



NOTICE

Shorter Notice is hereby given that the 11th (Eleventh) Annual General Meeting of the Members of NICDC Logistics Data Services Limited will be held on Monday, 28th, Day of September 2026 at 2:30 PM (IST) through Video Conferencing ("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 2026, 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/- (Rupees Ten only) per equity share of face value of Rs. 10/- (Rupees Ten only) each for the year ended March 31, 2026.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT a final Dividend of Rs 10 /- (Rupees Ten only) 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 March 31, 2026, be and is hereby declared and the same be paid to the eligible members of Company in accordance with 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.

To appoint a Director in place of Shri Tomohisa Terakado (DIN: 07372331), 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, the 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."

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4. To consider and approve re-appointment of M/s Dewan P. N. Chopra & Co., Chartered Accountants, as the Statutory Auditors of the Company.

To consider and approve the re-appointment of M/s Dewan P. N. Chopra & Co., Chartered Accountants (Firm Registration No. 000472N), as the Statutory Auditors of the Company for a further term of five consecutive years and, in this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139 (1) and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, as amended from time to time, M/s Dewan P. N. Chopra & Co., Chartered Accountants (Firm Registration No. 000472N), be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the 16th Annual General Meeting, at such remuneration as may be agreed upon between the Board of Directors and Statutory Auditor.”

SPECIAL BUSINESS:

5. To regularize the appointment of Shri Vikas Goel (DIN:00370667) as Director 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 provisions of Section 152 of the Companies Act, 2013, Shri Vikas Goel (DIN: 00370667), who was appointed as an Additional Director with effect from 07th April 2026 on the Board of the 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.”

6. To regularize the appointment of Shri Shiv Kumar Singh (DIN: 11391502) as Director 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 provisions of Section 152 of the Companies Act, 2013, Shri Shiv Kumar Singh (DIN: 11391502), who was appointed as an Additional Director with effect from 27th October 2025 on the Board of the 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**



(Signature)
(Shruti Gupta)

Company Secretary

M. No. A52792

NOTES

1. The Ministry of Corporate Affairs ('MCA') 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 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 11th AGM and Annual Report 2025-26 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. 5

Shri Vikas Goel (DIN: 00370667) was appointed as an Additional Director of the Company with effect from 07 April 2026 by the Board of Directors in accordance with the provisions of Section 161(1) of the Companies Act, 2013 and the 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 under Section 160 of the Act proposing the candidature of Shri Vikas Goel for appointment as a Director of the Company.

Accordingly, the Board proposes the appointment of Shri Vikas Goel as a Director of the Company, liable to retire by rotation.

Except Shri Vikas Goel, being the appointee, none of the Directors, Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of this Notice.

The Board recommends the resolution set out at Item No. 5 for approval of the Members.

ITEM NO. 6

Shri Shiv Kumar Singh (DIN: 11391502) was appointed as an Additional Director of the Company with effect from 27 October 2025 by the Board of Directors in accordance with the provisions of Section 161(1) of the Companies Act, 2013 and the 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 under Section 160 of the Act proposing the candidature of Shri Shiv Kumar Singh for appointment as a Director of the Company.

Accordingly, the Board proposes the appointment of Shri Shiv Kumar Singh as a Director of the Company, liable to retire by rotation.

Except Shri Shiv Kumar Singh, being the appointee, none of the Directors, Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of this Notice.

The Board recommends the resolution set out at Item No. 6 for approval of the Members.

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



(Shruti Gupta)
Company Secretary
M. No. A52792

**BRIEF PROFILE OF THE DIRECTORS SEEKING APPOINTMENT AT THE
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 Vikas Goel (DIN: 00370667)
Age	50 Years
Qualification	Shri Vikas Goel holds a Bachelor of Laws and Master of Business Administration (Finance) degree and is a qualified Company Secretary.
Experience	<p>Shri Vikas Goel brings nearly three decades of distinguished experience at the intersection of corporate law and strategic management.</p> <p>He joined the National Industrial Corridor Development Corporation Limited (NICDC) in October 2024 and is currently serving as General Manager (Company Secretary, Marketing, HR & Admin). He oversees key governance and marketing portfolios for India's flagship infrastructure programmes and also manages Human Resources and Administration.</p> <p>Prior to joining NICDC, Shri Vikas Goel served at BrahMos Aerospace, where he spent several years strengthening the relationship and trust between the two shareholders, including the Government of India, with a strong focus on compliance management and governance standards. From managing high-stakes international contracts to ensuring seamless board-level governance, his leadership contributed to ensuring that one of the most significant Indo-Russian defence partnerships operated in accordance with the highest standards of governance.</p> <p>With a strong academic foundation, coupled with extensive exposure to organisations across diverse industries throughout his career, Shri Vikas Goel combines legal precision with a strategic business mindset. He brings a comprehensive understanding of the evolving landscape of infrastructure development, corporate governance, Corporate Social Responsibility (CSR), and stakeholder management.</p>

Name	Shri Shiv Kumar Singh (DIN: 1139150)
Age	56 Years
Qualification	Shri Shiv Kumar is an alumnus of IIT Bombay, where he completed his Master of Technology in Electronic Systems. He also holds a bachelor's degree in engineering from Osmania University and a Post Graduate Diploma in Business Management (PGDBM), with specializations in Marketing and Finance, from Lal Bahadur Shastri Institute of Management.
Experience	<p>Shri Shiv Kumar Singh is a senior technology and operations leader with over 30 years of experience driving transformation across ICT, telecom, defence, and infrastructure sectors. Since March 2022, he has served as the Chief Operating Officer of NEC Corporation India, where he leads operational strategy, program delivery, and business expansion across diverse verticals. He also holds the global role of Head, Global Centre of Excellence (GCoE) at NEC Corporation, Japan, spearheading product innovation, presales architecture, and bid strategy for Smart City and urban infrastructure programs across the APAC and Middle East regions. Shiv is widely recognized for his expertise in new product development and large-scale systems design. He has spearheaded key innovation initiatives in sectors including Telecom, Defence, Digital Transformation, Public Safety, and Transportation. Through his leadership, Shiv has played a pivotal role in shaping NEC's global smart city strategy, turning advanced technologies into scalable, impactful solutions that enhance urban mobility, public safety, and civic resilience.</p> <p>Before NEC, Shiv held key leadership roles at HFCL, where he drove growth across Telecom, Defence, Safe & Smart Cities, Turnkey and Railway business units. He led end-to-end responsibility for technology strategy, bids, and integrated solutions while driving M&A initiatives to strengthen the company's R&D capabilities.</p> <p>His early career spans distinguished service with the Indian Air Force and Ministry of Defence (RCPO), where he executed large-scale, pan-India IT and telecom infrastructure programs (with AFNET and IACCS being predominant one's) — experiences that have deeply informed his systems-first approach to innovation and program execution.</p> <p>Shiv has led competitive bid wins exceeding Billions of USD and managed program deliveries worth over several hundred Million of USD across India and global markets. He is also the co-inventor of multiple patents applied in India, including innovations in wide-angle frequency scanning antenna designs.</p> <p>Across every chapter of his career, Shiv Kumar Singh has been committed to marrying strategic clarity with deep technical execution—building future-ready systems, products, and platforms that align with global smart infrastructure goals.</p>