

# CARGOTRANS MARITIME LIMITED

CIN: L63012GJ2012PLC069896

Registered Office.: DBZ-S-61, 2nd Floor, Shyam Paragon, Gandhidham, Kachchh-370201,  
Gujarat.

Email Id.: accounts@cargotrans.in Contact No.: 9099935142 Website: www.cargotrans.in

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**Date:** 16<sup>th</sup> November, 2024

To,

**The Manager – Listing Department,  
BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001.  
BSE Scrip Code: 543618

## **Sub.: Notice of Extra-Ordinary General Meeting**

The Company is convening the Extra-Ordinary general meeting on Tuesday, December 10, 2024 at 4:00 P.M. through VC/ OAVM for obtaining approval of shareholders for the agendas as mentioned in the said notice.

The Company has completed dispatch of notices by email to the concerned shareholders today. In compliance with the provisions of Regulation 30 read with schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the copy of notice of Extra-Ordinary general meeting is enclosed herewith.

Kindly take the same on your records.

Thanking You.

Yours faithfully,

**For CARGOTRANS MARITIME LIMITED**

EDWIN  
ALEXANDER

**Edwin Alexander**  
**Chairman**  
**DIN: 05211513**

**Place: Gandhidham**

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## NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF CARGOTRANS MARITIME LIMITED WILL BE HELD ON TUESDAY, 10<sup>TH</sup> DECEMBER, 2024 AT 4.00 PM THROUGH AUDIO/VISUAL MEANS TO TRANSACT THE FOLLOWING BUSINESS: -

### SPECIAL BUSINESS

#### **1. TO INCREASE THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION.**

**To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Section 13, 61 read with Section 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the members be and is hereby accorded to increase the Authorized Share Capital of the Company from existing ₹ 4,50,00,000/- (Rupees Four Crore Fifty Lakh) divided into 45,00,000 Equity Shares of ₹ 10/- each to ₹ 5,00,00,000/- (Rupees Five Crore) comprising of 50,00,000 Equity Shares of ₹ 10/- each ranking pari passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, the approval of members of the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place and replace with the following:

*V. The Authorised Share Capital of the Company is ₹ 5,00,00,000/- (Rupees Five Crore) comprising of 50,00,000 Equity Shares of ₹ 10/- each.*

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and to file necessary e-form with the Registrar of Companies, Gujarat.

#### **2. PREFERENTIAL ISSUE OF UP TO 6,00,000 EQUITY SHARES TO THE PERSONS BELONGING TO PROMOTER / PROMOTER GROUP AND NON – PROMOTER CATEGORY.**

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

RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Companies Act") read with the Companies (Prospectus and Allotment of

Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreement entered into with BSE Limited where the shares of the Company are listed (“Stock Exchange”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended, the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“Takeover Regulations”) as amended, the Foreign Exchange Management Act, 1999 as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchange and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and 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 include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), consent of the members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis up to 6,00,000 (Six Lakh) Equity Shares of ₹ 10/- each at an issue price of ₹ 82/- (Rupees Eighty Two Only) including premium of ₹ 72/- (Rupees Seventy Two Only) to persons belonging to both Promoter/ Promoter Group and Non-Promoter Category, on preferential basis, in accordance with provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of up to ₹ 4,92,00,000/- (Rupees Four Crore Ninety Two Lakh Only), on such further terms and conditions as may be finalized, to the below mentioned persons (“Proposed Allottees”):

<b>Sr. No.</b>	<b>Name of the Proposed Allotees</b>	<b>Category of the Allotees</b>	<b>Maximum No. of the Equity shares proposed to be Allotted</b>
1.	Mathew Jacob	Promoter	10,500
2.	BChandershekhar Rao	Promoter	10,500
3.	Kesapurath World LLP	Promoter Group	1,59,000
4.	Jaimin Daxeshkumar Shah	Public	36,000
5.	Anita Niraj Israni	Public	24,000
6.	Jolly Moncy	Public	45,000
7.	Moncy George	Public	45,000
8.	Prashant M Sakariya	Public	30,000
9.	Kamlesh H Sakariya	Public	30,000
10.	Preksha Prashant Sakariya	Public	30,000
11.	Heenabahen Kamlesh Sakariya	Public	30,000
12.	Kiran Laxman Sawant	Public	25,000
13.	Mohammad Azim Sadik Mulla	Public	25,000

14.	Herin Arvind Dharod	Public	25,000
15.	Keval Manharlal Bhavsar	Public	30,000
16.	Mittal H Vasat	Public	15,000
17.	Firoz Khutub Sayyad	Public	30,000
<b>Total</b>			<b>6,00,000</b>

RESOLVED FURTHER THAT in accordance with the provisions of SEBI (ICDR) Regulations, the “Relevant Date” for the purpose of calculating the price of Equity Shares to be issued in terms hereof shall be 8<sup>th</sup> November, 2024 for this Extra Ordinary General Meeting (EGM) scheduled on 10<sup>th</sup> December, 2024 (The date 30 days prior to EGM date is coming as 10<sup>th</sup> November, 2024 however as 9<sup>th</sup> and 10<sup>th</sup> November, 2024 being Saturday and Sunday respectively relevant date is considered as 8<sup>th</sup> November, 2024 which is the day preceding the weekend as per regulation 161 of SEBI(ICDR)Regulations, 2018 and as amended from time to time).

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the Equity Shares under the Preferential Allotment shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a. The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the Stock Exchange subject to receipt of necessary regulatory permissions and approvals as the case may be.
- b. The Equity Shares allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- c. The Equity Shares to be issued and allotted shall be fully paid up and rank pari passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- d. The Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.
- e. The allottees shall be required to bring in the entire consideration for the Equity Shares to be allotted to such allottee, on or before the date of allotment thereof.
- f. The Consideration for allotment of Equity Shares shall be paid to the Company from the Bank accounts of the respective allottees; and
- g. The Equity Shares so offered, issued and allotted shall not exceed the number of Equity Shares as approved herein above.

Without prejudice to the generality of the above, the issue of the Equity Shares shall be subject to the terms and conditions as contained in the explanatory statement under Section 102 of the Act annexed hereto, which shall be deemed to form part hereof.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act complete record of private placement offers be recorded in Form PAS-5 for the issue of invitation to subscribe to the Equity Shares.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors of the Company and/or the Committee of the Board of Directors and/or Executive Directors and/or Company Secretary & Compliance Officer of the Company be and are hereby authorized severally on behalf of the Company to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or

expedient, including without limitation to make application to Stock Exchange for obtaining of in-principle approval, listing and trading approval of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Equity shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders.

RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the Board of Directors/Sub-Committee(s) of the Board and/or Executive Directors and/or Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to execute and deliver any and all other documents, papers and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the preferential issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case maybe.

**BY ORDER OF THE BOARD  
FOR CARGOTRANS MARITIME LIMITED**

**Place:** Gandhidham

**Date:** 14/11/2024

**Registered Office:**

DBZ-S-61, 2nd Floor, Shyam  
Paragon, Gandhidham, Kachchh  
370201, Gujarat.

**EDWIN ALEXANDER**

**CHAIRMAN**

**DIN: 05211513**

## Notes:

1. The Ministry of Corporate Affairs, Government of India (“MCA”) vide its General Circular Nos. 20/2020 dated 5<sup>th</sup> May 2020 and 09/2024 dated 19<sup>th</sup> September, 2024 and other circulars issued in this respect (“MCA Circulars”) permitted convening the General Meeting (“GM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (“the Act”) read with rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company. The facility of casting votes by a member using remote e-voting system as well as venue e-voting on the date of the EGM will be provided by NSDL.
2. In compliance with the MCA Circulars and SEBI circular, Notice of the EGM is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. The Notice convening this EGM is available on the website of the Company at [www.cargotrans.in](http://www.cargotrans.in); Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
3. Since this EGM is being held through VC/OAVM, pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM and physical attendance of Members has been dispensed with. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. As the meeting is to be convened through VC / OAVM the requirement of attaching the route map for the venue of meeting is not applicable.
5. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by NSDL.
7. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC / OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel,

the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

8. In light of the above MCA Circulars, the shareholders who have not submitted their email addresses and in consequence to whom the Notice of EGM along with Annual Report could not be serviced, may temporarily get their e-mail addresses registered with the Company's Registrar and Share Transfer Agent at info@bigshareonline.com or with the Company by sending an e-Post successful registration of the e-mail address, the shareholder would get soft copy of Notice of EGM with user-id and the password to enable e-voting for EGM. In case of any queries, shareholder may write to the Company at cs-cml@cargotrans.in or to Registrar and Transfer Agent at info@bigshareonline.com.
9. The documents and registers required to be open for inspection are open for inspection at the registered office of the Company on all working days except Saturdays, Sundays and Public holidays between 11.00 a.m. to 5.00 p.m. up to the date of the EGM and will also be available electronically on the website of the Company as on the date of the EGM.
10. The relevant Explanatory Statement pursuant to Section 102 of the Act and the additional information pursuant to Regulation 36(3) of SEBI Listing Regulations in respect of Director proposed for appointment / re-appointment at the meeting are annexed hereto.
11. Members who would like to express their views or ask questions during the EGM may register themselves at cs-cml@cargotrans.in. The Speaker Registration will be open till Tuesday, December 3, 2024. Only those Members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the EGM.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -**

**The remote e-voting period begins on 10:00 A.M. (Saturday, December 7, 2024) and ends on 5:00 P.M. (Monday, December 9, 2024). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, December 3, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.**

**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 and joining virtual meeting 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.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <p>  App Store            Google Play         </p> <div style="display: flex; justify-content: space-around;">   </div> </div>



Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at 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.**

<b>Login type</b>	<b>Helpdesk details</b>
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022 - 4886 7000 and 022 - 2499 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 1800 22 55 33

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL 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:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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](http://www.evoting.nsdl.com).
    - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting 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 and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 [evoting@parikh-dave.com](mailto:evoting@parikh-dave.com) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request Ms. Pallavi Mhatre, Senior Manager, NSDL, Address: Trade World, Awing, 4<sup>th</sup> Floor, Kamala Mills Compound, Lower Parel, Mumbai - 400013 Email ID: [evoting@nsdl.co.in](mailto: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 [accounts@cargotrans.in](mailto:accounts@cargotrans.in).
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 [accounts@cargotrans.in](mailto:accounts@cargotrans.in). If you are an Individual shareholder 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](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER: -**

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC / OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cs-cml@cargotrans.in](mailto:cs-cml@cargotrans.in). The same will be replied by the company suitably.
6. The Board of Directors has appointed Mr. Umesh Parikh failing him Mr. Uday Dave partners of M/s. Parikh Dave & Associates, Practicing Company Secretaries as Scrutinizer to scrutinize the remote e-voting and e-voting at the EGM, in a fair and transparent manner.
7. The Scrutinizer will, after the conclusion of e-voting at the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer’s Report and submit the same to the Chairman. The result of e-voting will be declared within two working days of the conclusion of the Meeting and the same, along with the consolidated Scrutinizer’s Report, will be placed on the website of the Company: [www.cargotrans.in](http://www.cargotrans.in) and on the website of [www.evotingindia.com](http://www.evotingindia.com). The result will simultaneously be communicated to the Stock Exchange.
8. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may obtain Sequence No. for remote e-voting by sending a request at [cs-cml@cargotrans.in](mailto:cs-cml@cargotrans.in) and cast vote after following the instructions for remote e-voting as provided in the Notice convening the meeting, which is available on the website of the Company and NSDL. However, if you are already registered with NSDL for remote e-voting then you can use your existing User ID and password for casting your vote.
9. Mr. Mahek Jitendra Kasta, Company Secretary & Compliance Officer of the Company, shall be responsible for addressing all the grievances in relation to this General Meeting including e-voting. His contact details are - Email: [cs-cml@cargotrans.in](mailto:cs-cml@cargotrans.in).

### **Other Information:**

- 12.** As mandated by the Securities and Exchange Board of India (“SEBI”), securities of the Company can be transferred / traded only in dematerialised form.
- 13.** SEBI has vide Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021 read with SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 (“SEBI Circulars”) mandated furnishing of Permanent Account Number (“PAN”), KYC details viz. Contact Details (Postal Address, Mobile Number and E-mail), Bank Details, Nomination etc. by holders of physical securities. The Company had sent letters for furnishing the required details.
- 14.** Any service request shall be entertained by the registrar and share transfer agent only upon registration of the PAN, KYC details and the nomination. Further, in absence of the above information on or after October 1, 2023, the folio(s) shall be frozen by Bigshare Services Private Limited in compliance with the aforesaid SEBI Circulars. If the folio(s) continue to remain frozen as on December 31, 2025, the frozen folios shall be referred by Bigshare Services Private Limited /Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002.
- 15.** Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc.
  - For shares held in electronic form to their Depository Participant for making necessary changes. NSDL has provided a facility for registration/ updation of e-mail address through the link: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
  - For shares held in physical form by submitting to Bigshare Services Private Limited the forms given below along with requisite supporting documents such as Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes / updation thereof, Confirmation of Signature of shareholder by the Banker, Registration of Nomination, Cancellation or Variation of Nomination, Declaration to opt out of Nomination.
- 16.** Non-Resident Indian members are requested to inform the Company / Bigshare Services Private Limited (if shareholding is in physical mode) / respective DPs (if shareholding is in demat mode), immediately of change in their residential status on return to India for permanent settlement.
- 17.** Members may please note that the Listing Regulations mandate transfer, transmission and transposition of securities of listed companies held in physical form only in demat mode. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate etc., by submitting a duly filled and signed Form ISR-4 along with requisite supporting documents to Bigshare Services Private Limited as per the requirement of the aforesaid circular.
- 18.** The aforesaid forms can be downloaded from the Company’s website at <https://www.cargotrans.in/> and is also available on the website of Bigshare Services Private Limited at [info@bigshareonline.com](mailto:info@bigshareonline.com).

## ANNEXURE TO THE NOTICE

### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

#### **ITEM NO.1:**

At present the Authorised Share Capital of the Company is ₹ 4,50,00,000/- (Rupees Four Crore Fifty Lakh) divided into 45,00,000 Equity Shares of ₹ 10/- each. To accommodate planning of further issue of equity shares it is required to increase the Authorised Share Capital. Further, in view of increasing the Authorised Share Capital it is also necessary to amend Clause V of the Memorandum of Association to increase the Authorised Share Capital from existing ₹ 4,50,00,000/- (Rupees Four Crore Fifty Lakh) divided into 45,00,000 Equity Shares of ₹ 10/- each to ₹ 5,00,00,000/- (Rupees Five Crore) comprising of 50,00,000 Equity Shares of ₹ 10/- each. As per the provisions of Sections 13 & 61 of the Companies Act, 2013, approval of the members is required to be accorded for increasing the Authorised Share Capital of the Company and alteration in the Memorandum of Association by way of passing an Ordinary Resolution.

Copy of altered Memorandum of Association of the Company with and without modification is available for inspection to the members of the company during office hours till the date of EGM.

Accordingly, the Directors recommend the matter and the resolution set out under Item no. 1 for the approval of the Members by way of passing an Ordinary Resolution. Pursuant to Section 102 of Companies Act, 2013, the Board of Directors of the Company do hereby confirm that none of its Directors, Key Managerial Personnel and relatives thereof are interested, financially or otherwise in the aforesaid resolution.

#### **ITEM NO.2:**

The Special Resolution contained in the notice, has been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, to issue and allot up to 6,00,000 Equity shares at the issue price of ₹ 82/- including premium of ₹ 72/-, aggregating up to ₹ 4,92,00,000/- (Rupees Four Crore Ninety Two Lakh Only).

The proposed Preferential Issue is to be issued to the persons belonging to both Promoter/ Promoter group and Non-Promoter Category. The preferential issue shall be made in terms of Chapter V of the SEBI ICDR Regulations, 2018 and applicable provisions of Companies Act, 2013. The said proposal has been considered and approved by the Board.

The approval of the members is accordingly being sought by means of a 'Special Resolution' under Sections 42 and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder and Regulation 160 of the SEBI ICDR Regulations.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI (ICDR) Regulations are set forth below:

## A. Objects of the Preferential Issue

The Company intends to utilize the proceeds raised through the issue (“Issue Proceeds”) towards making investment or providing loan to Subsidiary namely CARGOTRANS LINES PTE. LTD. situated in Singapore for its business purposes.

## B. Particulars of the offer including date of Board Meeting, kind of securities offered, the maximum number of specified securities to be issued

The Board of Directors at their meeting held on 11<sup>th</sup> November, 2024 and 14<sup>th</sup> November, 2024 has approved to issue and allot upto 6,00,000 Equity shares at the issue price of ₹ 82/- including premium of ₹ 72/-, aggregating up to ₹ 4,92,00,000/- (Rupees Four Crore Ninety Two Lacs Only) in terms of the provisions of Chapter V of SEBI (ICDR) Regulations, 2018 and applicable provisions of Companies Act, 2013.

## C. Amount which the company intends to raise by way of such securities

Not exceeding ₹ 4,92,00,000/- (Rupees Four Crore Ninety Two Lacs Only)

## D. The intent of the promoters, directors or key managerial personnel of the issuer to subscribe to the offer

Mr. Mathew Jacob and Mr. BChandershekar Rao being Directors and Promoters along with Kesapurath World LLP to be classified as Promoter Group entity have intended to subscribe to the offer. None of other Directors / Key Managerial Personnel or Senior Management are intending to subscribe to this offer.

## E. The Shareholding Pattern of the issuer before and after the preferential issue

The shareholding pattern of the Company before and after the proposed preferential issue to “Promoter & Promoter Group” & “Non – Promoter” is likely to be as follows:

Category	Pre-Issue Shareholding		Equity shares to be Allotted	Post – Issue Shareholding	
	No. of Shares	%		No. of Shares	%
A) Promoter Shareholding					
1) Indian					
Individuals & HUF	30,00,000	73.53	21,000	30,21,000	64.55
Bodies Corporate	-	-	1,59,000	1,59,000	3.40
Total (A)(1)	30,00,000	73.53	1,80,000	31,80,000	67.95
2) Foreign					
Total Promoter holding (A1 + A2)	30,00,000	73.53	1,80,000	31,80,000	67.95
B) Public Shareholding					
1) Institutional Investors					
	-	-	-	-	-
2) Non – Institutional Investors					
Individuals	10,18,500	24.96	4,20,000	14,38,500	30.74



Bodies Corporate	1,500	0.04	-	1,500	0.03
NRIs	9,000	0.22	-	9,000	0.19
HUF	31,500	0.77	-	31,500	0.67
Others	19,500	0.48	-	19,500	0.42
Total (B)(2)	10,80,000	26.47	4,20,000	15,00,000	32.05
Total Public Holding (B1 + B2)	-	-	4,20,000	15,00,000	32.05
C)Non – Promoter Non-Public	-	-	-	-	-
Total (A + B + C)	40,80,000	100.00	6,00,000	46,80,000	100.00

**Notes:**

- (1) The pre-issue shareholding pattern is as on November 8, 2024.
- (2) The post preferential percentage of shareholding has been calculated assuming that all the Equity shares will be subscribed by allottees.
- (3) In order to keep total % of shareholding as 100%, the % of each category has been rounded off in the best possible manner.
- (4) It is further assumed that shareholding of the Company in all other categories will remain unchanged.
- (5) The Company will ensure compliance with all applicable laws and regulations including the SEBI ICDR Regulations at the time of allotment of equity shares of the Company.

**F. Proposed time limit within which the allotment shall be complete**

In terms of SEBI ICDR Regulations, the preferential allotment of said Equity shares will be completed within a period of 15 (fifteen) days from the date of passing of special resolution. Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, stock exchange(s) or other concerned authorities.

**G. Number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price**

During the year, no allotment of equity shares/ other security has been made by Company.

**H. Valuation for Consideration other than Cash**

Not Applicable

**I. Principal terms of assets charged as securities:**

Not Applicable.

**J. Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:**

Not Applicable.

**K. Basis on which the price has been arrived at along with report of the registered valuer:**

The Equity Shares of the Company are listed on BSE ("Stock Exchanges") and the Equity Shares are frequently traded in terms of the SEBI (ICDR) Regulations.

In case of the frequently traded shares, as per Regulation 164(1) of the SEBI (ICDR) Regulations, 2018, a minimum issue price of the Equity Shares/ Convertible Equity shares in preferential issues has to be calculated as:

- I. the 90 trading days' volume weighted average price of the related Equity Shares quoted on the recognized Stock Exchange preceding the Relevant Date i.e., ₹ 77.30/- per Equity Share;
- II. the 10 trading days' volume weighted average price of the related Equity Shares quoted on a recognized Stock Exchange preceding the Relevant Date i.e., ₹ 68.66/- per Equity Share; whichever is higher

In terms of the provisions of Regulation 164(1) of the SEBI ICDR Regulations, the minimum price at which the Equity may be issued computes to ₹ 77.30/- each. Further, Method of determination of price as per the Articles of Association of the Company is not applicable as the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares issued on preferential basis.

However, as the proposed allotment is more than 5% of the post issue fully diluted Equity Shares capital of the company, to the allottees and allottees acting in concert, the pricing of the Equity Shares to be allotted shall be higher of the following parameters:

- I. Price determined as per the provisions of the Regulation 164(1) of the SEBI ICDR Regulations (in case of frequently traded shares) which is ₹ 77.30 (Rupees Seventy Seven and Paise Thirty only) per Equity Share

OR

- II. Price determined as per provisions of the Regulation 166A(1) of the SEBI ICDR Regulations which is ₹ 77.30/- (Rupees Seventy Seven and Paise Thirty only) per Equity Share.

Accordingly, the floor price in terms of SEBI (ICDR) Regulations is ₹ 77.30/- per Equity Share. The issue price is ₹ 82/- per equity share which is not lower than the floor price determined in compliance with applicable provisions of SEBI (ICDR) Regulations.

A Valuation Report received from CS RV Pinakin Shah, an Independent Registered Valuer having his office at A-201, Siddhi Vinayak Towers, Off SG Highway, Makarba, Ahmedabad-380051 in terms of Regulation 166A of the SEBI (ICDR) Regulations has been hosted on the website of the company which can be accessed at <https://www.cargotrans.in/uploads/investor-relation/preferential-issue/Valuation%20report%20from%20Registered%20Valuer.pdf>

**L. The Class or Classes of Persons to whom the allotment is proposed to be made**

The allotment is proposed to be made to the Promoter/Promoter group and Non – Promoter Category as detailed in the resolution.

**M. The Price or Price Band at / within which the allotment is proposed**

The Equity Shares are proposed to be issued at an issue price of ₹ 82/- per share, including premium of ₹ 72/- per share, as per the price determined in terms of Regulation 164 of the SEBI ICDR Regulations.

**N. The Identity of the natural person who are the Ultimate Beneficial Owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s):**

<b>Sr. No.</b>	<b>Name of the Proposed Allottees</b>	<b>Category</b>	<b>Name of Ultimate Beneficial Owners</b>
1.	Mathew Jacob	Promoter	Not Applicable
2.	BChandershekhar Rao	Promoter	Not Applicable
3.	Kesapurath World LLP	Promoter Group	Edwin Alexander - Contribution/ profit sharing ratio=65% Manju Edwin - Contribution/ profit sharing ratio= 35%
4.	Jaimin Daxeshkumar Shah	Public	Not Applicable
5.	Anita Niraj Israni	Public	Not Applicable
6.	Jolly Moncy	Public	Not Applicable
7.	Moncy George	Public	Not Applicable
8.	Prashant M Sakariya	Public	Not Applicable
9.	Kamlesh H Sakariya	Public	Not Applicable
10.	Preksha Prashant Sakariya	Public	Not Applicable
11.	Heenabahen Kamlesh Sakariya	Public	Not Applicable
12.	Kiran Laxman Sawant	Public	Not Applicable
13.	Mohammad Azim Sadik Mulla	Public	Not Applicable
14.	Herin Arvind Dharod	Public	Not Applicable
15.	Keval Manharlal Bhavsar	Public	Not Applicable
16.	Mittal H Vasat	Public	Not Applicable
17.	Firoz Khutub Sayyad	Public	Not Applicable

**O. The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue.**

Name	Pre-Issue Shareholding Structure		Equity shares to be Allotted	Post – Issue Shareholding	
	No. of Shares	%		No. of Shares	%
Mathew Jacob	3,75,050	9.19	10,500	3,85,550	8.24
BChandershekhar Rao	2,50,050	6.13	10,500	2,60,550	5.57
Kesapurath World LLP	0	0.00	1,59,000	1,59,000	3.40
Jaimin Daxeshkumar Shah	0	0.00	36,000	36,000	0.76
Anita Niraj Israni	0	0.00	24,000	24,000	0.51
Jolly Moncy	0	0.00	45,000	45,000	0.96
Moncy George	0	0.00	45,000	45,000	0.96
Prashant M Sakariya	0	0.00	30,000	30,000	0.64
Kamlesh H Sakariya	0	0.00	30,000	30,000	0.64
Preksha Prashant Sakariya	0	0.00	30,000	30,000	0.64
Heenabahen Kamlesh Sakariya	0	0.00	30,000	30,000	0.64
Kiran Laxman Sawant	0	0.00	25,000	25,000	0.53
Mohammad Azim Sadik Mulla	0	0.00	25,000	25,000	0.53
Herin Arvind Dharod	0	0.00	25,000	25,000	0.53
Keval Manharlal Bhavsar	0	0.00	30,000	30,000	0.64
Mittal H Vasat	0	0.00	15,000	15,000	0.32
Firoz Khutub Sayyad	0	0.00	30,000	30,000	0.64

\* The % of each proposed allottee has been rounded off in the best possible manner.

There shall be no change in the management or control of the Company pursuant to the proposed issue.

**P. Lock-in Period**

- 1) The Equity shares to be allotted shall be subject to lock-in in accordance with Chapter V of the SEBI ICDR Regulations.
- 2) The entire pre-preferential allotment shareholding, if any, of the Proposed Allottees, shall be locked-in as per Chapter V of the SEBI ICDR Regulations.

**Q. Relevant Date:**

In terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 the Relevant Date has been reckoned as Friday, 8<sup>th</sup> November, 2024 for this Extra Ordinary General Meeting (EGM) scheduled on 10<sup>th</sup> December, 2024 (The date 30 days prior to EGM date is coming as 10<sup>th</sup> November, 2024 however as 9<sup>th</sup> and 10<sup>th</sup> November, 2024 being Saturday and Sunday respectively relevant date is considered as 8<sup>th</sup> November, 2024 which is the day preceding the weekend as per regulation 161 of SEBI(ICDR)Regulations, 2018 and as amended from time to time).

**R. Change in Control, if any, in the Company that would occur consequent to the preferential offer;**

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of Equity Shares of the Company.

**S. Undertaking:**

- None of its Directors or Promoters is fugitive economic offenders as defined under the SEBI ICDR Regulations.
- It is hereby undertaken that if the re-computation of the price of the specified securities in terms of the provisions of the regulations of ICDR Regulations is required to be carried out, the Issuer shall do the same.
- If on account of the re-computation of the price, if the amount is payable on re-computation of price, the allottees shall pay the consideration accordingly, if necessary. If the price is not paid upon re-computation within the time stipulated in ICDR Regulations, the specified securities shall continue to be locked-in till the time such amount is paid by the allottees.
- None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.
- The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares which shall rank pari passu with the existing equity shares of the Company in all respects, including dividend.
- The Company is eligible to make the Preferential Issue under Chapter V of the SEBI (ICDR) Regulations;

**T. Disclosure specified in Schedule VI of ICDR Regulations, if the issuer or any of its promoters or directors is a willful defaulter or fraudulent borrower:**

None of the Company, its directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.

**U. The Current and Proposed status of the allottee(s) post the preferential issues namely, Promoter or Non – Promoter**

<b>Sr. No.</b>	<b>Name of Allottee(s)</b>	<b>Current Status</b>	<b>Post Status</b>
1.	Mathew Jacob	Promoter	Promoter
2.	BChandershekhar Rao	Promoter	Promoter
3.	Kesapurath World LLP	Promoter Group	Promoter Group
4.	Jaimin Daxeshkumar Shah	Public	Public
5.	Anita Niraj Israni	Public	Public
6.	Jolly Moncy	Public	Public
7.	Moncy George	Public	Public

8.	Prashant M Sakariya	Public	Public
9.	Kamlesh H Sakariya	Public	Public
10.	Preksha Prashant Sakariya	Public	Public
11.	Heenabahen Kamlesh Sakariya	Public	Public
12.	Kiran Laxman Sawant	Public	Public
13.	Mohammad Azim Sadik Mulla	Public	Public
14.	Herin Arvind Dharod	Public	Public
15.	Keval Manharlal Bhavsar	Public	Public
16.	Mittal H Vasat	Public	Public
17.	Firoz Khutub Sayyad	Public	Public

#### **V. Practicing Company Secretary's Certificate**

The certificate from Mr. Umesh Parikh (Mem. No. F4152) partner of M/s. Parikh Dave & Associates, Practicing Company Secretaries, A Peer Reviewed Firm, Ahmedabad certifying that the preferential issue of Equity shares is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate shall be available for inspection by the members and the same may be accessed on the Company's website at the link: <https://www.cargotrans.in/uploads/investor-relation/preferential-issue/Compliance%20certificate%20by%20PCS.pdf>

#### **W. Details of the Directors, Key Managerial Persons or their relatives, in any way concerned or interested in the said resolution**

Except Mr. Mathew Jacob and Mr. BChandershekhar Rao being proposed allottees along with their relatives, none of the Directors/ Key Managerial Personnel of the Company/ their relatives are concerned or interested, financially or otherwise, in the resolutions set out in this Notice.

The Board of Directors believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolution as set out in the accompanying notice for approval by the Members.

**BY ORDER OF THE BOARD FOR  
CARGOTRANS MARITIME LIMITED**

**Place:** Gandhidham

**Date:** 14/11/2024

**Registered Office:**

DBZ-S-61, 2nd Floor, Shyam Paragon,  
Gandhidham, Kachchh 370201, Gujarat.

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