

Notice

Notice of Annual General Meeting

Notice is hereby given that, the Eighth Annual General Meeting (“AGM”) of the Members of Trejhara Solutions Limited (“Trejhara”/ “the Company”) will be held on Monday, December 29, 2025 at 10.00 am (IST) through Video Conferencing (‘VC’) or Other Audio-Visual Means (‘OAVM’), as per the detailed instructions stated hereinafter, to transact the following businesses:

ORDINARY BUSINESS:

ITEM NO.1 To consider, approve & adopt

- a. audited standalone financial statements of the Company for the financial year ended March 31, 2025, along with the Reports of the Board of Directors and Auditors thereon; and
- b. audited consolidated financial statements of the Company for the financial year ended March 31, 2025, along with the Reports of the Auditors thereon and, in this regard, pass the following resolutions as an **Ordinary Resolution**:

“RESOLVED THAT the audited standalone financial statements of the Company for the financial Year ended March 31, 2025, along with the Reports of the Board of Directors and Auditors be and is hereby considered, approved and adopted.

“RESOLVED FURTHER THAT the audited consolidated financial statements of the Company for the financial year ended March 31, 2025, along with the Reports of the Auditors thereon be and is hereby considered, approved and adopted.”

ITEM NO.2: To appoint a director in place of Mr. Paresh Zaveri (DIN: 01240552), who retires by rotation and being eligible offered 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 (6) and any other applicable provisions of the Companies Act, 2013, Mr. Paresh Zaveri (DIN: 01240552), retiring by rotation at the Eighth Annual General Meeting and having eligible has offered himself for re-appointment, be and is hereby re-appointed as Director, liable to retire by rotation

ITEM NO.3 : To appoint M/s. Chokshi & Chokshi LLP, Chartered Accountants as the Statutory Auditors of the Company

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, read with the Companies (Audit and Auditors) Rules, 2014, or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment(s) thereof for the time being in force) and pursuant to the approval of the Audit Committee and the Board of Directors, M/s. Chokshi & Chokshi LLP, Chartered Accountants, (Firm Registration No. 101872W/ W100045), be and are hereby appointed as the Statutory Auditors of the Company for a term of Four (4) consecutive years to hold office from the conclusion of this Eighth (8th) Annual General Meeting till the conclusion of the Twelfth (12th) Annual General Meeting of the Company and at such remuneration as may be determined by the Board of Directors of the Company on the recommendation of the Audit Committee from time to time.

RESOLVED FURTHER THAT any Director or Company Secretary be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for filing necessary e-forms with the Registrar of Companies and to do all such acts, deeds and things as may have considered expedient and necessary in this regard.”

SPECIAL BUSINESS

ITEM NO.4: To appoint Mr. Harshvardhan Tarkas, a Peer Reviewed Practicing Company Secretary, as the Secretarial Auditor of the Company.

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 204 and all other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the approval of the

Board of Directors of the Company, Mr. Harshvardhan Tarkas, peer-reviewed Practicing Company Secretary (ACS 30701 & CP 24169), be and is hereby appointed as the Secretarial Auditor of the Company, for a term of 5 (five) consecutive financial years, commencing from the financial year 2025-26 to the financial year 2029-30, on such remuneration, and other out-of-pocket expenses as may be determined by the Board of Directors of the Company.

RESOLVED FURTHER THAT any of the Director or Company Secretary be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may have considered expedient and necessary in this regard."

ITEM NO.5: Acquisition of 100% stake in LP Logistics Plus LLC, Dubai, a Material related party Transaction.

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 188 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (the "Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), consent of the members be and is hereby accorded to the Board of Directors of the Company (the "Board", which expression shall include any committee thereof) to enter into, negotiate, finalise and execute agreement(s), including a Share Purchase Agreement or any other agreement(s) as may be appropriate, for the acquisition of 100% equity stake in LP Logistics Plus LLC (License No. 735700), a Dubai-based company engaged inter alia in the business of logistics and warehousing (including its affiliate(s)), being a related party within the meaning of Section 2(76) of the Act and Regulation 2(i)(zb) of the SEBI LODR, together with its assets and liabilities including licences, permits, regulatory approvals, employees, intellectual properties, brand names and contracts, for an aggregate consideration of US\$ 9.50 million (approx. INR 85 Crores), and a further earn-out upto US\$ 3 million (approx. INR 27 Crores) subject to fulfillment of specific performance parameters."

"RESOLVED FURTHER THAT the Board & any person authorised by the Board be and is hereby authorized to do and perform or cause to be done or execute all such acts, deeds, matters and things, as may be

required or deemed necessary or incidental thereto and to settle and finalize all issues that may arise in this regard, without further referring to the Members of the Company, including without limitation, negotiating, finalizing and executing necessary agreements, memoranda, deeds of assignment/novation/ conveyance and such other documents as may be deemed necessary or expedient in its own discretion and in the best interest of the Company."

"RESOLVED FURTHER THAT all actions taken by the Board, if any, in connection with any matter referred to or contemplated in any of the foregoing resolution are hereby approved, ratified and confirmed in all respect."

ITEM NO.6: Adoption of consolidated, amended and rationalized Objects Clause of the Memorandum of Association

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

"RESOLVED THAT pursuant to the provisions of section 4, 13 and other applicable provisions of the Companies Act, 2013, and the rules framed there under including any statutory modifications(s) or re-enactment thereof for the time being in force, subject to approval of the Central Government / Registrar of Companies, Mumbai, as may be necessary, and pursuant to the Company's and its group's recent expansion strategies, exploration of opportunities and complimentary lines of businesses, both organically and inorganically and in the interest of the Company's, its group's and respective shareholders' and stakeholders' future growth and value creation, the consent of the members be and is hereby accorded for the consolidation and rationalization of the amendment to the objects clause in the memorandum of association of the Company to include necessary activities and business verticals to achieve the said desired purposes and accordingly, the new Object Clauses numbered 5 & 6, as more particularly set out in the Explanatory Statement annexed hereto, be and are hereby inserted in the Memorandum of Association of the Company, and that, upon such insertion, the existing Clauses 5 & 6, together with all subsequent clauses contained therein, be and stand renumbered consecutively so as to give full effect to this amendment

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director and Company Secretary, be and are hereby severally authorized, on behalf of the Company, to file applications, make filings and to do all such other acts, deeds, matters and things as may be necessary, proper or desirable and to sign and execute all necessary documents, applications and returns, e-forms, explanations and

to obtain necessary approvals, consents, grants, permission from Central Government / Registrar of Companies, Mumbai or any other regulatory/statutory authority, as may be necessary.

RESOLVED FURTHER THAT the Company Secretary of the Company or any one director of the Company be and are hereby severally authorized to certify aforesaid resolution and provide certified copies of the same, as may be deemed necessary, from time to time."

By Order of the Board of Directors

**sd/-
Shardul Inamdar
Company Secretary**

Place : Navi Mumbai
Date : December 01, 2025

Registered Office:

Unit No. 601, Sigma IT Park,
Plot No. R-203, R-204,
T.T.C. Industrial Estate,
Rabale, Navi Mumbai – 400701

Notes:

- Pursuant to the General Circular No. 03/2025 on September 22, 2025 issued by the Ministry of Corporate Affairs (MCA) and other circulars issued in this respect ("MCA Circulars") allowed, inter alia, conduct of AGM through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") facility until further order in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No.20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In compliance with these Circulars, provisions of the Act and the Listing Regulations, the EGM of the Company 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 AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- The Members can join the AGM 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 AGM 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 Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. 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 e-voting on the date of the AGM will be provided by NSDL.
- In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.trejhara.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited

and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsd.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
8. The Register of Members and the Share Transfer Register shall remain closed from Tuesday, 23rd December, 2025 to, Tuesday 30th December, 2025 both days inclusive.
9. The facility of joining the AGM through VC/OAVM will be opened 15 minutes before and will be open upto 15 minutes after the scheduled start time of the AGM, i.e., from 09.45 a.m. to 10.30 a.m. and will be available for 1,000 members on a firstcome first-served basis. This rule would however not put any restriction on the participation of shareholders holding 2% or more shareholding, promoters, institutional investors, directors, key and senior managerial personnel, auditors etc.
10. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH14 as the case may be. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to company's RTA in case the shares are held in physical form.
11. Members may please note that SEBI vide its Circular No. SEBI/ MIRSD/ MIRSD_RTAMB/P/ CIR/2022/8 dated January 25, 2022 read with SEBI Master Circular No. SEBI/HO/ MIRSD/POD-1/P/ CIR/2024/37 dated May 7, 2024, as applicable has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company's RTA, Bigshare Services Private Limited. It may be noted that any service request received by member can be processed by RTA/the Company only after the folio is KYC Compliant.
12. The Members are advised to avail of nomination facility in respect of shares held by them.
13. Members are required to: a) Quote ledger folio numbers/DP ID and Client ID numbers in all their correspondence. b) To avoid inconvenience, get the shares transferred in joint names, if they are held in single name and/or appoint a nominee.
14. In compliance with Section 108 of the Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), and MCA Circulars the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ('e-voting') facility provided by the National Securities Depository Limited ('NSDL'). Members who will cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for e-voting section which forms part of this Notice.
15. 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, 22nd December, 2025 only shall be entitled to vote via remote e-voting facility or e-voting at the day of AGM.
16. The remote e-voting period commences on Friday, 26th December, 2025 at 9:00 a.m. (IST) and ends on Sunday, 28th December, 2025 at 5:00 p.m. (IST). During this period, members holding shares either in physical or dematerialized form,

as on cut-off date, i.e. Monday, 22nd December, 2025 (cut-off date for determining eligibility of Shareholders for remote e-voting or voting at the AGM) may cast their votes electronically. The e-voting module will be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on Monday, 22nd December, 2025.

17. The facility for voting during the AGM will also be made available. Members present in the AGM through VC/OVAM and who have not casted their votes on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
18. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Monday, 22nd December, 2025, may obtain the login ID and password by sending a request at evoting@nsdl.co.in by mentioning their Folio No./DP ID and Client ID No. 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. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" option available on www.evoting.nsd.com or contact NSDL at the following toll free no.: 1800 1020 990 and 1800 22 44 30 22.
19. In accordance with the proviso to Regulation 40(1) of the Listing Regulations, effective from 1st April, 2019, transfers of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository.

Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in various corporate actions.

20. Members holding shares in demat mode, who have not registered their email addresses or wish to change/update communication details (Address, Bank details, Phone No. etc) are requested to contact their depository participants. Members who are holding equity shares in physical form and who have not registered their email addresses or wish to change/ update communication details (Address, Bank details, Phone No. etc) are advised to submit below documents to the Registrar and Share Transfer Agent ('RTA') of the Company M/s. Bigshare Services Pvt. Ltd.

Sr. No	Type of Change	Documents Required
1	Change/ Registered/ Email Address/ Phone No.	Request letter along with self-attested copy of Permanent Account Number (PAN) card
2	Updating Address	Is Request letter along with old address proof and new address proof (Aadhar card/Electricity Bill etc.)
3	Updating Bank Details	Request letter along with cancel cheque (bearing Name of Holder) and selfattested copy of PAN card

Above mentioned documents can share at investor@bigshareonline.com or dispatch at Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India. Tel: 02262638200 Fax: 022-62638299.

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

The remote e-voting period begins on Friday, 26th December, 2025 at 09.00 A.M. and ends on Sunday, 28th December, 2025 at 05.00 P.M. 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, 22nd December, 2025, 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, 22nd December, 2025.





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 09th December, 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 or joining virtual meeting & voting during the meeting. 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 or joining virtual meeting & voting during the meeting.
	<p style="text-align: center;">NSDL Mobile App is available on</p> <div style="text-align: center;">   </div> <div style="text-align: center;">   </div>
	<ol style="list-style-type: none"> Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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.

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 022- 23058738 or 022-23058542-43

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?

- 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.
- 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, 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 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 General 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 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 cshtarkas@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.
 1. 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.nsd.com to reset the password.
 2. 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.nsd.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Prajakta Pawle 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:

Shareholder/Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing below mentioned documents;

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 investor@trejhara.com.

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). 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.

Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

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.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
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 AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM 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 General 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 investor@trejhara.com. The same will be replied by the company suitably.

PROCEDURE TO RAISE QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:

As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their question/queries in advance mentioning their name, demat account number/folio number, email id, mobile number at investor@trejhara.com. The questions/queries received by the Company till 05.00 p.m. on Friday, 26th December, 2025 shall be considered and responded during the AGM.

By Order of the Board of Directors

**Sd/-
Shardul Inamdar
Company Secretary**

Place : Navi Mumbai

Date : December 01, 2025

Registered Office:

Unit No. 601, Sigma IT Park,
Plot No. R-203, R-204,
T.T.C. Industrial Estate, Rabale,
Navi Mumbai- 400701

Explanatory Statement pursuant to the provision of Section 102 of the Companies Act, 2013.

Item No 2 – Re-Appointment of Mr. Paresh Zaveri (DIN: 01240552):

In terms of the provisions of Section 152 of the Act 2013, Mr. Paresh Zaveri (DIN: 01240552), retires by rotation at this Annual General Meeting and being eligible offers himself for re- appointment.

Profile:

Mr. Paresh Zaveri brings 28+ years of experience in corporate finance, supply chain, general management, and strategic planning to his role with Trejhara, and is also influential in advising a number of industry-related organizations and enterprises. He has been associated with the Company since its inception and is also one of the esteemed Promoter(s) of the Company. Mr. Paresh Zaveri holds a degree in

Engineering as well as MBA in Finance.

The Board and Nomination and Remuneration/ Compensation Committee of the Company considers that his continued association would be of immense benefit to the Company and it is desirable to re-appoint him as Director. Accordingly, the Board recommends the resolution in relation to re- appointment of Mr. Paresh Zaveri, Director, for the approval by the shareholders of the Company.

Except Mr. Paresh Zaveri, being an appointee and his relatives and persons acting in concert, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their respective shareholding, if any, in the Company.

Disclosure on appointment / re-appointment of Director pursuant to Clause 1.2.5 of Secretarial Standards-2 and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No	Particulars	Information
1	Date of birth	December 22, 1967
2	Age of Director	57 Years
3	Qualification	Mr. Paresh Zaveri holds a degree in Engineering as well as MBA in Finance.
4	Experience	28+ Years
5	Terms and conditions of appointment or reappointment	As described in the Notice
6	Remuneration proposed to be paid	Nil
7	Last drawn remuneration	Nil
8	Date of first appointment on the Board	March 10, 2017
9	Shareholding in the Company as on the date of Notice (self and beneficial basis)	17,59,651 shares 7,25,910 shares- Kairoleaf Holdings Pte Ltd.
10	Relationship with Directors, Managers & KMP	Not Related
11	Number of Board Meeting attended during FY 2024-25.	02
12	Other Directorship (The Directorship held by the Directors as mentioned, do not include alternate directorships, directorships of foreign companies.)	Aurofidel Outsourcing Ltd. Intellvisions Solutions Pvt. Ltd. Aurionpro Solutions Ltd. Auroscient Outsourcing Ltd. Aurionpro Payment Solutions Pvt Ltd Aurionpro Toshi Automatic Systems Private Limited Intellvisions Solutions Private Limited
13	Chairman/ Member of the Committees of Boards of other companies (only listed company has been considered)	Chairperson of Risk Management Committee- Aurionpro Solutions Limited Member of Corporate Social Responsibility Committee- Aurionpro Solutions Limited
14	Names of the listed entities from which the person has resigned in the past three years	Nil

Item No 3- Appointment of M/s. Chokshi & Chokshi LLP, Chartered Accountants as Statutory Auditors of the Company:

M/s. Chokshi & Chokshi LLP, Chartered Accountants (Firm Registration No. 101872W/W100045), were appointed as the Statutory Auditors of the Company to fill in the casual vacancy arose from the resignation of M/s. Banshi Khandelwal & Co., Chartered Accountants. This appointment was made in accordance with Section 139(8) of the Companies Act, 2013, and was subsequently approved by the members through postal ballot on December 21, 2024 to be in force until the conclusion of the ensuing Annual General Meeting.

Subsequently, on the recommendation of the Audit Committee, the Board of Directors have approved the appointment of M/s. Chokshi & Chokshi LLP, Chartered Accountants, as the Statutory Auditors of the Company for a term of four (4) consecutive years, from the conclusion of this Eighth (8th) Annual General Meeting until the conclusion of the Twelfth (12th) Annual General Meeting, subject to approval of the members at such remuneration as may be mutually agreed between the Board but not exceeding ₹22,00,000/- [Rupees Twenty Two Lakhs only] per annum plus taxes, as applicable. The Board of Directors may alter or vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

Brief Profile

Chokshi & Chokshi LLP is an established professional services firm focusing on providing high quality services that one needs from a business advisory organization for over 49 years (formed in 1976). The firm provides professional expertise and an integrated range of services in areas of Advisory, Assurance, Tax and International Accounting services to various Businesses, Corporates and Private Clients across the Globe.

M/s. Chokshi & Chokshi LLP has given consent to act as Statutory Auditors of the Company and have confirmed that the appointment, if made, would be within the limits prescribed under Section 141 of the Companies Act, 2013. They have also provided a certificate confirming their eligibility and independence in accordance with the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolutions set out at Item No. 3 of the Notice for approval by the Members.

Item No. 4- Appointment of Mr. Harshvardhan Tarkas, a Peer Reviewed Practicing Company Secretary, as the Secretarial Auditor of the Company for five (5) consecutive years

The Board of Directors, at its meeting held on May 30, 2025, has approved the appointment of Mr. Harshvardhan Tarkas, a peer-reviewed Company Secretary in Practice (Membership No. A30701 & CP 24169) as Secretarial Auditor of the Company for the first term of 5 (Five) consecutive years from Financial Year 2025-26 to Financial Year 2029-30 at such remuneration as may be mutually agreed between the Board and the Secretarial Auditors but not exceeding ₹ 2,50,000/- [Rupees Two Lakhs and Fifty thousand only] per annum plus taxes, as applicable.

In terms of Regulation 36(5) of the SEBI Listing Regulations, the Members are requested to note the following:

a. Mr. Harshvardhan Tarkas, a Peer Reviewed Practicing Company Secretary (ACS 30701) having corporate experience of more than 14 years in the field of Corporate Laws, Securities Laws, Compliance & Integrity Management, FEMA and Audit. He offers comprehensive range of high-quality professional services in areas such as Due Diligence, Secretarial Audits, Transaction Advisory, M&A, Corporate Law Advisory and re-presentations.

b. Any association of individual/firm as the Secretarial Auditor of the listed entity before March 31, 2025, shall not be considered for computing the tenure under Regulation 24A of the SEBI Listing Regulations.

c. Mr. Tarkas has confirmed that (i) he is not disqualified from being appointed as Secretarial Auditor in terms of provisions of the Act and applicable Rules, Listing Regulations and related circulars issued by SEBI; (ii) he has undergone the Peer Review process conducted by the ICSI and hold a valid Peer Review Certificate issued by the Peer Review Board of ICSI.

None of the Directors / Key Managerial Personnel and their relatives, are, in any way, concerned or interested, financially or otherwise, in the resolution proposed in Item No. 4. The Board recommends Item No. 4 as set out in this Notice for the approval of the Members as an Ordinary Resolution.

Item No. 5- Acquisition of 100% stake in LP Logistics Plus LLC, Dubai ("LP Logistics"), a Material related party Transaction

LP Logistics is engaged in the same line of business of providing end-to-end logistics solutions and general warehousing activities. This acquisition enables the Company to deepen its presence in the Middle East, a key strategic market for our logistics operations, by leveraging LP Logistics' established infrastructure,

long-standing customer relationships, and proven on-ground capabilities. The integration of LP Logistics' transport, warehousing, freight forwarding, and distribution network will allow the Company to scale efficiently, enhance service delivery, and further strengthen its regional logistics footprint. After completion of the merger, this acquisition will result in further consolidation of Trejhara's position in the industry.

It is proposed to acquire 100% of the share capital of LP Logistics through a Share Purchase Agreement (SPA). The transaction is a combination of upfront cash and a performance based earn-out. Trejhara will pay an upfront consideration of US\$ 9.50 million (approx. INR 85 Crores), and a further earn-out upto US\$ 3 million (approx. INR 27 Crores) may be paid subject to the achievement of predefined performance milestones at the end of three years from the closing date.

The proposed transaction qualifies as a Related Party Transaction since the shareholder of LP Logistics

Additional information required to be disclosed pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Master Circular dated 11th July 2023:

Name of the related party/ies	LP Logistics Plus LLC, Dubai
Name of the director or key managerial personnel who is related, if any	Mr. Paresh Zaveri
Nature of relationship	The proposed transaction qualifies as a Related Party Transaction. The shareholder of LP Logistics i.e. Marvis Investments Ltd, forms part of the Company's Promoter Group and the entities controlled by Mr. Paresh Zaveri, the Promoter, hold a significant non-majority stake in Marvis Investments Ltd.
Nature, material terms, monetary value and particulars of the contract or arrangement	The Company proposes to acquire 100% of the share capital of LP Logistics, pursuant to a Share Purchase Agreement (SPA) to be executed for total consideration of US\$ 9.50 million (approx. INR 85 Crores), and a further earn-out upto US\$ 3 million (approx. INR 27 Crores) may be paid subject to the achievement of predefined performance milestones.
Tenure of the proposed transaction	The acquisition may be concluded by March 31, 2026.
Percentage of the Company's annual consolidated turnover for the immediately preceding financial year, that is represented by the value of the proposed transaction	Approximately 95%
Jurisdiction for the proposed transaction	India and/or such other jurisdiction as may be relevant for the contracting affiliate/s.
Copy of valuation report and other external party report	The Company has obtained valuation report from Kroll Advisory Private Limited, a SEBI registered Category I Merchant Banker and the same can be made available to the shareholders upon request in writing on their registered address with the Company.
Any other information relevant or important for the members to take a decision on the proposed resolution	All such information have been covered in the Statement setting out Material Facts, pursuant to Section 102(1) of the Companies Act, 2013 mentioned in the foregoing paragraphs

i.e. Marvis Investments Ltd, forms part of the Company's Promoter Group post-merger, and entities controlled by Mr. Paresh Zaveri who is also a Promoter of the Company and holds a significant non-majority stake in Marvis Investments Ltd. Further, as per Rule 15(3)(a)(ii) of the Companies (Meetings of Board and its Powers) Rules, 2014 read with Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI – LODR"), since the value of the proposed transaction, exceeds ten percent of the turnover of the Company and therefore, the consent of the members is required by way of an Ordinary Resolution for entering into the agreement for acquisition of 100% equity stake in LP Logistics.

The approval of the members of the Company under section 188 of the Companies Act, 2013 and Regulation 23 of the (SEBI – LODR) is being sought by way of an Ordinary Resolution as set out at item no. 5.

Members may note that pursuant to the provisions of the SEBI LODR Regulations, Mr. Paresh Zaveri, the Promoter is a related party for the purpose of this resolution and therefore Mr. Zaveri and the persons acting in concert (PAC) to him shall not vote on this Resolution. The Board recommends the Resolution set out in Item no. 05 of the Notice for the approval of the shareholders as Ordinary Resolution..

No other Directors, Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, in any way, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

Item No. 6- Adoption of consolidated, amended and rationalized Objects Clause of the Memorandum of Association

In accordance with the Company's and its group's recent expansion strategies, exploration of opportunities and complimentary lines of businesses, both organically and inorganically and in the interest of the Company's, and respective stakeholders' future growth and value creation, the object clause of the Company is being rationalized to include additional object clauses, to incorporate necessary activities and business verticals to achieve the said desired purposes. The existing main objects and the incidental and ancillary objects remain unchanged and will continue to guide the Company's business. The sole purpose of this rationalization initiative is to enable the Company to pursue business opportunities that are allied, complementary, and synergistic with its existing objects. The new Object Clauses numbered 5 & 6, as set out below shall be inserted in the Memorandum of Association of the Company, and that, upon such insertion, the existing Clauses 5 & 6, together with all subsequent clauses contained therein, shall be renumbered consecutively so as to give full effect to this amendment:

5. *"To carry on the business of organizing, managing, promoting, undertaking and conducting trade fairs, trade events, consumer exhibitions, expos, conferences, seminars, promotional shows / campaigns, and related events, whether physical, virtual, or hybrid, for the purpose of brand building, marketing, consumer awareness, and commercial promotion of goods and services; and to act as consultants, facilitators, and service providers in the field of event management, marketing, public relations, advertising, brand strategy, and consumer engagement; and to render advisory, creative, and operational services relating to conceptualization, design, execution, and management of promotional campaigns and trade events; and to undertake and provide strategic services for brand development, digital marketing, social media management, content creation, influencer marketing, and other*

allied activities aimed at enhancing the market presence and reputation of clients and to develop, establish, maintain, and operate digital and online platforms for organizing and hosting virtual exhibitions, e-showcases, brand promotions, online marketing campaigns, and interactive consumer engagement activities.

6. *To engage in activities relating to the preservation, promotion, and modernization of legacy and heritage brands, including rebranding, repositioning, and adoption of contemporary marketing strategies and sustainable business practices to ensure their continued relevance and growth."*

Pursuant to provisions of Section 4, Section 13 and all other applicable provisions of the Companies Act, 2013 and the rules framed thereunder, approval of the members of the Company by way of special resolution is required to amend and rationalize the memorandum of association of the Company as mentioned above. In view of the foregoing, the board of directors of the Company recommends the resolution set out at Item No. 6 of the Notice for the approval of the members by way of a special resolution.

The board of directors of the Company has approved the rationalization and amendment of the memorandum of association by resolution in the board meeting dated December 01, 2025 and recommended that the members grant their approval to the altered memorandum of association.

A copy of the draft Memorandum of Association of the Company duly amended is available for inspection at the Registered Office of the Company on all working days between 08.30 AM to 5.00 PM and shall also be available for inspection during the Meeting and on the website at www.trejhara.com.

None of the directors, key managerial personnel of the Company and their relatives are in any way directly or indirectly concerned or interested, financially or otherwise, in the proposed special resolution, except to the extent of their shareholding in the Company, if any.

By Order of the Board of Directors

**Sd/-
Shardul Inamdar
Company Secretary**

Place : Navi Mumbai
Date : December 01, 2025

Registered Office:

Unit No. 601, Sigma IT Park,
Plot No. R-203, R-204,
T.T.C. Industrial Estate, Rabale,
Navi Mumbai- 400701