

DTDC EXPRESS LIMITED

NOTICE

To

All the Shareholders of DTDC EXPRESS LTD.

NOTICE is hereby given that the Thirtieth Annual General Meeting of the Members of **DTDC EXPRESS LIMITED** will be held at the Registered Office of the Company at "DTDC House", No.3, Victoria Road, Bangalore – 560 047 on Thursday, the 31st day of December, 2020 at 4:30 P.M to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt :
 - a) The audited financial statements of the Company for the financial year ended 31st March, 2020 and the Report of the Board of Directors and Auditors thereon; and
 - b) The audited consolidated financial statements of the Company for the financial year ended 31st March, 2020.
2. To ratify the Interim Dividend declared and paid by the Board and to confirm the same as Final Dividend on Equity Shares.
3. To appoint a Director in place of Mr. Suresh Kumar Bansal (DIN: 00056435), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mrs. Tapasi Chakraborty (DIN: 00176209), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

5. Regularisation of Mr. Benjamin Demoge as a Director.
6. Re-appointment of Mr. P Thiruvengadam (DIN: 00016375) as an Independent Director
7. Power to Mortgage Fixed assets of the Company:
8. To approve Related Party Transaction with Ziyo Information Technology Limited
9. To approve Related Party Transaction with DTDC Global Express Pte. Ltd.
10. To approve Related Party Transaction with DTDC Express Inc.
11. To approve Related Transaction with DTDC Courier & Cargo (UK) Ltd
12. To approve Related Transaction with DTDC Eurostar Courier & Cargo LLC Dubai
13. To approve Related Transaction with Prolific HR Consultants (India) Ltd.
14. To approve Related Transaction with DCG Tech Ltd
15. To approve Related Transaction with ECFY Consulting Pvt. Ltd.

16. To approve Related Transaction with Llama logisol Pvt Ltd
17. To approve Related Transaction with DTDC Australia Pty Ltd
18. To approve Related Transaction with Smt. Kanta Chakraborty
19. To approve Related Transaction with Sri. Subhasish Chakraborty
20. To approve Related Transaction with Smt. Tapasi Chakraborty
21. To approve Related Transaction with Sri. Sahil Bansal
22. To approve Related Transaction with Sri. R S Bansal
23. Approval for remuneration of Mr. Subhasish Chakraborty – Managing Director.
24. Approval for remuneration of Mr. Suresh Kumar Bansal – Whole-time Director.
25. Approval for remuneration of Mrs. Arpita C Mitra – Whole-time Director.
26. Approval for remuneration of Mr. Abhishek Chakraborty – Whole-time Director.

Registered Office:

“DTDC House”.

No.3, Victoria Road,
BANGALORE – 560 047

Date: 23.12. 2020

CIN:U85110KA1990PLC011089

By Order of the Board

SD/-

(Subhasish Chakraborty)
Chairman & Managing Director

DIN: 00175976

NOTE:

1. The AGM Notice is being sent to the Members electronically to their email IDs registered with the Company and put up on the website of the Company.
2. The Company intends to convene the AGM in compliance with applicable provisions of the Companies Act, 2013 read with Circular No.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 and Circular No.22/2020 dated 15th June 2020.
3. Since the meeting is being held via Video Conferencing, pursuant to Circular No. 14/2020 dated 08.04.2020, facility of appointment of proxies by members will not be available.
4. The Members require an electronic device such as computer or laptop or mobile phone with appropriate audio video facilities to participate in the AGM.
5. The Members shall click on the following link to join the AGM: meet.google.com/bkm-mmou-hxp
6. The Members participating (Participants) in the AGM shall ensure that no person other than the concerned Member is attending or has access to the proceedings of the AGM.
7. Facility of Video Conferencing will be available 15 minutes before the time fixed for the meeting and will be closed on expiry of 15 minutes after the meeting.
8. Participants are requested to log in 15 minutes prior to the scheduled time of the meeting to ensure that the meeting can be started on time without any glitches.
9. Participants shall keep their audio muted during the meeting, unless they are speaking. However, they will be required to keep their videos on throughout the meeting.

10. Every Participant shall identify himself before speaking at the AGM.
11. Attendance of members through Video Conferencing will be counted for the purposes of reckoning quorum of the meeting.
12. Participants may vote by show of hands.
13. All the recordings of the proceedings at the said AGM would be made by Mr. M H Shyamaprasad, Company Secretary of the Company, as instructed by the Chairman of the Meeting, at the registered office of the Company.
14. In case of any difficulty faced by the members in joining the meetings via video conferencing, or in case any assistance is required by the members in using the technology, then members may reach out to Mr M H Shyamaprasad who will available at 9342280213.
15. The result of the voting shall be declared at the AGM and shall also be put up on the website of the Company.
- 16.** The recorded transcript of the meeting shall be made available on the website of the Company.
17. The Meeting is being convened at a shorter notice, after obtaining the consent, in writing by more than 95% of the members entitled to vote, pursuant to the provisions of Section 101 of Companies act 2013.