Ref: NCL/CS/2026-27/53 **Date: November 23, 2026**

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

BSE Code: 539332

To,
The Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

NSE Code: NAVKARCORP

Subject : Notice of Postal Ballot – Intimation under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the Listing Regulations, please find attached the Postal Ballot Notice dated 20th November, 2026, seeking approval of the Members of the Company, by way of Remote e-voting ('e voting') process for the following item:

Sr.	Particulars	Type of Resolution
1.	Appointment of Mr. Devi Prasad Pande (DIN: 00960974), as a Non-Executive Independent Director of the Company.	Special

Postal Ballot Notice is being sent only through electronic mode to the Members whose names appear in the Register of Members / List of Beneficial Owners as on Friday, 20th November, 2026 ('Cut-Off Date') and whose email addresses are registered with their respective depository(ies)/depository participants.

The Company has engaged the services of MUFG Intime India Private Limited ("Formerly known as Link Intime India Private Limited") ("MUFG"), for providing e-voting facility to all its Members.

The e-voting facility will be available during the following period:

Remote e-voting period - *Commencement of Remote e-Voting*	9.00 a.m., Tuesday, November 24, 2026
Remote e-voting period – *End of Remote e-Voting*	5.00 p.m., Wednesday, December 23, 2026

E-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by MUFG, upon expiry of the aforesaid period. Once a Member has exercised the vote, whether partially or otherwise, shall not be allowed to change it subsequently or cast the vote again.

The Notice is also being uploaded on the Company's website, i.e. www.navkarcorp.com and on the website of Stock Exchanges where the Companies stocks are listed i.e. BSE Limited at www.bseindia.com and The National Stock Exchange of India Limited at www.nseindia.com and also on the website of the MUFG at https://instavote.linkintime.co.in/.

Kindly take the above in your records and oblige.

Thanking you.

Yours Faithfully,
For Navkar Corporation Limited

DEEPA GEHANI
Digitally signed by DEEPA GEHANI
Date: 2026.11.23 15:30:43 +05'30'

Deepa Gehani
Company Secretary & Compliance Officer
Membership No. A42579

Place: Navi Mumbai
Encl: As above

M/s Navkar Corporation Ltd
Container Freight Stations & Rail Terminals

NAVKAR CORPORATION LIMITED

CIN: L63000MH2008PLC187146
Regd. Office: Jindal Mansion, 5A, Dr. G. Deshmukh Marg, Mumbai, Maharashtra,400026
Email Id: cs@navkarcorp.com Website: www.navkarcorp.com

NOTICE OF POSTAL BALLOT/E-VOTING

[Pursuant to Section 110 & 108 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given to the members of Navkar Corporation Limited ("the Company") pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013, ("Act") (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot process through electronic voting (remote e-voting) vide the General Circular No. 03/2025 dated September 22, 2025 read together with other relevant circulars and notifications issued by the Ministry of Corporate Affairs (herein collectively referred to as 'MCA Circulars') from time to time Secretarial Standard on General Meetings ("SS 2") issued by the Institute of the Company Secretaries of India and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), that the resolution appended below are proposed to be passed by the members of the Company (as on the Cut-off Date) ("Members"), through postal ballot ("Postal Ballot") only by way of remote e-voting process ("remote e-voting") by way of Special Resolution for the Special Business as set out in the Postal Ballot Notice dated November 20, 2026. An Explanatory Statement pertaining to the said resolution setting out the material facts and the reasons thereof forms part of this Notice of Postal Ballot ("Notice").

Pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to remote e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. In compliance with the MCA Circulars, the Notice and instructions for remote e-voting are being sent only through electronic mode to those Members whose email addresses are registered with the Registrar and Transfer Agent ("RTA") / Depositories. Members holding Equity Shares of the Company on the Cut-off Date mentioned in this Postal Ballot Notice are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their votes electronically from 09:00 AM (IST) on Tuesday, November 24, 2026 and not later than 05:00 PM (IST) on, Wednesday, December 23, 2026 the last day to cast vote electronically) to be eligible for being considered. The instructions for e-voting are appended to this Notice.

The Company has engaged the services of MUFG Intime India Private Limited ("Formerly known as Link Intime India Private Limited") ("MUFG") for the purpose of providing e-voting facility to its members.

The said Notice is also available on the website of the Company at www. navkarcorp.com in the relevant section of the website of BSE Limited ('BSE') www.bseindia.com and National Stock Exchange of India Limited (‹NSE›) www.nseindia.com , on which the Equity Shares of the Company are listed and on the website of MUFG at https://instavote.linkintime.co.in/.

The Board of Directors of the Company at its meeting held on November 20, 2026 has appointed Meghana Mhatre & Associates, Practicing Company Secretaries, as the 'Scrutinizer', to scrutinize the e-voting process in a fair and transparent manner.

After completing of scrutiny of the votes cast, the Scrutinizer shall, within (Two) 2 working days from the conclusion of the voting period of postal ballot, make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him. The Chairman or a person authorized by him shall declare the result of the voting forthwith.

Members are requested to read the instructions in the Notes to this Postal Ballot Notice so as to cast their vote electronically. The e-voting facility will be available during the following period:

Voting Starts On	9.00 a.m., Tuesday, November 24, 2026
Voting Ends On	5.00 p.m., Wednesday, December 23, 2026

The said results, along with the Scrutinizer's Report, will be placed on the website of the Company www.navkarcorp.com and at MUFG https://instavote.linkintime.co.in/. The same will also be simultaneously forwarded to the Stock Exchanges where the Equity Shares of the Company are listed, for placing the same on their websites. The resolution, if approved, will be taken as having been duly passed on the last date specified for e-voting i.e., Wednesday, December 23, 2026. The proposed resolution and Explanatory Statement setting out all material facts relating thereto, as required in terms of Section 102(1) of the Act read with the Rules and the MCA Circulars, are appended below:

SPECIAL BUSINESS:

1. Appointment of Mr. Devi Prasad Pande (DIN: 00960974), as a Non-Executive Independent Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) (the 'Act') and Regulation 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended, Mr. Devi Prasad Pande (DIN: 00960974), who was appointed by the Board of Directors as an Additional Director of the Company with effect from November 20, 2026 and who holds office until the date of the next Annual General Meeting of the Company in terms of Section 161 of the Act and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, from a Member, proposing his candidature for the office of Director of the Company and who is eligible for appointment as a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152, and all other applicable provisions, if any, of the Act read with Schedule IV of the Act (including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force) and provisions of Regulations 16(1)(b), 17 and 25(2A) and other applicable provisions of the Listing Regulations, as amended and Articles of Association of the Company, Mr. Devi Prasad Pande (DIN: 00960974), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of Listing Regulations and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, to hold office for a term of 3 (three) consecutive years with effect from November 20 2026 till November 19, 2029 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and is hereby authorized to take such steps and do and perform all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to this resolution."

Registered Office:
Jindal Mansion, 5A, Dr. G. Deshmukh Marg, Mumbai,
Maharashtra,400026
CIN: L63000MH2008PLC187146
Website: www.navkarcorp.com
Email: cs@navkarcorp.com
Phone: 022-63254000
Place: Navi Mumbai
Date: November 20, 2026

For and on behalf of the Board of Directors

Navkar Corporation Limited

Sd/-
Deepa Gehani
Company Secretary
Membership No. A42579

NOTES:

1. The relevant Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and the Companies (Management and Administration) Rules, 2014 ('Rules'), as amended, setting out the material facts relating to the aforesaid Resolution and the reasons thereof is annexed hereto and forms part of this Notice.

2. In terms of the MCA Circulars, the Company is sending this Notice only in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received by the Company from the Depositories / Link Intime India Private Limited, the Company's Registrar and Share Transfer Agent ('RTA'), as on November 20, 2026 ('Cut-Off Date') and whose e-mail addresses are registered with the RTA/ Depositories/ Depository Participants or who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e., November 20, 2026.

3. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. It is however clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the RTA/ Depositories / Depository Participants) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.

4. The remote e-Voting shall commence on Tuesday, November 24, 2026, at 9.00 a.m. (IST) and shall end on Wednesday, December 23, 2026 05:00 p.m. (IST). During this period, Members of the Company holding equity shares as on the Cut-Off Date may cast their vote electronically. The remote e-Voting module shall be disabled by MUFG for voting thereafter.

5. The Company has appointed Meghana Mhatre & Associates, Practicing Company Secretaries, to act as the Scrutinizer, to inter-alia, to act as the Scrutinizer to scrutinize the postal ballot process in fair and transparent manner.

6. The Scrutinizer will submit his report to the Chairman, or any other person authorized by the Board, after scrutiny of the votes cast, on the result of the Postal Ballot not later than (2) two days of conclusion of the Postal Ballot. The Scrutinizer's decision on the validity of votes cast will be final.

7. In accordance with Regulation 44 of the Listing Regulations and Section 108 and 110 of the Act and read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) from time to time, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the Company has engaged MUFG Intime India Private Limited ("Formerly known as Link Intime India Private Limited") ("MUFG") as the agency for facilitating the Members to communicate their assent or dissent through Electronic Means in respect of the aforesaid resolutions. The detailed procedure for voting through electronic means ("e-voting") is appended in the Notes to Notice.

8. Members may download the Notice from the website of the Company at www.navkarcorp.com or from the website of MUFG at https://instavote.linkintime.co.in/. A copy of the Notice is also available on the website of BSE at www.bseindia.com and NSE at www.nseindia.com.

9. Resolution passed by the members through Postal Ballot shall be deemed to have been passed on the last date specified by the Company for e-voting i.e., December 23, 2026, subject to receipt of the requisite number of votes in favour of the resolution.

10. Institutional Members and other non-individual Members (i.e. other than individuals, HUF's, NRI's etc.) are required to send scanned copy (PDF/JPEG Format) of the relevant board resolution/authority letter, etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through email to csmeghanamhatre2@gmail.com with a copy marked to cs@navkarcorp.com

11. Members are informed that in case of joint holders, only such joint holder whose name stands first in the Register of Members of the Company / Register of beneficial owners as on cut-off date as received from Depositories in respect of such joint holding will be entitled to vote.

12. All the material documents referred in Postal Ballot Notice shall be available for inspection through electronic mode, basis the request being sent by Members on email id: cs@navkarcorp.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.

13.All correspondence related to change of address, change in e-mail ID already registered with the Company, transfer / transmission of shares, issue of duplicate share certificates, Company mandates and all other matters relating to the shareholding in the Company may be made to M/s. Link Intime India Private Limited, the Registrar and Share Transfer Agent ("RTA").

14. The vote in this Postal Ballot cannot be exercised through proxy.

15. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to cs@navkarcorp.com from their registered e-mail addresses mentioning their names, DP ID and Client ID.

16. Once the vote on a resolution stated in this Notice is cast by the members through Remote e-voting, the members shall not be allowed to change it subsequently and such e-vote shall be treated as final.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 / HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".
b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
c) Enter the last 4 digits of your bank account / generate 'OTP'
d) Post successful registration, user will be provided with Login ID and password.
e) Follow steps given above in points (a-d).

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

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com
b) Click on the "Login" tab available under 'Shareholder/Member' section.
c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
b) Enter existing username, Password & click on "Login".
c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.
c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website
b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

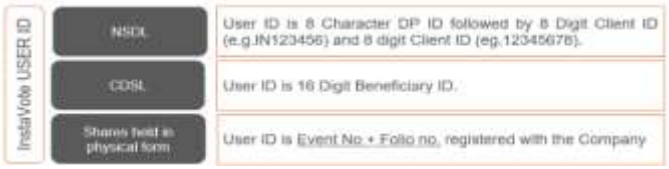
Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.
b) Enter details as under:
   1. User ID: Enter User ID
   2. Password: Enter existing Password
   3. Enter Image Verification (CAPTCHA) Code
   4. Click "Submit".
      (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")



Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:
   1. User ID: Enter User ID
   2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.



   3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
   4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
      - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
      - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
      - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
   5. Set the password of your choice.
      (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
   6. Enter Image Verification (CAPTCHA) Code.
   7. Click "Submit" (You have now registered on InstaVote).
      Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
B. Select 'View' icon. E-voting page will appear.
C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in
B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
C. Fill up your entity details and submit the form.
D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
B. Click on "Investor Mapping" tab under the Menu section

C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
2) 'Investor's Name - Enter Investor's Name as updated with DP.
3) 'Investor PAN' - Enter your 10-digit PAN.
4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) Click on "Votes Entry" tab under the Menu section.
c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
d) Enter "16-digit Demat Account No.".
e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) After successful login, you will see "Notification for e-voting".
c) Select "View" icon for "Company's Name / Event number".
d) E-voting page will appear.
e) Download sample vote file from "Download Sample Vote File" tab.
f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on:
- Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".



In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

M/s Navkar Corporation Ltd
Container Freight Stations & Rail Terminals

EXPLANATORY STATEMENT

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Item No. 1:

Appointment of Mr. Devi Prasad Pande (DIN: 00960974), as a Non-Executive Independent Director of the Company.

The second consecutive term of Mr. Ashok Kumar Thakur (DIN: 07573726) as an Independent Director of the Company will end on January 24, 2027. In compliance with the requirement of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Board of Directors of the Company (the 'Board') at its Meeting held on Friday, November 20, 2026, based on recommendation of the Nomination and Remuneration Committee (the 'NRC') (which comprises solely of Independent Directors) approved the appointment of Mr. Devi Prasad Pande (DIN: 00960974), as an Additional Director designated as an Independent Director of the Company, not liable to retire by rotation, for a term of 3 (Three) consecutive years, with effect from November 20, 2026 till November 19, 2029, subject to approval of Members of the Company.

A brief resume of Mr. Devi Prasad Pande (DIN: 00960974), nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships/chairmanships of board committees, are provided in the statement giving details pursuant to Regulation 36(3) of Listing Regulations and Paragraph 1.2.5 of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and annexed to this Notice as **Annexure A**.

Pursuant to Section 161(1) of the Companies Act, 2013 (the 'Act') an additional director shall hold office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier. In terms of Regulation 17(1)(C) of the Listing Regulations, listed entity is required to obtain the approval of members for appointment of a person on the board of directors at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, pursuant to Regulation 25(2A) of Listing Regulations, the appointment of an independent director of a listed entity is subject to the approval of the Members by way of a Special Resolution. Accordingly, the approval of Members is being sought for appointment of Mr Devi Prasad Pande as a Non-Executive, Independent Director of the Company, by passing a Special Resolution through Postal Ballot.

The Company has received a notice in writing from a Member under Section 160(1) of the Act, proposing the candidature of Mr. Devi Prasad Pande for the office of Non-Executive, Independent Director of the Company.

The Company has received a declaration from Mr. Devi Prasad Pande that in terms of circulars dated 20th June, 2018 issued by BSE Limited and National Stock Exchange of India Limited, he is not debarred from holding the office of Director, pursuant to order of Securities and Exchange Board of India or any other such authority. He has also confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has furnished his consent to act as a Director. Further, the Company has received a declaration from him confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations.

Further, Mr. Devi Prasad Pande has submitted all requisite statutory disclosures/declarations prescribed under the Act and applicable provisions of Listing Regulations. Mr. Devi Prasad Pande has confirmed that he is independent of the management of the Company and he is not related to any Director / Key Managerial Personnel of the Company. He is neither holding any directorship nor having any interest in any of the group entities, including any shareholding interest as on date of the Notice of Postal Ballot.

In the opinion of the Board, Mr. Devi Prasad Pande fulfils the conditions as specified in the Act and Listing Regulations for his appointment as a Non-Executive, Independent Director of the Company and is independent of the management.

NRC has identified amongst others, Business Leadership, Corporate Governance, Business Management, Strategy and Planning Financial Expertise, Financial Expertise, Risk Assessment from governance perspective and global management as skills required for this role. In the opinion of the Board, Mr. Devi Prasad Pande possesses the requisite skills, expertise and competencies relevant to the Company's business and the sector in which it operates. The Board considers that his appointment would be in the interest of the Company, taking into consideration his qualifications, skills, knowledge, experience, background and expertise. Further, he fulfils the criteria laid down by the Board of Directors under the Company's Nomination and Remuneration Policy for appointment as a Director of the Company.

Mr. Devi Prasad Pande is in compliance with the requirements as prescribed in Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended, with respect to enrolling his name in the online databank of independent directors and he has confirmed that he is exempted from undertaking the online proficiency self-assessment test for independent directors.

Mr. Devi Prasad Pande shall be entitled to receive remuneration in the form of sitting fees for attending meetings of the Board of Directors, its Committees, or any other meetings, as well as reimbursement of expenses incurred in connection with his participation in such meetings, as may be determined by the Board of Directors.

A copy of the draft letter of appointment as an Independent Director setting out the terms and conditions of his appointment , is available on the website of the Company at www.navkarcorp.com

None of the Directors or Key Managerial Personnel of the Company or their relatives other than Mr. Devi Prasad Pande or his relatives (to the extent of their shareholding interest, if any, in the Company), are in any way concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1 of the Notice.

The Board of Directors recommends the Special Resolution at Item No. 1 of the accompanying Postal Ballot Notice for approval of the Members by way of a Special Resolution.

For and on behalf of the Board of Directors

Navkar Corporation Limited

Sd/-
Deepa Gehani
Company Secretary
Membership No. A42579

Registered Office:
Jindal Mansion, 5A, Dr. G. Deshmukh Marg,
Mumbai, Maharashtra,400026
CIN: L63000MH2008PLC187146
Website: www.navkarcorp.com
Email: cs@navkarcorp.com
Phone: 022-63254000
Place: Navi Mumbai
Date: November 20, 2026

M/s Navkar Corporation Ltd
Container Freight Stations & Rail Terminals

Annexure A

Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings, issued by the Institute of Company Secretaries of India:

Name of the Director	Mr. Devi Prasad Pande
DIN	00960974
Category/Designation	Independent Director
Nationality	Indian
Age	71 Years
Date of Birth	January 15, 1955
Qualification	M.A. (History) - Allahabad University
Experience/brief profile/ nature of expertise in specific functional areas	Mr. Devi Prasad Pande, aged 71 years, is an Indian national and a former Indian Railway Traffic Service (IRTS) officer with over 36 years of experience in railway transportation management, operations planning, freight and passenger traffic management, commercial functions and multi-modal logistics. Mr. Pande holds an M.A. in History from Allahabad University and last served as Member Traffic, Railway Board and Ex-officio Secretary to the Government of India. During his distinguished career, he held several senior positions, including General Manager, South Central Railway; Additional Member (Traffic), Railway Board; Divisional Railway Manager, Bhopal; and Chief Freight Traffic Manager, Northern Railway. Mr. Pande was instrumental in several significant initiatives, including the introduction of dynamic pricing for premium passenger trains, long-haul freight trains, time-tabled parcel trains and freight tariff rationalization. He also played an important role in Indian Railways achieving one billion tonnes of freight loading during 2012–13. He has held various leadership and administrative positions, including Chairman of Pipavav Rail Corporation and Chairman of the Executive Committee of the Centre for Railway Information Systems (CRIS). Mr. Pande has also served as an Independent Director of Kutch Railway Corporation and Mazagon Dock Shipbuilders Limited, and as an Advisor to IRCTC and DIMTS. He was awarded the Railway Minister's Award for

	meritorious performance in recognition of his contributions to Indian Railways.
Original date of Appointment / Date of First Appointment on the Board	November 20, 2026
Terms and conditions of appointment / reappointment	Please refer explanatory statement forming part of this Notice.
Details of remuneration last drawn & Details of proposed remuneration	He shall be paid remuneration in the form of sitting fees for attending meetings of the Board of Directors, its Committees, or any other meetings, as well as reimbursement of expenses incurred in connection with his participation in such meetings, as may be determined by the Board of Directors.
Shareholding in the Company including shareholding as a beneficial owner as on the date if notice	Nil
Number of Meeting of the Board attended during F.Y 2026-27*	1
Directorships held in other Indian Listed Companies as on November 20 2026**	Nil
Directorships held in other Indian Companies as on November 20 2026**	Nil
Listed entities from which the person has resigned in the past three years	Nil
Chairmanship/Membership of the Committees of the Board in other Indian Public Limited Companies including Listed Companies, as on November 20, 2026	Nil
Disclosure of relationships with other Directors, Managers & Key Managerial Personnel	None
Skills and capabilities required for the role and the manner in which the Independent Director meets such requirements	Please refer the explanatory statement above, forming part of this Notice.

* Mr. Devi Prasad Pande attended the Board Meeting held on November 20, 2026, as an invitee and subsequently as a Director post his appointment as an Additional Director, designated as Independent Director of the Company.

**As per disclosure received from the Director.