annual Tax Statement by logging in with their credentials at TRACES <https://www.tdscpc.gov.in/app/login.xhtml> or the e-filing website of the Income Tax department of India <https://www.incometax.gov.in/iec/foportal/>

How to submit TDS exemption forms to the Company?

Shareholders can submit their tax exemption forms and supporting documents as mentioned herein above along with the self-attested copy of PAN through the following modes to enable the Company to determine and deduct appropriate tax, on or before Friday, 14 July 2023:

- Through Online Portal provided by the Company through Link Intime: <https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html>
- By e-mail to mlldivtax@linkintime.co.in or cs.mll@mahindra.com

No communication on tax determination/tax deduction/request to pass on credit to person other than registered Shareholder, shall be entertained post Friday, 14 July 2023.

E. INFORMATION ON UNPAID AND UNCLAIMED DIVIDEND

1. In terms of the applicable provisions of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules"), dividend(s) which are unpaid and unclaimed for a period of seven years from date of transfer to Unpaid Dividend Account of the Company are liable to be transferred to the Investor Education and Protection Fund ("IEPF") administered by the Central Government. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority.
2. The details of dividends declared by the Company in the past years and lying unpaid and unclaimed as on 31 March 2023 are given hereunder:

Financial Year	Date of declaration of Dividend	Dividend declared per equity share	Total amount of Dividend paid (Gross)	Dividend lying unpaid and unclaimed with the Company	No. of shares on which dividend is lying unpaid and unclaimed with the Company	Last date for claiming unpaid and unclaimed dividend
2021-22	29 July 2022	₹ 2.00/-	₹ 14.39 crores	₹ 25,180.00/-	12,998	27 August 2029
2020-21	27 July 2021	₹ 2.50/-	₹ 17.94 crores	₹ 29,620.00/-	12,112	30 August 2028
2019-20	30 July 2020	₹ 1.50/-	₹ 10.74 crores	₹ 29,610.50/-	20,259	30 August 2027
2018-19	1 August 2019	₹ 1.80/-	₹ 12.86 crores	₹ 31,050.00/-	17,250	4 September 2026
2017-18	2 August 2018	₹ 1.50/-	₹ 10.67 crores	₹ 32,092.50/-	21,395	5 September 2025

3. There is no unclaimed/unpaid dividend for financial years prior to financial year 2017-18. The Company has uploaded the Shareholder-wise details of said unpaid and unclaimed amounts lying with the Company as on 31 March 2023 on its website at: <https://mahindralogistics.com/shareholder-information/> or website of IEPF at: <http://www.iepf.gov.in/>
4. As on 31 March 2023, no share on which dividend has not been paid or claimed for seven consecutive years or more and no unpaid and unclaimed

Dividend of earlier years, has been transferred during FY 2022-23 or is due to be transferred to the IEPF during FY 2023-24 in terms of the applicable provisions of the Act read with the IEPF Rules, as amended from time to time.

5. All Shareholders are requested to verify the status of their dividends on the website of the Company at above mentioned link. Once unclaimed dividend or shares are transferred to IEPF, no claim shall lie in respect thereof with the Company.

How to claim unpaid/unclaimed dividend from the Company?

In case the dividend is unclaimed/unpaid, kindly lodge a claim with Link Intime well in advance of the last dates for claiming dividends mentioned above.

The Shareholder can send a request letter ([click here](#) for format) to Link Intime by e-mail or courier quoting their DP ID & Client ID, duly signed, with the following documents:

1. Self-attested copy of the Demat account client master (You will get this from the Bank/broker with whom you have a demat account);
2. Self-attested copy of PAN card;
3. Original cancelled cheque, bearing the name of the registered shareholder/copy of bank passbook/statement attested by the bank.

On receipt of your written request, Link Intime will verify the documents submitted and request the Dividend Banker to credit the unpaid/unclaimed dividend amount electronically (through NEFT/ECS) to your registered bank account, if the Dividend shows unpaid in the records of the Company.

Shareholders can also refer the FAQs in this regard uploaded on the website of the Company at the weblink: <https://mahindralogistics.com/shareholder-information/#Dividend>.

F. ELECTRONIC VOTING RELATED INFORMATION

1. E-voting Agency: In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("Listing Regulations") and circulars issued by SEBI and Secretarial Standard - 2 on General Meetings issued by the Institute of Companies Secretaries of India ("SS-2") as amended from time to time, the Company is pleased to provide its Shareholders facility to exercise their right to vote on resolutions proposed to be considered and transacted at the AGM by electronic means through remote e-voting and e-voting at the AGM by NSDL.
2. Shareholders are eligible to cast vote electronically on agenda items tabled at the meeting only if they are holding shares as on the cut-off date and in proportion to their shares in the paid-up equity share capital of the Company on the said date.

Cut-off date for Voting	Monday, 17 July 2023
Commencement of remote e-voting	9:00 a.m. (IST), Wednesday, 19 July 2023.
End of remote e-voting	5:00 p.m. (IST) Sunday, 23 July 2023.
E-voting at the AGM	3:30 p.m. (IST) Monday, 24 July 2023.

3. The instructions for Shareholders voting electronically:
 - (i) At the end of the remote e-voting period, the remote e-voting facility shall forthwith be blocked/disabled by NSDL and Shareholders shall not be allowed to vote through remote e-voting beyond the said date and time.
 - (ii) The Shareholders attending the AGM through the VC Facility and who have not casted their votes through remote e-voting and are otherwise not barred from doing so,

shall only be able to exercise their voting rights during the AGM.

- (iii) A person who is not a 'Shareholder' as on cut-off date should treat this Notice for information purposes only.
 - (iv) A Shareholder can participate in the AGM even after exercising his/her right to vote through remote e-voting but shall not be allowed to vote again.
 - (v) In case of joint holders attending the AGM, only such joint holder(s) who is/are higher in the order of names will be entitled to vote.
 - (vi) Once the vote on a resolution is cast by a Shareholder, the Shareholder shall not be allowed to change it subsequently or cast the vote again.
 - (vii) Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to have been passed on the date of the AGM i.e., Monday, 24 July 2023.
4. For any technical or other assistance or any queries or grievance regarding e-voting or electronic participation in the AGM, Shareholders can contact NSDL at their designated e-mail address evoting@nsdl.co.in or call on toll free nos. 022 4886 7000 or 022 2499 7000. Shareholders are requested to kindly quote their name, DP ID

and Client ID/Folio no. and the Company's E-voting Event Number 124267 in all communications.

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 <https://www.evoting.nsdl.com/>.

- 5. Scrutiniser: Mr. P. N. Parikh (Membership No. FCS 327) or failing him Mr. Mitesh Dhaliwala (Membership No. FCS 8331) and failing him Ms. Sarvari Shah (Membership No. FCS 9697) of M/s. Parikh & Associates, have been appointed as Scrutiniser to scrutinise the voting process through remote e-voting and e-voting during the AGM in a fair and transparent manner.
- 6. Voting Results: The voting results shall be declared within two working days from the conclusion time of the Meeting. The results declared along with the Scrutiniser's Report will be placed on the website of the Company at <https://mahindralogistics.com> and the website of NSDL at: <https://www.evoting.nsdl.com/> immediately after the result is declared by the Chairman or any other person authorised by him in this regard and will simultaneously be sent to BSE Limited and National Stock Exchange of India Limited, where equity shares of the Company are listed and shall be displayed at the Registered Office as well as the Corporate Office of the Company.

G. PROCESS AND MANNER OF REMOTE E-VOTING AND E-VOTING AT THE AGM

STEP I: ACCESS TO E-VOTING SYSTEM

In terms of the SEBI circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 on e-Voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through single login credentials of their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

Login method is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1. Register on NSDL IDeAS facility in the manner given below: <ol style="list-style-type: none"> i. Open NSDL e-Services website: https://eservices.nsdl.com in web browser and select option "Register Online for IDeAS Portal" available on the left-hand panel on the home page or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp; ii. Fill in the requested DP ID and Client ID, mobile No. and verification code and click on submit; iii. Authenticate your demat account by selecting One-Time Password (OTP) option or with your bank account details linked with your demat account; iv. Create your User ID and password and confirm your account details and submit; v. A confirmation message of successful registration will appear on your screen.