



NOTICE

Shorter Notice is hereby given that the 09th (Nineth) Annual General Meeting of the Members of NICDC Logistics Data Services Limited will be held on 25th, day of September 2024 at 11:30 (IST) through In- Person, Video Conference (VC) / Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider & adopt the Audited Financial Statements as at 31st March 2024, and the reports of the Board of Directors' and the Auditors' thereon for the period ended on that date.
2. To approve and declare the payment of Final Dividend of Rs. 10 (Rupee 10) per equity share of face value of Rs. 10/- each for the year ended 31st March, 2024, and in this regard, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT a final Dividend of Rs. 10 /- per equity share of face value of Rs.10/- each aggregating to Rs. 8,03,96,000 (Eight Crores Three lakhs Ninety Six Thousand only) , as recommended by the Board of Directors of the Company for the financial year ended 31st March, 2024, be and is hereby declared and the same be paid to the eligible members of the Company as per the provisions of the Companies Act, 2013.”

3. To appoint a Director in place of Shri Tomohisa Terakado, Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment and in this regard to consider, and if thought fit, to pass, with or without modification(s), following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013, Shri Tomohisa Terakado (DIN: 07372331), Director of the Company, who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

4. To regularize the appointment of Shri Ajay Sharma (DIN: 08271957) as Director of the Company and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013, Shri Ajay Sharma (DIN: 08271957), who was appointed as an Additional Director with effect from 22nd December ,2023 on the Board of the





NLDS
NICDC LOGISTICS DATA SERVICES LTD
Logistics Redefined

NICDC LOGISTICS DATA SERVICES LIMITED

(Formerly known as DMICDC Logistics Data Services Limited)

Company in terms of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, in respect of whom the Company has received a notice in writing from him under Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

By order of the Board of Directors
For NICDC Logistics Data Services Limited

(Shruti Gupta)

Company Secretary

M. No. A52792

Flat No. 302 C, 03rd Floor, World Trade Centre, Babar Road, New Delhi - 110001

E mail: contactus@dldsl.in Website: www.nldsl.in CIN: U74999DL2015PLC418260





NOTES

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular dated 08th April, 2020; 13th April, 2020; 15th June, 2020; 28th September, 2020; 31st December, 2020; 23rd June, 2021; 08th December, 2021; 05th May, 2022 and 28th December, 2022 (collectively referred to as 'MCA Circulars') has permitted the holding of General Meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members for passing the ordinary or special resolutions, as applicable under the Companies Act, 2013 read with rules made thereunder.
2. As per the Circular No. 14/2020 dated 08th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available. However, the Body Corporates are entitled to appoint authorised representatives to attend the meeting through VC/OAVM and participate thereat and cast their votes through show of hands.
3. The Members can join AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting.
4. The attendance of the members attending the AGM through In Person/ VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. Corporate members are requested to send a duly certified copy of the Board Resolution / Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
7. In conformity with the provisions of Section 102(1) of the Companies Act, 2013, the Explanatory Statement setting out at item no. 3 & 4 to be transacted at the AGM is annexed herewith and forms part of the notice.
8. Details of the Director seeking an appointment at the ensuing Meeting are provided in the "Annexure" to the notice.
9. The Notice convening the 09th AGM and Annual Report 2023-24 has been uploaded on the website of the Company at <http://www.nldsl.in/>.
10. Members desiring inspection of statutory registers and desirous of any information during the AGM may send their request in writing to the Company at cs@nldsl.in.
11. The link of the meeting will be sent separately, and members are requested to attend the AGM by following the invitation link sent to their registered email ID.





EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 3

Shri Tomohisa Terakado (DIN: 07372331), Director of the Company, liable to retire by rotation, vacates his office by rotation at this Annual General Meeting. Shri Tomohisa Terakado, being eligible offers himself for re-appointment and is proposed to be re-appointed as a Director of the Company liable to retire by rotation. Hence resolution is proposed.

Except Shri Tomohisa Terakado, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the resolution as set out at Item No. 3 of this Notice.

ITEM NO.4

Shri Ajay Sharma (DIN: 08271957) was appointed as an Additional Director by the Board of Directors w.e.f. 22nd December 2023 in accordance with the provisions of Section 161 (1) of the Companies Act, 2013 and Articles of Association of the Company.

Pursuant to Section 161(1) of the Companies Act, 2013, the Additional Director holds office up to the date of the ensuing Annual General Meeting. The Company has received notice in writing from him under Section 160 and other applicable provisions of the Companies Act, 2013, proposing the candidature for the office of Director of the Company.

Hence the resolution is proposed.

Except Shri Ajay Sharma being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the resolution set out at Item No. 4 of this notice.

The Board recommends the resolution set forth in item no.4 for approval of the members.

**By order of the Board of Directors
For NICDC Logistics Data Services Limited**


(Shrutika Gupta)

Company Secretary
M. No. A52792



BRIEF RESUME OF THE DIRECTORS SEEKING APPOINTMENT AT THE 09th ANNUAL GENERAL MEETING

Pursuant to Clause 1.2.5 of Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India

Name	Shri Ajay Sharma (DIN: 08271957)
Age	50 Years
Qualifications	Bachelor of Engineering (Civil) from Zakir Hussain College of Engineering and Technology, Aligarh Muslim University, Aligarh and has done PGDM from Brilliant School of Management, Chennai.
Experience	<p>Shri. Ajay Sharma is presently working as Project Management Expert in NICDC Limited. He graduated in Bachelor of Engineering (Civil) from Zakir Hussain College of Engineering and Technology, Aligarh Muslim University, Aligarh and has done PGDM from Brilliant School of Management, Chennai.</p> <p>He is a senior all rounded project management and business professional with over 25 years of experience and exposure to varied domains in infrastructure, fertilizer, oil and gas segment with multi-disciplinary exposure and expertise. He has worked and was involved in the setting up of large-scale greenfield projects from concept to commissioning with handling of P&L responsibilities in smooth running of business. He has extensive exposure to PPP project and contributed to successful completion and commercial operation of BOT Road projects in infrastructure sector and development, construction and erection of ammonia/urea plant along with CPP power plant in fertilizer sector.</p> <p>He has worked with Tata Chemicals, Essar Group and Reliance Infrastructure in collaboration with senior project leaders, decision makers, promoters and directors, various government organizations like NHAI, MoRTH, PWD, WBIDC, Eastern Railways, CPCB, MoEF, & project consultants like EIL, PDIL, International Process Licensors - Haldore Topsoe, Saipem, ABB Lummus, including investors and banks at all levels.</p> <p>He is associated with NICDC since 2018 and entrusted with development of industrial corridor projects from conceptualization to development and further implementation, working closely with the participating States and Ministries of the Government of India, planning, budgeting, monitoring, assisting in building frameworks, business plan and presenting the project to the various Government bodies and international organizations.</p>





Terms and Conditions of appointment or re-appointment	Appointment as per Section 160 of the Companies Act, 2013.
Remuneration last drawn (including sitting fees, if any)	-
Remuneration proposed to be paid	-
Date of first appointment on the Board	22 nd December 2023
Shareholding in the Company as on date	NIL
Relationship with other Directors/KMP	No inter se related to any Director of the Company
Number of meeting of the Board attended during the financial year	01
Directorships in other Companies	a. NICDC Punjab Industrial Corridor Development Corporation Limited b. The Kerala Industrial Corridor Development Corporation Limited c. NICDC Uttarakhand Industrial Township Limited d. Rajasthan Industrial Corridors Development Corporation Limited e. NICDC Haryana Global City Project Limited f. NICDC Haryana Multi Modal Logistic Hub Project Limited g. CBIC Tumakuru Industrial Township Limited h. NICDC Neemrana Solar Power Limited i. CBIC Ponneri Industrial Township Limited
Membership/ Chairmanship of Committees of other Boards as on date	NIL

