



# IFFCO KISAN LOGISTICS LIMITED

(formerly known as IFFCO Kisan Bazar & Logistics Limited)

(CIN: U74999DL2004PLC124867)

IFFCO Sadan, C-1, Distt. Centre, Saket Place, New Delhi-110017

Phone PBX:+91 11 26510001, 42592626, Fax: +91 11 42592833, 42592650

E-mail : faxho@iffco.in

## NOTICE OF THE 21<sup>ST</sup> ANNUAL GENERAL MEETING

### TO THE MEMBERS

**NOTICE** is hereby given that the **21<sup>st</sup> Annual General Meeting** of Members of **IFFCO Kisan Logistics Limited** will be held at its Registered Office at 'IFFCO- Sadan', C-1, District Centre, Saket, New Delhi-110017 **on June 26, 2025(Thursday) at 12.00 PM** at Shorter Notice u/s 101 (1) of the Companies Act, 2013 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company as at March, 31<sup>st</sup> 2025 together with the Auditors' Report thereon and the Report of the Board of Directors to the Members.
2. (a) To appoint a Director in place of Sh.Rakesh Kapur(DIN:00007230) who retires by rotation and is eligible for reappointment.  
  
(b) To appoint a Director in place of Sh.Sunil Khatri(DIN:06903603 ) who retires by rotation and is eligible for reappointment.

### SPECIAL BUSINESS:

3. To appoint Secretarial Auditors of the Company and to consider and if thought fit, to pass the following resolution with or without modification, as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to sec. 204(1) of The Companies Act, 2013 , and vide recommendation of 46<sup>th</sup> Audit Committee Meeting ( held on dt:

27/03/2025) Members approval is granted for appointment of M/s Amit Agrawal & Associates (C.S.Firm) (Membership No.5311)as Secretarial Auditors of IKLL (being eligible and having consented for appointment )for One Term of Five Years i.e.F.Y 2025-2030 at a Fees of Rs.25,000 P.A.+ GST, reimbursement of out of Pocket Expenses and to conduct Yearly Secretarial Audit .”

4. To appoint Sh.Shivalingappa Patil ( **DIN:09486574**) as an Independent Director and to consider and if thought fit, to pass the following Resolution with or without modification, as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to section(s) 149(4),149(6) &150 of The Co. Act, 2013 read with Rule 4 of The Companies (Appointment & Qualification of Directors Rules ) 2014 and vide recommendation of 15<sup>th</sup> Meeting of Nomination and Remuneration Committee( held on dt:27 /03/2025) approval of the Members is granted for appointment of Sh.Shivalingappa Patil (**DIN:09486574** ) as an Independent Director of IFFCO Kisan Logistics Ltd for tenure of Five Years,w.e.f April 1, 2025 subject to fulfilment of other requirements of the Companies Act,2013 except that he is not liable to retire by rotation and his appointment disclosed in the Board’s Report 2025.”

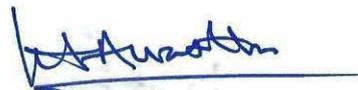
- 5.To appoint Smt.Kanak Chaturvedi(**DIN:08071300**)as an Independent Director and to consider and if thought fit,to pass the following Resolution with or without modification, as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to section(s)149(4),149(6) &150 of The Companies Act, 2013 read with Rule 4 of The Companies (Appointment and Qualification of Directors Rules)2014 & vide recommendation of 15<sup>th</sup> Meeting of Nomination and Remuneration Committee(held on dt:27/03/2025) approval is granted by Members for appointment of Smt. Kanak Chaturvedi (**DIN:08071300**) as an Independent Director of IFFCO Kisan Logistics Limited w.e.f April1,2025 for

tenure of Five Years, subject to fulfilment of other requirements of The Companies Act, 2013 except that she is not liable to retire by rotation and her appointment disclosed in Board's Report 2025."

By order of the Board  
For IFFCO Kisan Logistics Limited

Registered Office:  
"IFFCO- Sadan," C-1,  
Distt: Centre, Saket,  
New Delhi- 110017  
Dt: 26 /06/2025



(Chairman)  
DIN:00026019

**NOTES:**

1. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote instead of himself & the Proxy need not be the Member of the company. Proxy in order to be effective, must be received at the Registered Office of the company not less than 48 hours before the Meeting.
2. Notice of AGM alongwith Annual Report 2024-25 and Annexures are being sent thru electronic mode and physical copies wherever possible.
3. All documents referred to in the Notice and accompanying Explanatory Statement are open for inspection at the Registered Office of the company on all working days except Saturday & Sunday between 11.00 a.m. and 1.00 p.m. upto the date of Annual General Meeting.
4. Explanatory Statement pursuant to section 102 of the Companies Act, 2013 is annexed hereto and forms part of the Notice.
5. Members are informed that as per Notification of Ministry of Corporate Affairs (MCA) New Delhi dt: 10<sup>th</sup> September, 2018 all equity shares of IFFCO Kisan Logistics Limited has been dematerialised in accordance with the provisions of the Depositories Act, 1996 and regulations made thereunder. The Registrar and Transfer Agent is Bigshare Services Private Limited having Registered office at 302, Kushal Bazar, 32-33, Nehru Place, New Delhi-110019.

**Explanatory Statement u/s 102 of the Companies Act, 2013:**

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013("The Act"), given hereunder sets out all material facts relating to below mentioned Item Nos. of the accompanying Notice .

**ITEM NO. 3:**

M/s Amit Agrawal & Associates (C.S.Firm) ( Membership No. 5311) is a group of dedicated, research-oriented, Peer Reviewed and Skilled Professionals delivering innovative Corporate Business Solutions through an Integrated Model based in New Delhi.

The Firm provides advisory, consulting, high-quality services in Company Law, Insolvency Law, Securities Laws & FEMA, Corporate Restructuring, Domestic Business Setup, Compliance Management, Documentation, and Regulatory Approvals.

With a focus on providing holistic, efficient, and cost-effective solutions, M/s Amit Agrawal & Associates(CS firm) integrates its knowledge and expertise with Information Technology.The team maintains a high level of integrity, professional ethics, and confidentiality in all client interactions and assignments.

The appointment of M/s Amit Agrawal & Associates ( CS Firm) for tenure of Five Years i.e. F.Y 2025-2030 requires approval of Members in the Annual General Meeting.Therefore, IKLL Board recommends for passing Ordinary Resolution as set out in Item No. 3 of the Notice convening Annual General Meeting to the Members.

**ITEM NO. 4**

Due to vacancy created upon resignation of Sh. Ashwini Mehra ( **DIN: 02948537**) from the position of Independent Director- IKLL, the position of Independent Director- IKLL is required to be filled in not later than immediate next Board Meeting or within three Months from the date of such vacancy, whichever is later pursuant to Rule 4(1)of Companies (Appointment and Qualification of Directors) Rules,2014.

Accordingly, proposal for appointment of Sh. Shivalingappa Patil ( **DIN: 09486574** ) as an Independent Director of IKLL for tenure of Five Years w.e.f April1, 2025 is being done pursuant to sec.149(4) ,(6) & 150 of The Companies Act, 2013.

Sh.Shivalingappa Patil ( **DIN: 09486574**)is by qualification Graduate and possess rich experience of more than six decades in Agriculture Industry. He is in the forefront of Agricultural Cooperative and educational activities in various capacities. He has served on the Board of various State Cooperative Marketing Federations and Educational Institutions/ Bodies.

In the opinion of IKLL Board,Sh.Shivalingappa Patil(**DIN:09486574**)fulfills the conditions specified in the Companies Act , 2013 for such an appointment.

The appointment of Sh.Shivalingappa Patil (**DIN:09486574**)as an Independent Director w.e.f April 1, 2025 for tenure of Five Years is subject to fulfilment of other requirements of the Companies Act,2013 except that he is not liable to retire by rotation and his appointment disclosed in the Board's Report 2025.

IKLL Board recommends for passing Ordinary Resolution as set out at Item No. 4 of the Notice convening the Annual General Meeting to the Members.

None of the Key Managerial Personnel and Directors of the company other than Director who is proposed to be appointed or their relatives shall be deemed to be concerned or interested in passing of the above resolutions.

#### **ITEM NO. 5**

Due to vacancy created upon resignation of Mrs. Reena Kaishing ( **DIN: 07233812** ) from the position of Independent Director- IKLL, the position of Independent Director- IKLL is required to be filled in not later than immediate next Board Meeting or within three Months from the date of such vacancy, whichever is later pursuant to Rule 4(1)of Companies (Appointment and Qualification of Directors) Rules,2014.

Accordingly, proposal for appointment of Smt. Kanak Chaturvedi ( **DIN: 08071300**) as an Independent Director of IKLL for tenure of Five Years w.e.f April 1, 2025 is being done pursuant to sec.149(4) ,(6) & 150 of the Companies Act, 2013.

Smt. Kanak Chaturvedi (**DIN: 08071300**) is by qualification Post Graduate and pursuing Ph.D from Kanpur. She is renowned vocalist in North India and holds frequent Musical shows all over India.

In the opinion of IKLL Board, Smt. Kanak Chaturvedi (**DIN:08071300**) fulfills the conditions specified in the Companies Act , 2013 for such an appointment.

The appointment of Smt. Kanak Chaturvedi (**DIN:08071300**) as an Independent Director w.e.f April 1, 2025 for tenure of Five Years is subject to fulfilment of other requirements of the Companies Act, 2013 except that she is not liable to retire by rotation and her appointment disclosed in the Board's Report 2025.

IKLL Board recommends for passing Ordinary Resolution as set out at Item No. 5 of the Notice convening the Annual General Meeting to the Members.

None of the Key Managerial Personnel and Directors of the company other than Director who is proposed to be appointed or their relatives shall be deemed to be concerned or interested in passing of the above resolution.

By order of the Board  
For IFFCO Kisan Logistics Limited



( Chairman)

**DIN:00026019**

Place: New Delhi

Date: 26/06/2025