

NOTICE

Notice is hereby given that the 20th Annual General Meeting (The “AGM”) of the Shareholders of the **Marinetrans India Limited** (The “Company”) will be held on **Monday, September 30, 2024 at 04:00 P.M.(IST)** through Video conferencing “VC”/other audio-visual means “OAVM”, to transact the following: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements for the year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements for the year ended March 31, 2024 and the reports of auditors thereon.
2. To consider and approve the appointment of Mr. Arun Kumar Narayan Hegde (DIN: 07925465) as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

3. **To Regularise/Confirm Mr. Arun Kumar Narayan Hegde (DIN: 07925465) as a Director on the board.**

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

“**RESOLVED THAT** pursuant to provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 read with rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of the Articles of Association of the Company consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Arun Kumar Narayan Hegde (DIN: 07925465) who was appointed by the Board of Directors of the company on January 24, 2024 as Non-Executive Director of the Company to hold office for a term of 5 (five) years w.e.f January 24, 2024 upto January 23, 2029 and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company be and is hereby authorized to file Form DIR-12 with the Registrar of Companies, to make necessary entries in the Statutory registers of the company and to do all such acts/ deeds/ things as may deem fit to give effect to this resolution.

4. **To approve the appointment of Statutory Auditor to fill the casual vacancy caused by the resignation, approved in the Board Meeting held on 03.09.2024 and to appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration**

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

“**RESOLVED THAT** pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation made by the Board of Directors through resolution passed on September 03, 2024, M/s. Billimoria Mehta & Co. Chartered Accountants (Firm Registration No. 101490W), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. GMCS & Co. , Chartered Accountants (Firm Registration No.: 141236W).

RESOLVED FURTHER THAT M/s. Billimoria Mehta & Co., Chartered Accountants (Firm Registration No. 101490W) be and are hereby appointed as the Statutory Auditors of the Company from this Extraordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2025 and such other audit/review/certification/work as may be required and/or deemed expedient, on such remuneration and out-of-pocket expenses, as may be fixed by the Management of the Company, in consultation with them;

FURTHER RESOLVED THAT any of the Board of Directors, be and is, hereby empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies.”

5. Appointment of Mr. Chahan Vinod Vora (DIN: 10275707) as an Independent Non-Executive Director

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Chahan Vinod Vora (DIN: 10275707), who was appointed as an Additional Director (Independent and Non-Executive) of the Company, with effect from 3rd September, 2024 under section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing her candidature for the office of Director of the Company, being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 03rd September, 2024 to 02nd September, 2029 (both days inclusive).”

**By the Order of the Board
For Marinetrans India Limited**

Sd/-

Nikhil K Joshi

Company Secretary & Compliance Officer
Membership No. A70328

Date: September 3, 2024

Place: Navi Mumbai

Notes:

1. The Company is listed with NSE Limited SME Emerge Board platform.
2. The relevant Explanatory Statement pursuant to Sections 102 and 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 setting out the material facts and reasons for the proposed Resolutions of the Annual General Meeting Notice and disclosure as required under the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations are appended herein below for your consideration.
3. In compliance with the MCA Circulars, the Annual General Meeting along with the instructions regarding E-voting is being sent by electronic mode only to those Members whose names appear in the Register of Members / list of Beneficial Owners, maintained by the Company /RTA Depositories as at close of business hours on Monday, September 23, 2024 (i.e. Cut-off date), and whose e-mail IDs are registered with the Depository Participants (DPs) or with the Company or its Registrar and Transfer Agent, skyline financial services private limited (“RTA”) as on the Cut-off date. For Members who have not registered their e-mail IDs, please follow the instructions given under point 16.
4. As per the MCA Circulars, physical copies of the Annual General Meeting Notice are not being sent to Members for this Annual General Meeting. Members are requested to provide their assent or dissent through Remote E-Voting only. The Company has engaged the services of NSDL to provide Remote E-Voting facility to its members.
5. A copy of the Annual General Meeting Notice is available on the website of the company at www.marinetrans.in, website of the stock exchanges i.e. NSE Limited at www.nseindia.com and on the website of e-Voting service provider i.e. National Securities Depository Limited’s (‘NSDL’) e-Voting website at www.evoting.nsdl.com.
6. To support the ‘Green Initiative’, Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company/ RTA in case the shares are held by them in physical form.
7. After sending the notice of Annual General Meeting through email, an advertisement shall be published in English language in Financial Express newspaper and in vernacular language in Jansatta newspaper, each with wide circulation in the district, where the Registered Office of the Company is situated, and the same will also be uploaded on the Company’s website: www.marinetrans.in.
8. Members holding shares in the dematerialized mode are requested to intimate all changes with respect to their bank details, ECS mandate, nomination, power of attorney, change of address, change in name, etc., to their Depository Participant (DP). These changes will be automatically reflected in the Company’s records, which will help the Company to provide efficient and better service to the Member
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts and members holding shares in physical form to the Company / RTA.
10. Members are requested to quote their Folio No. or DP ID/ Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
11. The business set out in the Annual General Meeting notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.
12. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of Members as on close of business hours Monday, September 23, 2024, i.e. the Cut-off date. Members whose names appear in the Register of Members / List of Beneficial Owners as on the Cut-off Date shall only be considered eligible for the purpose of remote E-Voting and those members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through the remote E-Voting process. Any person who is not a member as on the Cut-off date or becomes a member post the Cut-off date should treat this Annual General Meeting for information purpose only. A Member cannot exercise his vote by proxy on Annual General Meeting.

13. The Remote E-Voting facility will commence on Friday, September 27, 2024, at 09:00 A.M. (IST) and will end on Sunday, September 29, 2024 at 05:00 P.M. (IST) Remote E-Voting facility will be blocked by NSDL immediately thereafter and the members will not be allowed to cast their votes beyond the said date and time.
14. Members are requested to cast their vote through the remote E-voting process not later than 05:00 P.M. (IST) on Sunday, September 29, 2024, in order to be eligible for being considered, failing which it will be strictly treated as if no vote has been cast by the Member.
15. Once the votes on the resolutions are cast by the Members, the Members will not be allowed to change them subsequently.
16. **Mr. Sushant Gawade**, Practicing Company Secretary, proprietor of **M/s Sushant Gawade & Associates** has been appointed as Scrutinizer for conducting the remote E-voting process in a fair and transparent manner. **Mr. Sushant Gawade** has communicated his willingness for such appointment.
17. The Scrutinizer's decision on the validity of the e-voting shall be final and binding on all.
18. The Scrutinizer will submit his report to the Chairman or any person authorised by the Chairman after the completion of scrutiny and the result of the E- voting of Annual General Meeting through the Remote E-voting process will be announced by the Chairman/Managing Director or such person as authorised, on or before 05:00 P.M. (IST) on Sunday, September 29, 2024 at Registered Office. The Chairman or such authorised person shall countersign the same. The results along with the Scrutinizer's Report will be displayed on the website of the Company at www.marinetrans.in, the e-Voting website of NSDL at www.evoting.nsdl.com and shall be communicated to stock exchanges; NSE Limited ("NSE") at www.nseindia.com where the Company's Equity Shares are listed. The Company will also display the results of the Annual General Meeting along with the Scrutinizer's report at its Registered Office.
19. All documents referred to in the Annual General Meeting Notice will also be available electronically for inspection, without any fees to Members from the date of circulation of the Annual General Meeting Notice up to the closure of the voting period. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to compliance@marinetrans.in and praveenk@marinetrans.in.
20. Route Map showing directions to reach to the venue of the AGM is given as per the requirement of the Secretarial Standards - 2 on "General Meeting."
21. A statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting is annexed hereto.
22. Members/Proxies should fill Attendance Slip for attending the meeting.
23. Procedure for registration of email address for receiving Annual General Meeting Notice:

Visit the link:	
Step-1	Select the Name of the Company from dropdown: Marinetrans India Limited
Step-2	Enter DP and Client ID (if shares held in electronic form)/Folio number (if shares held in physical form) and Permanent Account Number ("PAN"). In the event PAN details are not registered for physical folio, Member to enter one of the Share Certificate number.
Step-3	Enter Mobile number and e-mail address and click on "Continue" button
Step-4	System will send One Time Password ("OTP") on Mobile and E-mail address
Step-5	Upload self-attested copy of PAN card and address proof viz. Aadhar Card or Passport along with front and back side of share certificate in case of physical folio
Step-6	Enter OTP received on mobile and e-mail address.
Step-7	Click Submit button
Step-8	System will then confirm the recording of the e-mail address for receiving Extra-Ordinary General Meeting Notice

After successful submission of the e-mail address with RTA, NSDL/RTA will e-mail a copy of the Annual General Meeting Notice along with user ID and password for Remote E-Voting within 72 hours from the time of successful submission. In case of any queries, Members may write to evoting@nsdl.co.in

24. **Procedure for registration of email address with the Company/Depository Participants:** Members are requested to register the email address with their concerned DPs, in respect of electronic holding and with skyline financial services private limited /Company, in respect of physical holding, by sending a request duly signed by the 1st named shareholder, the format of which is available at the ‘Investor Relations’ section of the Company’s website, www.marinetrans.in. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs / RTA / Company to enable servicing of notices / documents / Annual Reports and other communications electronically to their e-mail address, in future.

E-voting

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Friday, September 27, 2024, at 09:00 A.M. (IST) and will end on Sunday, September 29, 2024, at 05:00 P.M. (IST). 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. Monday September 23, 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, being Monday September 23, 2024.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under

‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

3. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Provide₹

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

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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

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

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

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company

For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a. Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rkjainbhilwara@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, Assistant Vice President at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to www.marinetrans.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 (www.marinetrans.in) If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Instructions for Members for Attending the AGM Through VC/OAVM are as under:

1. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Monday, September 2024 only shall be entitled to avail the facility of 'remote e-voting' or e-voting at the AGM.
2. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.
3. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
4. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
5. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
6. Further speaker shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

7. 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.
8. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/Folio number, PAN, mobile number to praveenk@marinetrans.in on or before September 23, 2024 (5:00 p.m. IST.) Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
9. Only those shareholders, who are present in the AGM 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Declaration of results on the resolutions:

The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast during the AGM and votes cast through remote e-voting and shall submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.marinetrans.in and on the website of e-voting service provider within two (2) working days from the conclusion of the Meeting. The Company shall simultaneously forward the results to National Stock Exchange of India Limited on the shares of the Company are listed.

Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting i.e. Monday, September 30, 2024.

**By the Order of the Board
For Marinetrans India Limited**

Sd/-

Nikhil K Joshi

Company Secretary & Compliance Officer

Membership No. A70328

Regd. Office:

801/802, 8th Floor, Vindhya Commercial Complex,
Plot No. 1, Sector 11, CBD Belapur, Thane,
Navi Mumbai, Maharashtra, India, 400614

E-mail id: - compliance@marinetrans.in

Contact details:- +917777045320

Website: - www.marinetrans.in

Date: September 03, 2024

Place: Navi Mumbai

Annexure to Notice

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 03

Mr. Arun Kumar Narayan Hegde (DIN: 07925465), was appointed as an Additional Director of the Company with effect from January 24, 2024, by the Board of Directors under Section 161(1) of the Companies Act, 2013. In terms of Section 161(1) of the Act, Mr. Arun Kumar Narayan Hegde holds office only upto the date of the forthcoming Annual General Meeting but is eligible for appointment as a Director, subject to the approval of the Members. The Board of Directors of the Company recommends the passing of the resolution in Item No. 03 of the notice as an ordinary resolution

Other than Mr. Arun Kumar Narayan Hegde, none of the Directors of the Company are concerned or interested in the Resolutions at Item No. 03 of the accompanying Annual General Meeting Notice.

Item No. 04

M/s. GMCS & Co. (Firm Registration No. 141236W) have tendered their resignation as Statutory Auditors w.e.f. 30/06/2024 due to pre-occupation with other assignments, making them unable to devote sufficient time to the affairs of the Company. This has resulted into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013. Casual vacancy caused by the resignation of auditor shall be approved by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company.

The Board of Directors of the Company recommended the appointment of M/s. Billimoria Mehta & Co. (Firm Registration No. 101490 W) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. GMCS & Co. (Firm Registration No. 141236W). Accordingly, shareholders' approval by way of ordinary resolution is sought.

M/s. Billimoria Mehta & Co. Chartered Accountants Chartered Accountants (Firm Registration No. 101490W), have conveyed their consent for being appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under section 141 of the Companies Act, 2013 and have given a certificate in prescribed form B declaring that firm complies with all eligibility norms prescribed by RBI regarding appointment of statutory auditor. The Board of Directors of the Company recommends the passing of the resolution in Item No. 04 of the notice as an ordinary resolution.

None of the Directors or Key Managerial Persons of the Company (including their relatives), except to the extent of their shareholding in the Company are concerned or interested in the said resolution.

Item No. 05

In compliance with the Companies Act, 2013 (the 'Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the 'Listing Regulations'), the Board of Directors appointed Mr. Chahan Vinod Vora (DIN: 10275707) as an Additional Director designated as an Non-Executive Independent Director of the Company for a term of 5 consecutive years from September 2024 to September 2029, not liable to retire by rotation. His appointment is subject to the approval of Members at the forthcoming AGM. Mr. Chahan Vinod Vora has an expertise in conducting in-depth audits and devising successful improvement strategies. Methodically evaluated documents and systems and initiated corrections in compliance with established standards. Focuses on delivering high-quality results and producing exceptional work. A detailed profile of Mr. Chahan Vinod Vora and additional information as required under Regulation 36 of the Listing Regulations and SS-2 is provided in the Annexure to the Notice. The Nomination and Remuneration Committee ('NRC') and the Board have identified amongst others, succession planning, talent acquisition, leadership development, compensation management, organizational transformation and design, and competency development as the skills and capabilities for the role and Anita Ramachandran meets such requirements.

The NRC and the Board has recommended the appointment of Mr. Chahan Vinod Vora and in terms of Section 160 of the Act, the Company has received a notice in writing from a member proposing the candidature of Mr. Chahan Vinod Vora for the office of Director of the Company.

The Company has received a declaration under Section 149 of the Act from Mr. Chahan Vinod Vora confirming that she meets the criteria of independence as prescribed under the Act and Listing Regulations, consent to act as Director of the Company in terms of Section 152 of the Act and a declaration that she is not disqualified from being appointed as Director in terms of Section 164 of the Act. She has further confirmed that she has registered herself with the Independent Directors' databank and is exempt from the online proficiency self-assessment test in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014. In the opinion of the Board, Mr. Chahan Vinod Vora fulfils the conditions of independence as specified in the Act and the Listing Regulations for appointment as an Independent Director and is independent of the Management.

Based on Mr. Chahan Vinod Vora skills, experience and expertise as mentioned above, the Board is of the opinion that her association with the Company will add value, and it will be in the best interest of the Company to appoint her as an Independent Director for a term of five consecutive years effective September 03, 2024.

A copy of the draft letter of appointment setting out the terms and conditions of her appointment as an Independent Director is available for inspection by the Members through electronic mode as provided in the Notice.

The Board of Directors recommends the special resolution as set out at item no. 05 of the Notice for appointment of Mr. Chahan Vinod Vora as an Independent Director of the Company for a term of five consecutive years from September 03rd, 2024 to September 02nd, 2029 for approval of the Members.

Except Mr. Chahan Vinod Vora as it concerns herself, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives, is financially or otherwise, concerned or interested in the said resolution.

By the Order of the Board
For Marinetrans India Limited

Sd/-

Nikhil K Joshi

Company Secretary & Compliance Officer

Membership No. A70328

Regd. Office:

801/802, 8th Floor, Vindhya Commercial Complex,

Plot No. 1, Sector 11, CBD Belapur, Thane,

Navi Mumbai, Maharashtra, India, 400614

E-mail id: - compliance@marinetrans.in

Contact details: - +917777045320

Website: - www.marinetrans.in

Date: September 03, 2024

Place: Navi Mumbai

BRIEF RESUME OF Mr. ARUNKUMAR NARAYAN HEGDE, NON-EXECUTIVE DIRECTOR OF THE COMPANY AND SEEKING RE-APPOINTMENT AT THE 20TH ANNUAL GENERAL MEETING TO BE HELD ON 30th SEPTEMBER 2024

BRIEF RESUME OF MR. ARUNKUMAR NARAYAN HEGDE DIRECTOR OF THE COMPANY

Name	Mr. Arunkumar Narayan Hegde
DIN	07925465
Date of Birth	25/05/1970
Date of Appointment (Initial appointment)	24/01/2024
Nationality	Indian
Qualifications	Graduate
Expertise in specific functional areas	Nearly 28 years of experience in the logistics industry and supply chain solutions.
Terms and conditions of appointment/ continuation of Directorship	As per Resolution purposed in the Notice of AGM
Details of last Remuneration drawn (F.Y. 22-23)	-
Details of proposed Remuneration	As per Resolution purposed in the Notice of AGM
Directorship held in other Companies	Zenith Water Solutions Private Limited Safewater Logistics Private Limited Safewater Lines India Private Limited Empress Global Logistics Private Limited
Chairman / Member of the Committee of the Board of Directors of this Company	Member of Audit Committee, Nomination & Remuneration Committee And Stakeholder's Relationship Committee
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	NIL
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)	NIL
Number of shares held in the Company	42,62,980 Equity Shares
Relationships with other Directors, Manager and other Key Managerial personnel	N.A.
Details of remuneration paid / sought to be paid	Nil

Name	Mr. chahan vinod vora
DIN	10275707
Date of Birth	28/08/1991
Date of Appointment (Initial appointment)	03/09/2024
Nationality	Indian
Qualifications	Graduate
Expertise in specific functional areas	Expertise in conducting in-depth audits and devising successful improvement strategies. Methodically evaluated documents and systems and initiated corrections in compliance with established standards. Focuses on delivering high-quality results and producing exceptional work.
Terms and conditions of appointment/ continuation of Directorship	As per Resolution purposed in the Notice of AGM
Details of last Remuneration drawn (F.Y. 23-24)	-
Details of proposed Remuneration	As per Resolution purposed in the Notice of AGM
Directorship held in other Companies	KRI Entertainment limited India Home Loans Limited
Chairman / Member of the Committee of the Board of Directors of this Company	Member of Audit Committee, Nomination & Remuneration Committee And Stakeholder's Relationship Committee
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	NIL
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)	India Home Loans Limited Chairman NRC committee and IT systems committee and member of Audit and stakeholder relationship committee KRI Entertainment limited Chairman Audit committee and Members in the NRC committee and NRC committee
Number of shares held in the Company	Nil
Relationships with other Directors, Manager and other Key Managerial personnel	N.A.
Details of remuneration paid / sought to be paid	Nil