

NOTICE OF 17TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 17th Annual General Meeting of the members of **PRISTINE LOGISTICS & INFRAPROJECTS LIMITED** (hereinafter referred to as the “**Company**”) will be held on Tuesday, the 30th day of September 2025, at 5:50 p.m. at a shorter notice, at the registered office of the Company situated at 3rd Floor, Wing-B, Commercial Plaza, Radisson Hotel Delhi, NH-8, Mahipalpur, New Delhi-110037 to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the audited Standalone and Consolidated financial statement for the financial year ended March 31, 2025, together with the reports of the board of directors and auditor thereon.**

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

“**RESOLVED THAT** the audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the board of directors and auditor thereon, as circulated to the members, be and are hereby received, considered and adopted.”

2. **To appoint a director in place of Mr. Sanjay Mawar (DIN: 00303822) who, retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions, if any, of the Companies Act, 2013, in any, including any statutory modifications or re-enactment thereof for the time being in force, Mr. Sanjay Mawar (DIN:00303822), who retires by rotation at this meeting and being eligible has offered himself for reappointment, be and is hereby re-appointed as executive director of the Company, liable to retire by rotation.”

3. **To consider and appoint M/s. Walker Chandiook & Co LLP, Chartered Accountants as statutory auditor of the Company and fixing of their remuneration.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and read with the Companies (Audit and Auditors) Rules, 2014, based on the recommendation of the Audit Committee and the Board of Directors, M/s. Walker Chandiook & Co LLP, Chartered Accountants, (Firm Registration No. 001076N/N500013) be and is hereby appointed as statutory auditor of the Company, in place of the retiring auditor, M/s. BSR & Associates LLP, Chartered Accountants (Firm Registration No. 116231W/W-100024), to hold office for a term of five consecutive years from the conclusion of 17th Annual General Meeting until the conclusion of the 22nd Annual General Meeting of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

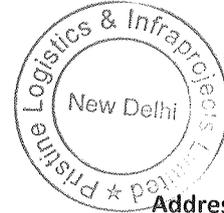
PRISTINE LOGISTICS & INFRAPROJECTS LIMITED

CIN: U70102DL2008PLC178106

Registered Office : 3rd Floor, Wing-B, Commercial Plaza, Radisson Hotel, NH8, Mahipalpur, New Delhi-110037
Telephone : +91-11-47235800, 46772223 /24/27 Fax : +91-11-46772228
E-mail: coml@pristine.logistics.com Web : www.pristinelogistics.com

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

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



(R. Sai Krishnan)

Company Secretary

M. No.: A28212

**Address: 3rd Floor Wing B,
Commercial Plaza, Radisson Hotel,
Mahipalpur, New Delhi-110037**

Place : New Delhi

Date : September 30, 2025

NOTES:

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

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

3. Pursuant to the secretarial standard on general meetings (SS-2) issued by the Institute of Company Secretaries of India, the details of the director seeking re-appointment at the 17th Annual General Meeting is provided in **Annexure A** of this notice. The Company has received the requisite consent/declaration for the re-appointment under the Companies Act, 2013 and the rules made thereunder.
4. Corporate members intending to send their authorised representatives to attend and vote at the annual general meeting are requested to send to the Company, a duly certified copy of the board resolution/ authorization letter authorizing their representative to attend and vote on their behalf at the meeting.
5. Members who have not registered their e-mail address or who want to update their e-mail address are requested to register/update their e-mail address with the Company for receiving communication in electronic form.
6. The relevant documents related to the business to be transacted at the meeting along with the relevant statutory registers will be available for inspection during the business hour at the registered office of the Company till the conclusion of the annual general meeting.
7. In accordance to Article 115.5.2 of the articles of association of the Company, the decisions at the annual general meeting are to be made by way of a poll. The polling paper is attached herewith and the same will also be available at the venue of the annual general meeting.
8. Members/Proxies are requested to kindly take note that attendance slip, as sent herewith, is required to be produced at the venue of the annual general meeting duly filed in and signed for attending the meeting.
9. The route map is attached herewith for easy location of the venue of the annual general meeting.

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



A handwritten signature in black ink.

(R. Sai Krishnan)

Company Secretary

M. No.: A28212

**Address: 3rd Floor Wing B,
Commercial Plaza, Radisson Hotel,
Mahipalpur, New Delhi-110037**

**Place : New Delhi
Date : September 30, 2025**

CONSENT OF MEMBERS FOR SHORTER NOTICE

Dated: _____

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

Dear Sir,

I/We, _____ (*Name of the Member*) holding _____ Equity Shares (*No. of Equity Shares*) of Rs.5/- each in the Company hereby give my/our consent, pursuant to Section 101(1) of the Companies Act, 2013, to hold the 17th Annual General Meeting of the Company on Tuesday, the 30th day of September 2025, at 05:50 p.m. at a shorter notice.

Member's Signature

Form No. MGT-11

Proxy form

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

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

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

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

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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 17th Annual General Meeting of the Company, to be held on Tuesday, the 30th day of September 2025, at 05:50 p.m. at the registered office of the Company situated at 3rd Floor, Wing-B, Commercial Plaza, Radisson Hotel Delhi, NH-8, Mahipalpur, New Delhi-110037 and at any adjournment thereof in respect of such resolutions as indicated below:

Resolution No.

1. To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2025, together with the reports of the board of directors and the auditor thereon;
2. To appoint a director in place of Mr. Sanjay Mawar (DIN:00303822) who, retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and appoint M/s. Walker Chandiook & Co LLP, Chartered Accountants as statutory auditor of the Company and fixing of their remuneration.

Signed this day of, 2025

Signature of shareholder
Signature of Proxy holder

Affix Revenue Stamp

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

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

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

BALLOT PAPER

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

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

No.	Item No.	No. of shares held by me/us	I/We assent to the resolution	I/We dissent from the resolution
1.	To receive, consider and adopt the audited Standalone and Consolidated financial statement for the financial year ended March 31, 2025, together with the reports of the board of directors and the auditor thereon			
2.	To appoint a director in place of Mr. Sanjay Mawar (DIN:00303822) who, retires by rotation and being eligible, offers himself for re-appointment			
3.	To consider and appoint M/s. Walker Chandiok & Co LLP, Chartered Accountants as statutory auditor of the Company and fixing of their remuneration.			

Place :
Date :

(Signature of the shareholder)

ATTENDANCE SLIP

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

Regd. Folio No./ Client ID* : _____

DP ID* : _____

Name of Member : _____

Name of Proxy Holder (if any) : _____

Number of shares held : _____

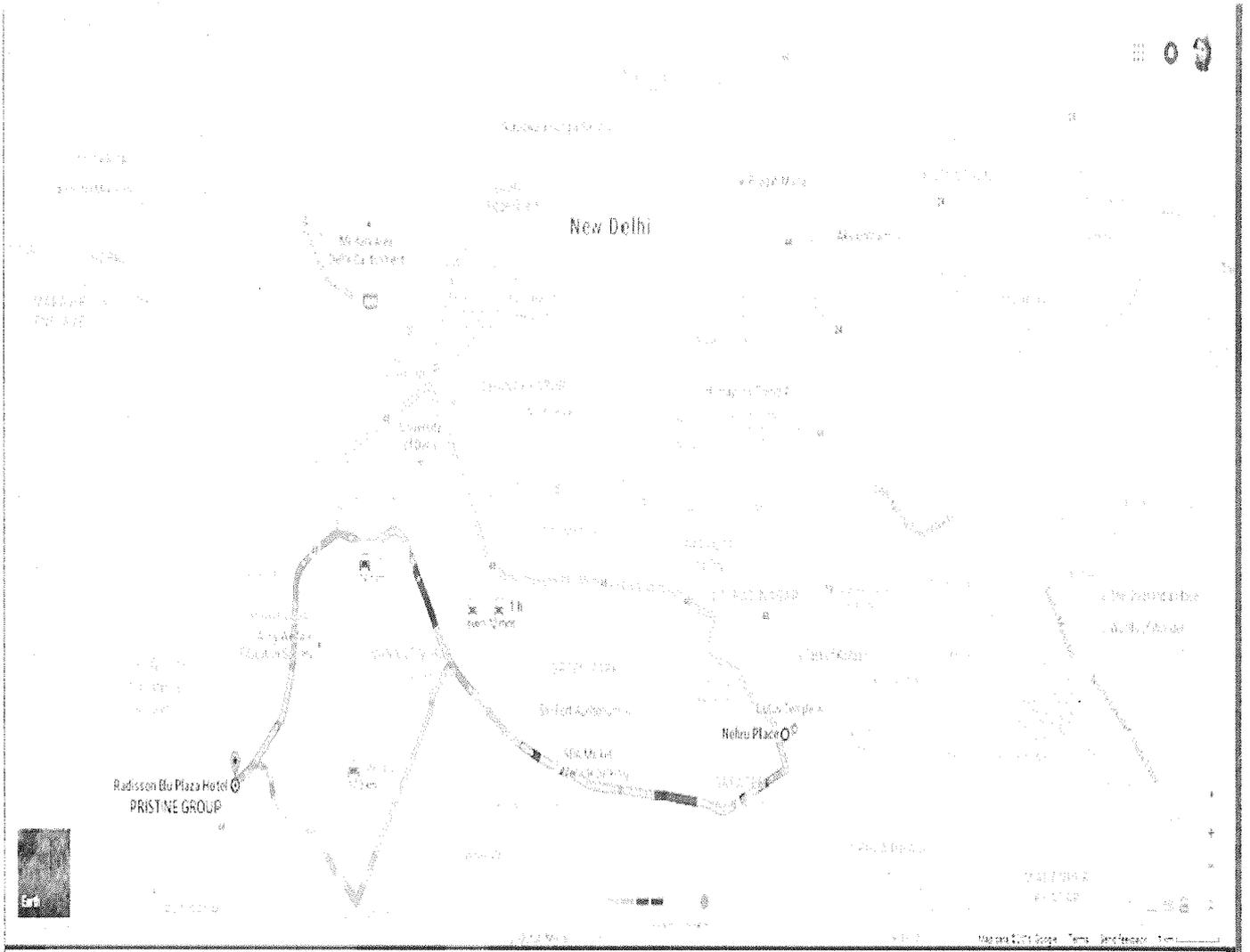
** Applicable to members holding shares in electronic form.*

I/We hereby record my/our presence at the **17th Annual General Meeting** of the members of **PRISTINE LOGISTICS & INFRAPROJECTS LIMITED** held on Tuesday, the 30th day of September 2025 at 05:50 p.m. at the registered office of the Company situated at 3rd Floor, Wing-B, Commercial Plaza, Radisson Hotel Delhi, NH-8, Mahipalpur, New Delhi-110037.

Member's Signature

Proxy's Signature

PRISTINE GROUP - ROUTE MAP



Details of director seeking re-appointment at the 17th Annual General Meeting of the Company

(Pursuant to secretarial standard on general meetings (SS-2) issued by the Institute of Company Secretaries of India)

Name and age of the director	Mr. Sanjay Mawar, 56 years
Date of birth	November 24, 1968
DIN	00303822
Qualification	He holds a bachelor's degree in arts (honours) from the University of Delhi. He also holds a bachelor's degree in law from Faculty of Law, University of Delhi.
Experience	He has over 26 Years of experience in law and administration, including over 14 years of experience as an entrepreneur.
Terms and conditions of the re-appointment along with details of remuneration sought to be paid and the remuneration last drawn, if applicable	<p>He shall be liable to retire by rotation whilst he continues to hold office of whole-time director and his reappointment on retirement by rotation as a director shall not be deemed to constitute a break in his office of whole-time director.</p> <p>The members in the extra ordinary general meeting held on January 23, 2025 had approved the remuneration of Mr. Sanjay Mawar i.e., up to Rs. 25 million per annum (as may be decided by the management) excluding the perquisites as mentioned under Section IV of Part II of Schedule V of the Companies Act, 2013 subject to maximum remuneration as specified in Part II Section II of Schedule V to the Companies Act, 2013, with effect from April 01, 2024.</p>
Date of first appointment on the board of directors of the Company	May 14, 2008
Number of meetings of the board attended during the year	4 (Four)
Shareholding in the Company	59,89,776 equity shares having face value of Rs. 5/- each
Relationship with other directors, manager and other key managerial personnel of the Company	Not related to any director/key managerial Personnel of the company
List of other companies in which he holds the directorship	<ul style="list-style-type: none"> • Pristine Hindustan Infraprojects Private Limited • Sical Logistics Limited • Pristine Value Logistics Private Limited • (formerly known as Patchems P Ltd.) • Sical Multimodal and Rail Transport Limited • Kanpur Logistics Park Private Limited • Techlog Support Services Private Limited • Pristine Magadh Infrastructure Private Limited • Indomatrix Logistics Private Limited • Pristine Logistics & Infraprojects Limited • Self Care Infrastructure and Developers Private Limited • Pristine Kaneria Logistics Park Private Limited
List of membership/ chairmanship of committees of other companies in which he is a director	<ol style="list-style-type: none"> 1. Member of Stakeholder Relationship Committee Pristine Logistics & Infraprojects Limited 2. Member of corporate social responsibility committee of Pristine Logistics & Infraprojects Limited 3. Member of corporate social responsibility committee of Kanpur Logistics Park Private Limited 4. Member of Audit Committee of Pristine Magadh Infrastructure Private Limited