

Regd. Office :
62, Adarsh Industrial Estate, Sahar Road, Chakala, Andheri (East),
Mumbai - 400 099. (INDIA)
Tel : +91-22-4221 9000 Fax : +91 - 22 - 4221 9090
Email : info@ewfcpl.com • Website : www.ewfcpl.com



EAST WEST FREIGHT CARRIERS LIMITED.

(formerly Known As East West Holdings Ltd)

CIN No.: L74110MH1981PLC29849E GST No.: 27AAFRCR5709R1ZN

Authorised Clearing & Freight Forwarding Agents

MUMBAI C.H.A. 11/0595

21st February, 2025

To,
The Department of Corporate Services,
BSE Limited
14th Floor, P.J. Towers,
Dalal Street, Mumbai - 400 001.
Scrip Code: "540006"

Subject: Notice of Postal Ballot

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We are enclosing herewith a copy of the Notice of Postal Ballot ('Notice') of East West Freight Carriers Ltd ('the Company') dated 14/02/2025, along with the explanatory statement pursuant to the applicable provisions of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, seeking approval of the Members of the Company on the Ordinary / Special resolution(s) forming part of the Notice.

The said Notice will also be made available on the website of the Company at <https://www.ewfcpl.com/> and on the website of NSDL at www.evoting.nsdl.com.

This is for your information and record.

Thanking You,

Yours Faithfully,
For East West Freight Carriers Ltd
(formerly East West Holdings Limited)




(F. Kanojia)
Company Secretary &
Compliance Officer
Encl: a/a

To,
The Listing Department,
The Calcutta Stock Exchange Ltd,
7, Lyons Range, Kolkata - 700 001
Scrip Code: "028105"

EAST WEST FREIGHT CARRIERS LIMITED

(formerly known as East West Holdings Limited)

CIN: L74110MH1981PLC298496

Regt Office: 62, Adarsh Industrial Estate, Sahar Chakala Road, Andheri (East) Mumbai – 400 099
Phone No: - 022 42219000 Website:www.ewfcpl.com Email Id: cs@ewfcpl.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, each as amended]

E-VOTING STARTS ON	E-VOTING ENDS ON
Tuesday, 25 th February, 2025 at 9:00 a.m. (IST)	Wednesday, 26 th March, 2025 at 5:00 p.m. (IST)

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/conducting postal ballot process through e-Voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 3/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 ("MCA Circulars"), and other applicable provisions, of the Act, rules, regulations, circular and notification, if any, (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force).

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice ('Notice') is being sent by East West Freight Carriers Limited ('the Company') only through electronic mode to those Members whose email addresses are registered with the Company / Registrar and Transfer Agent ('RTA') / Depository Participants (DPs). Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. The Company has engaged the services of the National Securities Depository Limited ('NSDL') for the purpose of providing remote e-voting facility to its Members.

The Explanatory Statement pursuant to Sections 102 and 110 and other applicable provisions of the Act, pertaining to the said Resolution setting out the material facts and the reasons/ rationale thereof are annexed to this Notice.

Members desiring to exercise their vote through the remote e-voting facility arranged by the Company are requested to carefully read the instructions and follow the procedure as stated in the Notes forming part of this Notice for casting of votes not later than 5:00 p.m. (IST) on Wednesday 26th March, 2025. The remote e-voting facility will be disabled by NSDL immediately thereafter and voting shall not be allowed beyond the said time and date.

The Board of Directors of the Company has appointed CS Nuren Ladaya (Membership No. ACS 60128/ CP No. 24248) of M/s. Venite Advisors, as the Scrutiniser to scrutinise the remote e-voting process in a fair and transparent manner.

After completion of scrutiny of the votes cast, the Scrutiniser will submit his report to the Chairman or any other person authorised by him. The results declared, along with the Scrutiniser's Report, shall be announced by the Chairman or such person as authorised, within the stipulated timelines. The Scrutiniser's decision on the validity of votes cast will be final.

The said results will be displayed on the website of the Company at www.ewfcpl.com, the website of NSDL at www.evoting.nsdl.com and shall also be communicated to the Stock Exchanges where the Company's Shares are listed viz. BSE Limited ('BSE') and be made available on their respective websites viz. at www.bseindia.com.

ITEM NO. 1

REGULARISATION OF ADDITIONAL DIRECTOR MR. RAJESH NARENDRA THAKRAR (DIN-10886640), AS AN INDEPENDENT DIRECTOR ON THE BOARD.

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

"RESOLVED THAT pursuant to the provisions of Sections 149,150, 152 & 161 other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and as amended from time to time read with Schedule IV to the Act and other relevant rules made thereunder, Regulation 16(1) (b), 17, 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof) and Articles of Association of the Company and on the recommendation of Nomination and Remuneration Committee and approval of the Board of Directors Mr. Rajesh Narendra Thakrar (DIN-10886640), who was appointed as an Additional Director by the Board of Directors in the Board Meeting held on 10/01/2025 and who submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and being eligible for Appointment and in respect of whom the company has received notice in writing under Section 160(1) of the Companies Act, 2013, from a member proposing his candidature for the office of Non- Executive Independent Director of the Company be and is hereby appointed as Non- Executive Independent Director of the Company not liable to retire by rotation for a tenure of 5 years w.e.f 10/01/2025."

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution.

ITEM NO. 2

CONSOLIDATION OF THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION.

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

"RESOLVED THAT pursuant to provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any amendment thereto or re-enactment thereof), enabling provisions of the Articles of Association of the Company and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), or any other applicable laws for the time being in force and subject to all other necessary approvals, permissions, consents and sanctions, if required, of concerned statutory, regulatory and other appropriate authorities, if any, the consent of the Members of the Company be and is hereby accorded to consolidate the equity portion of the Authorised Share Capital and accordingly 16,50,00,000 Equity shares of the face value of Rs. 2/- each in the authorised share capital of the Company be consolidated into 3,30,00,000 Equity Shares of Rs. 10/- each AND THAT **Clause V** of the Memorandum of Association of the Company relating to Equity shares be altered accordingly".

"RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under

V. The Authorized Share Capital of the Company is Rs. 33,00,00,000/- (Rupees Thirty-Three Crores only) divided into 3,30,00,000 (Three Crore Thirty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each. The Company shall have power to increase the said capital and to issue any part of its capital, original or increased, with or without any preferential rights, privileges, conditions or advantages over or as compared with any shares previously issued or to be thereafter issued, whether in respect of dividend or repayment of capital or both and whether with any special rights of voting or without any right of voting and generally on such terms as the Company may from time to time determine, nevertheless that in the event of the Capital of the Company (including the original Capital) being or becoming divided into shares of different classes, the rights or privileges attached to any class, may be affected, altered, modified or dealt with only in accordance with the provisions in that behalf contained in the Articles of Association of the Company for the time being subject to the provisions of the Companies Act, 2013."

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized severally to sign and submit required e-forms with the Ministry of Company Affairs – MCA and to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns as may be required."

ITEM NO. 3

RECLASSIFICATION OF SHARE CAPITAL OF THE COMPANY BY CONSOLIDATING FACE VALUE OF SHARES FROM RS. 2/- TO RS. 10/- EACH.

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

"RESOLVED THAT pursuant to the provisions of Sections 61 (1) (b) and other applicable provisions of the Companies Act, 2013 ("the Act"), the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable read with Rule 71 and 88 of the

National Company Law Tribunal Rules 2016, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) and subject to the approval of the Stock Exchanges where the shares of the company are listed and in accordance with Article No. 10 of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Bench at Mumbai ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by Hon'ble NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted / to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the issued, subscribed and fully paid-up Equity Share capital of the Company comprising of 12,75,75,000 Equity Shares of Rs. 2/- each be consolidated into 2,55,15,000 Equity Shares of the face value Rs. 10/- each aggregating to Rs. 25,51,50,000/- as on the record date that may be fixed by the Board of Directors in consultation with the Stock Exchange where the shares of the Company are listed".

"RESOLVED FURTHER THAT upon consolidation of Five (5) Equity shares of Rs. 2/- each into one (1) Equity share of Rs. 10/- each, if any member becomes entitled to any fractional shares, entitlements or credit on the issue and allotment of the New Equity Shares by the Company, the Board of Directors of the Company shall not issue any fractional shares / certificates, but shall consolidate all such fractional entitlements and issue consolidated New Equity Shares to a trustee nominated by the Company (the "**Trustee**"), who shall hold such New Equity Shares with all additions or accretions thereto in trust for the benefit of the respective shareholders, to whom they belong and their respective heirs, executors, administrators or successors for the specific purpose of selling such New Equity Shares in the market at such price or prices and on such time or times within Three Hundred Sixty Five (365) days from the date of allotment, as the Trustee may in its sole discretion decide and on such sale, pay to the Company, the net sale proceeds (after deduction of applicable taxes and costs incurred) thereof and any additions and accretions, whereupon the Company shall, subject to withholding tax, if any, distribute such sale proceeds to the concerned shareholders of the Company in proportion to their respective fractional entitlements".

RESOLVED FURTHER THAT the New Shares, to be issued by the Company, shall be issued and allotted to all the Members of the Company in Demat form, i.e., dematerialized shares into the account in which shares of the Company are held or such other account as is intimated in writing by the shareholders to the Company. All those shareholders who hold shares of the Company in physical form shall also receive the new shares to be issued by the Company, in dematerialized form provided the details of their account with the depository participant are intimated in writing to the Company and / or its registrar provided such intimation has been received by the Company and/or its registrar at least 7 (seven) days before the Record Date. If no such intimation is received from any shareholder who holds shares of the Company in physical form 7 (seven) days before the Record Date or if the details furnished by any shareholder do not permit electronic credit of the new shares of the Company, the Company shall deal with the relevant shares in such manner as may be permissible under the Applicable Law, including by way of issuing the corresponding shares in dematerialised form to the Trustee who shall hold these shares in trust for the benefit of such shareholder. The new shares of the Company held by the Trustee of the Company for the benefit of the shareholder shall be transferred to the respective shareholder once such shareholder provides details of his/her/its demat account to the Trustee of the Company, along with such other documents as may be required by the Trustee of the Company. The respective equity shareholders shall have all the rights of the shareholders of the Company, including the right to receive dividend, voting rights and other corporate benefits, pending the transfer of equity shares from the Trustee of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for removal of any difficulties or doubts, the Board, be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem desirable, necessary, expedient, usual or proper, and to settle any questions or difficulties or doubts that may arise, as considered necessary to give effect to the above resolution, settling of any questions or difficulties or in regard to and of the meaning or interpretation of the Resolution or implementation thereof or in any matter what so ever connected therewith, or to review the position relating to the satisfaction of various conditions of the Resolution and if necessary, to waive any of those, and to make modifications, amendments, revisions, edits and all other actions as may be required to finalise the Resolution and do all acts, deeds and things as may be necessary, desirable or expedient for carrying the Resolution into effect or to carry out such modifications/directions as may be required and/or imposed and/or permitted by the NCLT while sanctioning the Resolution, or by any governmental authorities, to do and perform and to authorize the performance of all such acts and deeds which are necessary or advisable for the implementation of the Resolution and upon the sanction of the Resolution by, amongst others, the NCLT and/or any other regulatory/Government authorities, to implement and to make the Resolution effective, without any further approval of the Board or to approve withdrawal (and where applicable, re-filing) of the Resolution at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Resolution or any condition suggested, required or imposed, whether by any shareholder of the Company, the NCLT, and/or any other authority, are in its view not acceptable to the Company, and/or if the resolution cannot be implemented otherwise, and to do all such acts, deeds and things as it may deem necessary and desirable in connection there with and incidental thereto, to approve and authorize execution of any application, petition, agreements, deeds, documents, declarations, affidavits, writings, etc. (including any alterations or modifications in the documents executed or to be executed), whether or not under the Common Seal of the Company, as may be required from time to time in connection with the Resolution.”

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized severally to sign and submit required e-forms with the Ministry of Company Affairs - MCA and to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns as may be required.”

Registered Office:

62, Adarsh Industrial Estate,
Sahar Chakala Road, Andheri East
Mumbai - 400099

By order of the Board
EAST WEST FREIGHT CARRIERS LIMITED

Sd/-
Ajaz Shafi Mohammed
Managing Director
DIN: 00176360

Date: 14/02/2025

Place: Mumbai

Notes:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (**'the Act'**) read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, setting out the material facts relating to the aforesaid resolution and the reasons thereof is annexed hereto and forms part of this Postal Ballot Notice (**'Notice'**).
2. In compliance with the MCA Circulars, the Company is sending this Notice only in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received from M/s. Satellite Corporate Services Pvt. Ltd, the Company's Registrar and Transfer Agent (**'RTA'**) /

Depositories as on **Friday, 21st February, 2025 ('Cut-Off date')** and whose email addresses are registered with the Company/ RTA/Depository Participants. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off date i.e. **Friday, 21st February, 2025**.

3. The Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The instructions for remote e-voting are mentioned in this Notice. A Member shall only avail this facility as per the instructions provided herein.
4. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off date should treat this Notice for information purposes only.
5. It is however clarified that, all Members of the Company as on the Cut-Off date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company / RTA / Depositories) shall be entitled to vote in relation to the aforementioned resolution in accordance with the process specified in this Notice.
6. The remote e-voting shall commence on **Tuesday, 25th February, 2025 at 9:00 a.m. (IST) at 9:00 a.m. (IST)** and shall end on **Wednesday, 26th March, 2025 at 5:00 p.m. (IST)**. During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off date may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.
7. A copy of this Postal Ballot Notice is also available on the website of the Company at www.ewfcpl.com, the relevant section of the website of BSE at www.bseindia.com on which the Ordinary Shares of the Company are listed and on the website of NSDL at www.evoting.nsdl.com.
8. The voting for this Postal Ballot cannot be exercised through proxy.
9. Members who wish to inspect the documents referred to in the Notice or Explanatory Statement may send their requests at cs@ewfcpl.com from their registered email address mentioning their Name, Folio Number / DP ID & Client ID until the last date of remote e-voting period of this Postal Ballot i.e. **Wednesday, 26th March, 2025 at 5:00 p.m. (IST)**.
10. The Resolution, if passed by the requisite majority, will be deemed to have been passed on the last date specified for remote e-voting i.e. **Wednesday, 26th March, 2025 at 5:00 p.m. (IST)**. Further, resolution passed by the Members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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 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.	<p>1. 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 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</p> <p>2. 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.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>     </div>
Individual Shareholders holding securities in	<p>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 visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then.</p>

demat mode with CDSL	<p>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. 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.</p> <p>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.</p> <p>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.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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 evoting@nsdl.com or call at 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 contact at toll free no. 1800-21-09911

B) Login Method for e-Voting 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 eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices 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 email ID is not registered, please follow steps 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.co.in 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 on NSDL e-Voting system.

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

1. 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.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. 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 to **CS Nuren Lodaya** at csnuren@gmail.com with a copy marked to evoting@nsdl.co.in. 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.
2. 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.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

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 physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@satellitecorporate.com.
2. 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 info@satellitecorporate.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.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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.

ANNEXURE TO THE NOTICE

(Explanatory Statement pursuant to Section 102 of the Companies Act, 2013)

ITEM NO. 1

Mr. Rajesh Narendra Thakrar (DIN: 10886640) was appointment as Additional Director categorized as Independent by the Nomination and Remuneration Committee of the Board for a term of five years with effect from 10/01/2025 not liable to retire by rotation, subject to the approval of members of the Company.

The Company has received, inter alia, (i) consent in writing to act as Director in form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) intimation in form DIR-8 pursuant to Rule 14 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, from Mr. Rajesh Narendra Thakrar (DIN: 10886640) to the effect that he is not disqualified in accordance with Section 164(2) of the Act; (iii) Declaration that he meets the criteria of independence as provided in Section 149 of the Act and in the Listing Regulations; (iv) declaration that he is not debarred or restrained from acting as a Director by any SEBI order or any other such authority; and (v) a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Rajesh Narendra Thakrar (DIN: 10886640) as a Director of the Company.

In terms of Section 152 and Schedule IV of the Companies Act, 2013 the Board is of the opinion that Mr. Rajesh Narendra Thakrar (DIN: 10886640) fulfils the conditions for appointment of Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations, 2015') and on the recommendation of Nomination & Remuneration Committee the Directors have recommended to appoint him as an Independent Director for a term of five years w.e.f. 10/01/2025.

Pursuant to Regulation 17(1C) of Listing Regulations, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mr. Rajesh Narendra Thakrar (DIN: 10886640) requires the approval of the members by way of a special resolution.

Profile of Mr. Rajesh Narendra Thakrar (DIN: 10886640) as required pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given below:

Name of the Director	Rajesh Narendra Thakrar
Directors Identification Number (DIN)	10886640
Age	54
Director Since	10/01/2025
Qualification	Masters of Law LL.M & Pursuing PhD in Law.
Nature of Expertise in specific functional areas, Brief Resume/ Experience	Mr. Rajesh N. Thakrar, is highly qualified law professional and a professor in several renounced University in Mumbai.

	<p>He has over 20 years of rich experience in teaching and practicing law. He completed his B.com in the year 1991 and LLB in the year 2005 from Mumbai University and LLM from Singhania University in the year 2021.</p> <p>He is currently pursuing his PHD in Law from GLS University.</p> <p>He is enrolled as Advocate with Mumbai High Court and also provide Direct and Indirect Taxes, Legal advisory services to individuals and corporates since 1992.</p> <p>Mr. Rajesh N. Thakrar is currently a Visiting Faculty in several well know Colleges and universities such as University of Mumbai (Department of Law), NM College of Commerce & Economics, Govt. Law College, Mumbai & Pravin Gandhi College of Law, Mumbai.</p> <p>He has also published his Research Paper on “An Analysis – Role of Government in applauding Companies contributing CSR” and presented it in an International Conference conducted by Bharat College in 2021</p>
Other Listed Companies in which they are Director excluding Directorship in unlisted public, Private and companies under Section 8 of the Companies Act, 2013	Nil
Chairman / Member of Committees of East West Freight Carriers Limited	Nil
Chairman / Member of Committees of Other Companies	Nil
Listed entities from which the person has resigned in the past three years	Nil
Number of Meetings of the Board attended during the year	Nil
Number of Equity Shares held in the Company (including shareholding as a beneficial owner)	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	<p>The Nomination and Remuneration Committee of the Board has identified that Mr. Rajesh N. Thakrar is not only highly qualified law professional and a professor in several renowned University in Mumbai, He is also expertise in Direct and Indirect Taxes and provide, Legal advice reputed corporate bodies.</p> <p>He possess the skill and capabilities in the areas of management, governance and strategy which the Company can utilize in day to day affairs of the Company.</p>
Terms and conditions of appointment	Mr. Rajesh N. Thakrar will serve for a term of 5 years

	commencing from 10/01/2025
Remuneration sought to be paid	Mr. Rajesh N. Thakrar will be paid sitting fees for attending meetings of the Board or Committees thereof or any other remuneration as may be approved by the Board based on the recommendation of the Nomination and Remuneration Committee.
Remuneration last drawn	Nil
Relationship with other Director/ Manager/KMP inter/se	There is no inter-se relationship between Mr. Rajesh N. Thakrar, other members of the Board and Key Managerial Personnel of the Company.

None of the Directors, Key Managerial Persons (KMPs) of the Company or the relatives of Directors or KMPs, except Mr. Rajesh Narendra Thakrar (DIN: 10886640) is in any way concerned or interested in the proposed resolution.

Accordingly, the Board commends the Special Resolution as set out at Item No. 1 for approval of the Members.

ITEM NO. 2 and 3 - CONSOLIDATION OF EQUITY SHARES OF THE COMPANY

The Shareholders to note that the Equity shares of your company are listed on the BSE Limited (BSE). The Equity shares of the company are actively traded on BSE.

The present market price of the Equity shares of the Company is Rs. 6.17/- and the shares are traded in the same range.

The rational for consolidation is stated as follows: -

- a) Many shareholders have expressed their willingness to the management from time to time to seek an exit from the Company by way of selling their shares. The management of the Company deliberated on the same and considering the mutual benefits of consolidation to the shareholders and the Company, it is proposed to consolidate the Equity Share Capital by increasing **its face value from Rs. 2 to Rs. 10/-**, pursuant to the provisions of section 61(1)(b) of the Companies Act, 2013.
- b) The proposed consolidation will result in increase in share price which will attract institutional investors, fund managers and the retail investors.
- c) Many of the shareholders are untraceable and the notices sent to them have been returned undelivered to the Petitioner Company.
- d) The consolidation of shares would result in reduction of the overhead costs incurred on servicing the fragmented shareholders.
- e) improve the liquidity of the company's shares in the stock market and rebuild the investor confidence.

Accordingly, the Board of Directors of the Company at their meeting held on 14th February, 2025 considered it desirable to consolidate the face value of the Equity portion of the authorised share capital of the Company.

The shareholders may please note that presently the face value of the Equity shares is Rs. 2/- each and consequent to the consolidation every five (5) Equity Shares of the Company will be consolidated to one (1) Equity shares of Rs. 10/- each.

The existing Authorised share Capital consisting of 16,50,00,000 Equity shares of the face value of Rs. 2/- each in the authorised share capital of the Company be consolidated into 3,30,00,000 Equity Shares of Rs. 10/- each. The existing issued, subscribed and fully paid-up Equity Share capital of the Company comprising of 12,75,75,000 Equity Shares of Rs. 2/- each be consolidated into 2,55,15,000 Equity Shares of the face value Rs. 10/- each aggregating to Rs. 25,51,50,000/-.

In terms of the provisions of Section 61(1)(b) of the Companies Act, 2013 as amended including rules notified thereunder ("Act") read with Rule 71 and 88 of the National Company Law Tribunal Rules 2016 as amended and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force) no consolidation and division which results in changes in the voting percentage of shareholder shall take effect unless it is approved by the National Company Law Tribunal (NCLT) on an application made in prescribed form.

The total number of shareholders as per the beneficiary position as on 7th February, 2025 was 24,943. Post consolidation of Equity shares, 2475 Equity shareholders will not get any shares due to generation of fraction shares, instead of that these Equity Shareholders of the Company are eligible to get sale proceeds in proportion to their respective fractional entitlements. The total fraction consolidation is 3584 Equity Shares consisting of 0.01% of the total paid up share capital of the Company. There will be change in voting percentages of the shareholders and hence the said consolidation of the Authorized Share Capital and for the Consequent Amendment to the capital clause of the Memorandum and Articles of Association of the Company requires prior approval of the shareholders of the Company by way of an Ordinary Resolution and National Company Law Tribunal (NCLT).

The date on which this consolidation would become effective, will be decided by the Board after obtaining shareholders approval, National Company Law Tribunal (NCLT) approval, stock exchange approval and the same will be notified through the Stock Exchange accordingly.

Shareholders attention is also invited to the fact that in view of the foregoing, the existing capital clause V in the Memorandum of Association of the Company relating to Equity shares also need relevant amendment to give effect to the consolidation.

Accordingly, the resolution and the terms stated therein and in the explanatory statement hereinabove shall be subject to the guidelines/ regulations issued/ to be issued by the Ministry of Corporate Affairs or National Company Law Tribunal (NCLT) or any other regulatory/ statutory authorities in that behalf and the Board shall have the absolute authority to modify the terms contained herein or in the said resolution, if required by the aforesaid regulatory/ statutory authorities or in case they do not conform with the Companies Act read with Companies Rules read with NCLT Rules including any amendment, modification, variation or re-enactment thereof.

The approval of the members is being sought to enable the Board to consolidate the Equity Shares to the extent and in the manner as set out in the resolution and the explanatory statement.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

The documents referred to in the Notice, for which this shareholder's approval is being obtained, will be available electronically for inspection without any fee by the members from the date of circulation of this Notice upto the last date of voting through Postal Ballot i.e. Wednesday 26th March, 2025. Members seeking to inspect such documents can send an email to cs@ewfcpl.com.

The Board of Directors believe that the Proposed consolidation is in the best interest of the Company and its Members and, therefore, recommends the Ordinary Resolution, at item no. 2 and 3 as set out in the accompanying Notice for approval by the Members of the Company.

Registered Office:

62, Adarsh Industrial Estate,
Sahar Chakala Road, Andheri East
Mumbai - 400099

By order of the Board
EAST WEST FREIGHT CARRIERS LIMITED

Date: 14/02/2025

Place: Mumbai

Sd/-
Ajaz Shafi Mohammed
Managing Director
DIN: 00176360