

NOTICE IS HEREBY GIVEN THAT THE 12TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD ON TUESDAY, 30TH NOVEMBER 2021 AT 04:00 P.M. AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT 13-B, SECTOR A, INDUSTRIAL AREA, SANWER ROAD INDORE-452015, TO TRANSACT THE FOLLOWING BUSINESS:-

ORDINARY BUSINESS:

- 1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, and the Reports of the Board of Directors and Auditors thereon.**

“**RESOLVED THAT** the audited standalone and consolidated financial statement of the Company for the year ended March 31, 2021 containing the Balance Sheet as at that date, the Statement of Profit & Loss, and the Cash Flow Statement for the year ended on that date together with the Notes and the Reports of Auditors and Board of Directors Report along with its annexures thereon be and are hereby approved and adopted.”

- 2. To consider and approve reappointment of Mr. Anil Jhawar, (DIN: 00966490), as Director of the Company.**

RESOLVED THAT Mr. Anil Jhawar, (DIN: 00966490) who retires by rotation at the 12th Annual General meeting of the Company be and is hereby appointed as the Director of the Company liable to retire by rotation.

SPECIAL BUSINESS:

- 3. To Consider and approve re- appointment and remuneration Payable to Mr. Pranav Jhawar (DIN: 00061525) as the Whole time Director of the Company.**

“**RESOLVED THAT** pursuant to the provisions of Sections 2(94), 188, 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications, amendment(s) or re-enactment(s) thereof for the time being in force), in accordance with the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee, Audit Committee and Board of Directors of the Company and subject to necessary approval(s), if any, the consent of the members be and is hereby accorded to the Board of Directors for re-appointment of Mr. Pranav Jhawar (DIN: 00061525) as the Whole-Time Director of the Company to hold office for a period of five (5) consecutive years with effect from 1st April, 2021 who shall be liable to retire by rotation.

RESOLVED FURTHER THAT the overall maximum remuneration up to Rs. 48,00,000 (Rupees Forty Eight Lakhs Only) P.A. including all perks, allowances and annual performance linked incentive for a period of Three (3) Consecutive Years with effect 01st April, 2021 be and is hereby approved on such



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terms and conditions as set out in the Explanatory Statement attached to this Notice convening the meeting with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Pranav Jhawar, the aforesaid remuneration shall be payable even in the event of loss or inadequacy of profits as computed under section 198 of the Act.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby jointly or severally authorised to do all the acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable including to sign and execute all necessary forms, documents, applications, returns and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

BY ORDER OF THE BOARD OF DIRECTORS

FOR JICS LOGISTIC LIMITED

SD/-

Anil Jhawar

Director

DIN: 00966490

Place: Indore

Date: 30.11.2021

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote instead of himself and the 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 holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten 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 shareholder.
2. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
3. Attendance slip, proxy form MGT-11 and route map of the venue of the Meeting are annexed hereto.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
5. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.
6. Members/proxies attending the meeting are requested to bring their duly filled admission/ attendance slips sent along with the notice of annual general meeting at the meeting.

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

To Consider and approve re- appointment and remuneration Payable to Mr. Pranav Jhawar (DIN: 00061525) as the Whole time Director of the Company.

Mr. Pranav Jhawar was being appointed on the board of the Company since its inception as a Promoter Director. He was being associated with the Company for over 12 Years with the necessary expertise in the field of Business of the Company.

The Board of Directors had at its meeting held on March 08, 2021 subject to necessary approvals, has approved the re-appointment and remuneration payable to Mr. Pranav Jhawar (DIN: 00061525) as the Whole-Time Director of the Company to hold office for a period of five (5) consecutive years commencing from 1st April, 2021 at an overall maximum remuneration of Rs. 48,00,000 (Rupees Forty-Eight Lakhs Only) P.A. including all perks, allowances and annual performance linked incentive for a period of Three (3) Consecutive Years with effect 01st April, 2021 subject to the approval of members on such terms and conditions as mentioned below:

Tenure of re-appointment	Five Consecutive year with effect from 1 st April, 2021 at an overall maximum remuneration of Rs. 48,00,000 (Rupees Forty-Eight Lakhs Only) P.A. including all perks, allowances and annual performance linked incentive for a period of Three (3) Consecutive Years with effect 01 st April, 2021
Salary exclusive of all allowances	Rs. 2,40,000/- per month. The Whole time Director shall be entitled to such increment from time to time as the Audit Committee, NRC and Board of Directors may by its discretion determine
Perquisites and allowances in addition to salary	A. House Rent Allowance: The Company will pay House Rent Allowance of Rs. 80,000/- per month. B. Conveyance Allowance: The Company will pay Conveyance Allowance of Rs. 30,000/- per month. C. Medical Allowance: The Company will pay Medical Allowance of Rs. 30,000/- per month. D. Special Allowance: The Company will pay Special Allowance of Rs. 20,000/- per month. Any other benefits, facilities, allowance and expenses as may be allowed under Company rules/schemes.
Retirement Benefits	The appointee Director shall be eligible to the retiring benefits as per the Company Rules.
Other benefits	The appointee shall be eligible for Housing, Education and Medical Loan and other Loans or facilities as applicable in accordance with the rules of the company and in compliance with the provisions of the Companies Act, 2013

In view of the contributions made by Mr. Pranav Jhawar, in the functioning of the Company, based on recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors recommends has the Members of the Company re-appointment and remuneration payable to Mr. Pranav Jhawar as stated above.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 3 of the Notice for the approval of the Members.

Except Mr. Anil Jhawar none of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested in the said resolution.

Statement containing required information as per Schedule V of the Companies Act, 2013.

I. General information:

- (1) Nature of industry: Engaged in Providing Warehousing and Storage Services
- (2) Date or expected date of commencement of commercial production: 01/09/2009
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: **Not Applicable**
- (4) Financial performance based on given indicators: The brief statement indicating our profit related figures is given below:

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
<i>Figures in Cr.</i>		
Total Income	34.48	24.53
Less: Expenditure and Depreciation	36.17	27.69
Profit/(Loss) before taxation	(1.69)	(3.16)
Less: Provision for Tax / Deferred Tax	1.09	0.29
Profit/(Loss) after tax	(2.78)	(3.45)

- (5) Foreign investments or collaborations, if any. - **Not Applicable**

II. Information about the appointee:

- (1) Background details- Mr. Pranav Jhawar is a qualified professional having Master Degree in Industrial Engineering and Business Management from USA
- (2) Past remuneration- None

- (3) Recognition or awards- Not Applicable
- (4) Job profile and his suitability- Mr. Pranav Jhawar is an Executive Director of the Company. He looks after the daily operations, administration and overall functioning of the Company.
- (5) Remuneration proposed: As detailed in the Explanatory Statement
- (6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): For the responsibility shouldered to Mr. Pranav Jhawar, as Executive Director of the Company in driving the Company's growth plans, the remuneration paid to them is commensurate and compares favorably with the compensations paid to the business heads of like sized and similarly positioned businesses.
- (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Not Applicable

III. Other information:

- (1) Reasons for loss or inadequate profits- The Business Volumes of the Company were not adequate in terms of the Investments made under the Plant and Machinery due to which the claim of depreciation on such investments resulted in losses, further it is expected in the near future that the profits of the Company will rise gradually with the increase in Volumes and decrease in the depreciation claimed.
- (2) Steps taken or proposed to be taken for improvement: The Company has taken continuous efforts to reduce consumptions and to get maximum yield from it's the Services provided by the Company and effective cost control and cost cuttings measures were also being implemented. The Company is confident that the newly developed techniques will contribute towards a significant growth in revenue in coming years.
- (3) Expected increase in productivity and profits in measurable terms: We as such cannot quantify the increase in profits in coming year but definitely will increase as compared to the previous year as the Company has developed new way of providing Services.

IV. Disclosures:

The information and disclosures of the remuneration package of the Appointee Directors have been mentioned in the explanatory statement attached to the Notice convening the AGM.



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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]

NAME OF THE COMPANY	JICS LOGISTIC LIMITED
REGISTERED OFFICE	OFFICE NO. 502, A-WING, ORCHID BUSINESS PARK TWIN ARCADE MILITARY ROAD, CST-380/182 MAROL ANDHERI MUMBAI -400059
Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) of _____ shares of the above named company. Hereby appoint

Name :	
Address:	
E-mail Id:	
Signature , or failing him	
Name :	
Address:	
E-mail Id:	
Signature , or failing him	
Name :	
Address:	
E-mail Id:	
Signature , or failing him	

as my/ our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the _____ Annual General Meeting / Extra-Ordinary General Meeting of the company, to be held on the ____ day of ____ at _____ a.m. / p.m. at _____(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

- Resolution No.
1. _____
 2. _____

Affix
Revenue
Stamps

Signed this _____ day of _____ 2022__

Signature of Shareholder



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ATTENDANCE SLIP

12TH ANNUAL GENERAL MEETING, TUESDAY, 30TH NOVEMBER 2021 AT 04:00 P.M.

Regd. Folio No. _____/DP ID _____ Client ID/Ben. A/C _____ No. of shares held _____

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 12th Annual General Meeting of the Company on Tuesday, 30th November 2021 at 04:00 P.M. at (13-B, Sector A, Industrial Area, Sanwer Road Indore-452015

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.



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ROUTE MAP



Reg. Office: Office no. 502, A-Wing, Orchid Business Park, Twin Arcade Military road, CTS-380, 380/182 VLG Marol, Andheri, (East) Mumbai 400 059 (MH)
✉ jics@jicslogistic.com
☎ 0222-6820210
🌐 www.jicslogistic.com
CIN : U63090MH2009PLC219843

Corporate Office: 13-B, Sector 'A', Industrial Area, Sanwer Road, Indore (M.P.)- 452015
✉ jics@jicslogistic.com
Tel. No.: +91-731- 3314105-19
Fax : 0731-3314104
Customer Care : 1800 200 5003
Website : www.jicslogistic.com