



NOTICE

NOTICE is hereby given that the 15th Annual General Meeting of the members of **PRISTINE LOGISTICS & INFRAPROJECTS LIMITED** (hereinafter referred to as the "Company") will be held on Saturday, the 30th day of September 2023, at 05:00 p.m. at a shorter notice, at the registered office of the Company situated at 3rd Floor, Wing-B, Commercial Plaza, Radisson Hotel Delhi, NH-8, Mahipalpur, New Delhi-110037 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2023, together with the reports of the board of directors and the auditor thereon.
2. To appoint a director in place of Mr. Rajnish Kumar (DIN: 01507736) who, retires by rotation and being eligible, offers himself for re-appointment.

By order of the Board of Directors
For Pristine Logistics & Infraprojects Limited



(Phool Kumar Mishra)
Company Secretary

ICSI Membership No. A11723

Address – 3rd Floor, Wing-B, Commercial
Plaza, Radisson Hotel Delhi, NH-8,
Mahipalpur, New Delhi -110037

Place: Kanpur
Date: 29.09.2023

NOTES:

1. The meeting is being convened at a shorter notice subject to the consent of the members. The members are requested to give their consent for convening the meeting at a shorter notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH A PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY BEFORE THE COMMENCEMENT OF THE MEETING.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 AND HOLDING IN THE AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER.

3. Pursuant to the secretarial standard on general meetings (SS-2) issued by the Institute of Company Secretaries of India, the details of the director seeking re-appointment at the 15th Annual General Meeting is provided in Annexure A of this notice. The Company has received the requisite consent/declaration for the re-appointment under the Companies Act, 2013 and the rules made thereunder.

PRISTINE LOGISTICS & INFRAPROJECTS LIMITED

(Formerly known as Pristine Logistics & Infraprojects Private Limited)

CIN: U70102DL2008PLC178106

Registered Office : 3rd Floor, Wing-B, Commercial Plaza, Hotel Radisson, NH-8, Mahipalpur, New Delhi-110037
Telephone : +91-11-47235800, 46772223 /24/27 Fax : +91-11-46772228
E-mail: coml@pristine logistics.com Web : www.pristinelogistics.com

4. Corporate members intending to send their authorised representatives to attend and vote at the annual general meeting are requested to send to the Company, a duly certified copy of the board resolution/ authorization letter authorizing their representative to attend and vote on their behalf at the meeting.
5. Members who have not registered their e-mail address or who want to update their e-mail address are requested to register/update their e-mail address with the Company for receiving communication in electronic form.
6. The relevant documents related to the business to be transacted at the meeting along with the relevant statutory registers will be available for inspection during the business hour at the registered office of the Company till the conclusion of the annual general meeting.
7. In accordance to Article 115.5.2 of the articles of association of the Company, the decisions at the annual general meeting are to be made by way of a poll. The polling paper is attached herewith and the same will also be available at the venue of the annual general meeting.
8. Members/Proxies are requested to kindly take note that attendance slip, as sent herewith, is required to be produced at the venue of the annual general meeting duly filed in and signed for attending the meeting.
9. The route map is attached herewith for easy location of the venue of the annual general meeting.

**By order of the Board of Directors
For Pristine Logistics & Infraprojects Limited**



**(Phool Kumar Mishra)
Company Secretary**

**ICSI Membership No. A11723
Address – 3rd Floor, Wing-B, Commercial
Plaza, Radisson Hotel Delhi, NH-8,
Mahipalpur, New Delhi -110037**

**Place: Kanpur
Date: 29.09.2023**

Annexure A**Details of director seeking re-appointment at the 15th Annual General Meeting of the Company***(Pursuant to secretarial standard on general meetings (SS-2) issued by the Institute of Company Secretaries of India)*

Name and age of the director	Rajnish Kumar, 55 years
Date of birth	December 18, 1968
DIN	01507736
Qualification	Rajnish Kumar holds a master's degree in psychology from the University of Delhi, and was awarded the 'Shashi Kala Singh Gold Medal' for being the best candidate in his batch.
Experience	He has over 28 years of experience with Indian Railways, CONCOR and Pristine Logistics Group. He belongs to the 1991 batch of civil servants (IRTS). Subsequently, he served in different capacities with the Indian Railways, and was later deputed to CONCOR, where he headed ICD / TKD, ICD / Dadari and South India (Chennai) operations. He assisted in the rail / ICD business of Gateway Rail Freight Private Limited, as a part of the leadership team and as the senior vice president (strategy and business development) from September 2006 to October 2009. Subsequently, he became the promoter of Pristine Logistics Group. He has experience in logistics industry and multimodal transport
Terms and conditions of the re-appointment along with details of remuneration sought to be paid and the remuneration last drawn, if applicable	<p>Term and conditions: He shall be liable to retire by rotation whilst he continues to hold office of whole-time director and his re-appointment on retirement by rotation as a director shall not be deemed to constitute a break in his office of whole-time director.</p> <p>Remuneration: Up to Rs. 120 lakhs per annum (as may be decided by the management) excluding the perquisites as mentioned under Section IV of Part II of Schedule V of the Companies Act, 2013 subject to maximum remuneration as specified in Part II Section II of Schedule V to the Companies Act, 2013.</p>
Date of first appointment on the board of directors of the Company	October 28, 2009
Number of meetings of the board attended during the year	6 (six)
Shareholding in the Company	34,72,504 equity shares having face value of Rs. 5/- each
Relationship with other directors, manager and other key managerial personnel of the Company	None
List of other companies in which he holds the directorship	<ol style="list-style-type: none"> 1. Pristine Magadh Infrastructure Private Limited 2. Kanpur Logistics Park Private Limited 3. Pristine Mega Logistics Park Private Limited 4. Sical Logistics Limited 5. Sical Infra Assets Limited 6. Sical Multimodal and Rail Transport Limited 7. Sical Bangalore Logistics Park Limited 8. Pristine Valley Dryport Private Limited (a company incorporated in Nepal)
List of membership/ chairmanship of committees of other companies in which he is a director	<ol style="list-style-type: none"> 1. Chairman of nomination and remuneration committee of Pristine Magadh Infrastructure Private Limited 2. Chairman of nomination and remuneration committee of Sical Infra Assets Limited 3. Member of nomination and remuneration committee, stakeholders' relationship committee and corporate social responsibility committee of Sical Logistics Limited

CONSENT OF MEMBERS FOR SHORTER NOTICE

Dated: _____

To
The Board of Directors
Pristine Logistics & Infraprojects Limited
3rd Floor, Wing-B, Commercial Plaza,
Radisson Hotel Delhi, NH-8,
Mahipalpur, New Delhi-110037

Dear Sir,

I/We, _____ (*Name of the Member*) holding _____ Equity Shares
(*No. of Equity Shares*) of Rs.5/- each in the Company hereby give my/our consent, pursuant to Section 101(1) of the
Companies Act, 2013, to hold the 15th Annual General Meeting of the Company on Saturday, the 30th day of September
2023, at 05:00 p.m. at a shorter notice.

Member's Signature

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : U70102DL2008PLC178106
Name of the Company : Pristine Logistics & Infraprojects Limited
Registered office : 3rd Floor, Wing-B, Commercial Plaza, Radisson Hotel Delhi, NH-8, Mahipalpur,
New Delhi-110037

Name of the member (s):
Registered address:
E-mail Id:
Folio No/Client ID:
DP ID:

I/We, being the member(s) of _____ shares of the above named Company, hereby appoint

1. Name : _____
Address : _____
E-mail Id : _____
Signature : _____, or failing him
2. Name : _____
Address : _____
E-mail Id : _____
Signature : _____, or failing him
3. Name : _____
Address : _____
E-mail Id : _____
Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 15th Annual General Meeting of the Company, to be held on Saturday, the 30th day of September 2023, at 05:00 p.m. at the registered office of the Company situated at 3rd Floor, Wing-B, Commercial Plaza, Radisson Hotel Delhi, NH-8, Mahipalpur, New Delhi-110037 and at any adjournment thereof in respect of such resolutions as indicated below:

Resolution No.

1. To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2023, together with the reports of the board of director and auditor thereon; and
2. To appoint a director in place of Mr. Rajnish Kumar (DIN: 01507736) who, retires by rotation and being eligible, offers himself for re-appointment.

Signed this day of, 2023

Signature of shareholder
Signature of Proxy holder(s)

**Affix
Revenue
Stamp**

Form No. MGT-12**Polling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the company : Pristine Logistics & Infraprojects Limited
Registered office : 3rd Floor, Wing-B, Commercial Plaza, Radisson Hotel Delhi, NH-8,
Mahipalpur, New Delhi-110037

BALLOT PAPER

S. No.	Particulars	Details
1	Name of the First Named Shareholder (In block letters)	
2	Postal address	
3	Registered folio No. /*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4	Class of Share	

I /We hereby exercise my/our vote in respect to Ordinary/Special resolution enumerated below by recording my/our assent or dissent to the said resolution in the following manner:

No.	Item No.	No. of shares held by me/us	I/We assent to the resolution	I/We dissent from the resolution
1	To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2023, together with the reports of the board of director and auditor thereon.			
2.	To appoint a director in place of Mr. Rajnish Kumar (DIN: 01507736) who, retires by rotation and being eligible, offers himself for re-appointment.			

Place :
Date :

(Signature of the shareholder)

ATTENDANCE SLIP

(Member(s) or his/ her proxy(ies) are requested to produce this slip at the venue of meeting duly filed and signed)

Regd. Folio No./ Client ID* : _____

DP ID* : _____

Name of Member : _____

Name of Proxy Holder (if any) : _____

Number of shares held : _____

** Applicable to members holding shares in electronic form.*

I/We hereby record my/our presence at the **15th Annual General Meeting** of the members of **PRISTINE LOGISTICS & INFRAPROJECTS LIMITED** held on Saturday, the 30th day of September 2023, at 05:00 p.m. at the registered office of the Company situated at 3rd Floor, Wing-B, Commercial Plaza, Radisson Hotel Delhi, NH-8, Mahipalpur, New Delhi-110037.

Member's Signature

Proxy's Signature

PRISTINE GROUP - ROUTE MAP

