DECCAN TRANSCON LEASING LIMITED

(Erstwhile Deccan Transcon Leasing Private Limited)

(CIN: L63090TG2007PLC052599)

NOTICE OF BOARD MEETING

Date: May 30, 2026 (Saturday)
Time: 04:45 P.M (IST)
Venue: Suite No 507;5th Floor Image Capital Park; Image Gardens Road; Madhapur; Shaikpet; Hyderabad; Telangana; 500081; India
Serial No.: B.M. No. 02/2026-27

To,
The Board of Directors
Deccan Transcon Leasing Limited

Subject: Notice of Meeting (B.M. No. 02/2026-27) of the Board of Directors to be held on May 30, 2026 (Saturday) at 04:45 P.M(IST)

Sir / Ma'am,

Shorter Notice is hereby given that a meeting of the members of the Board of the Company will be held on May 30, 2026 (Saturday) at 04:45 P.M(IST)

The Directors who wish to attend the meeting through Video Conferencing / Other Audio-Visual Means are requested to intimate the Company in advance.

The Company will make necessary arrangements for the smooth conduct of the meeting through Video Conferencing/Other Audio-Visual means and will inform you of the link to attend the meeting in advance.

The agenda, along with notes and draft resolutions for the meeting, is enclosed.

You are requested to make it convenient to attend the above meeting.

Please submit a leave of absence in case you are not in a position to attend the meeting.

By the order of the Board
For Deccan Transcon Leasing Limited

KHUSHBOO GAUTAM
Digitally signed by KHUSHBOO GAUTAM
Date: 2026.05.26 21:09:59 +05'30'

Khushboo Gautam
(Company Secretary & Compliance Officer)

Place: Hyderabad
Date: May 26, 2026

Roll Call: Roll Call will be taken from every member participating through video conferencing, and the members attending through VC shall state as mentioned below, for the record:

"I, ____________, participating in this meeting from __________________ (exact location), confirm that I have received the agenda and all relevant materials for the meeting, and that no person other than me has access to or is attending the proceedings of the meeting from the said location."

AGENDA OF BOARD MEETING
[At Shorter Notice]

Agenda for the BM. No. **02/2026-27** Meeting of the Board of Directors of Deccan Transcon Leasing Limited to be held on May 30, 2026 (Saturday) at 04:45 P.M(IST)

Sr. No.	**Items**	**Action/Annexures**
1.	Chairman of the meeting	Ascertainment
2.	To confirm the presence of a quorum	Approval
3.	To grant leave of absence, if any.	Approval
4.	To consider and note the minutes of the previous Board Meeting held on April 24, 2026.	Noting Annexure 1
5.	To consider and note the minutes of the previous Audit Committee Meeting held on April 24, 2026.	Noting Annexure 2
6.	To consider and note the minutes of the previous Nomination and Remuneration Committee Meeting held on April 24, 2026	Noting Annexure 3
7.	To consider, discuss and approve the draft financial results (standalone & consolidated) for the half year and year ended March 31, 2026 and to take note of the report of the Statutory Auditors thereon	Approval Annexure 4
8.	To take note of the compliance certificates as per Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Noting Annexure 5
9.	To consider, discuss, and approve the draft financial statements (consolidated & standalone) for the year ended on March 31, 2026 and to take note of the report of Statutory Auditors thereon	Approval Annexure 6
10.	To take note of the revised materiality limits as per Regulation 30 of SEBI (LODR) Regulations, 2015	Noting and Approval
11.	To take note of the applicability of Regulation 23 of SEBI (LODR) Regulations, 2015 and approve updation of Related Party Transactions Policy	Noting and Approval Annexure 7
12.	To consider and determine the status of material subsidiary in terms of Regulation 16 read with Regulation 15(2) of SEBI (LODR) Regulations, 2015	Approval
13.	To take note of the omnibus approval for entering into related party transactions for the financial year 2026-2027	Noting Annexure 8
14.	To consider and approve the annual increment in remuneration for FY 2026-2027 for directors, key managerial personnel (KMPs), senior management personnel (SMPs) and other employees	Approval

15.	To take note of the related party transactions ("RPTS") entered into by the company during the quarter and financial year ended March 31, 2026 pursuant to omnibus approval, along with the register of contracts maintained under the Companies Act, 2013	Noting Annexure 9 and Annexure 10
16.	To take note of the compliances of the SEBI Regulations for quarter ended March 31, 2026.	Noting Annexure 11
17.	To take note of the penalty imposed by National Stock Exchange of India ("NSE") for non- compliance with Regulation 31A(3)(a)of SEBI (listing obligations and disclosure requirements) Regulations, 2015	Noting Annexure 12
18.	To discuss any other matter with the permission of the Chairman	Ascertainment

NOTES TO AGENDA
NOTES TO AGENDA FOR BOARD MEETING
B.M. No. 02/2026-27

1. CHAIRMAN OF THE MEETING

Mr. Jaidev Menon, being the Chairman of the Company, will Chair the meeting.

In case he is unable to attend the meeting, then the Chairman will be appointed by the majority of members present at the meeting.

2. TO ASCERTAIN THE REQUISITE QUORUM.

If an adequate quorum is present, then start the meeting.

3. TO CONSIDER & GRANT LEAVE OF ABSENCE, IF ANY

The Chairman is to inform the members of any requests for leave of absence received and record the same.

4. TO CONSIDER AND NOTE THE MINUTES OF THE PREVIOUS BOARD MEETING HELD ON APRIL 24, 2026.

The minutes of the previous Board Meeting held on April 24, 2026, will be presented for consideration and noting by the Board, enclosed herewith as **Annexure 1**.

The Board will be requested to take note of the same.

5. TO CONSIDER AND NOTE THE MINUTES OF THE PREVIOUS AUDIT COMMITTEE MEETING HELD ON APRIL 24, 2026.

The minutes of the previous Audit Committee Meeting held on April 24, 2026, will be presented for consideration and noting by the Board, enclosed herewith as **Annexure 2.**

The board will be requested to take note of the same.

6. TO CONSIDER AND NOTE THE MINUTES OF THE PREVIOUS NOMINATION AND REMUNERATION COMMITTEE MEETING HELD ON APRIL 24, 2026

The minutes of the previous Nomination and Remuneration Committee meeting held on April 24, 2026, will be presented for consideration and noting by the Board, enclosed herewith as **Annexure 3.**

The board will be requested to take note of the same.

7. TO CONSIDER, DISCUSS AND APPROVE THE DRAFT FINANCIAL RESULTS (STANDALONE & CONSOLIDATED) FOR THE HALF YEAR AND YEAR ENDED MARCH 31, 2026 AND TO TAKE NOTE OF THE REPORT OF THE STATUTORY AUDITORS THEREON

The Board will be informed that pursuant to the provisions of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended, the draft Financial Results (Standalone and Consolidated) of the Company for the half year and year ended March 31, 2026, comprising the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date, shall be placed before the Board for its consideration.

It shall be further informed that the aforesaid Financial Results will also be placed before the Audit Committee at its Meeting scheduled to be held on same day i.e. prior to this meeting, and the recommendation of the Audit Committee for approval of the said results will be placed before the Board and annexed as **Annexure -4**.

The Board Members are requested to consider, discuss, and approve the following resolution, with or without modification(s):

RESOLVED THAT pursuant to the provisions of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, and pursuant to the recommendation of the Audit Committee, the draft Financial Results (Standalone and Consolidated) of the Company for the half year and year ended March 31, 2026, as placed before the Board, be and are hereby approved.

RESOLVED FURTHER THAT Mr. Jaidev Menon, Chairperson of the Company, be and is hereby authorized to sign the Audited Financial Results (Standalone and Consolidated) for the half year and year ended March 31, 2026.

RESOLVED FURTHER THAT the signed financial results for the half year and financial year ended March 31, 2026, be forwarded to the Statutory Auditor for their report thereon.

After receiving the Statutory Auditor's report, the Board members will discuss the remarks of the Statutory Auditor and then Board members are hereby requested to pass the below resolution, with or without modification(s):

RESOLVED THAT the Statutory Auditor's report on the signed financial results for the half year and financial year ended March 31, 2026, as placed before the Board, be and is hereby taken on record.

RESOLVED FURTHER THAT the Financial Results (Standalone and Consolidated) for the half year and financial year ended March 31, 2026, along with the Statutory Auditor's Report thereon, be and are hereby noted and approved.

RESOLVED FURTHER THAT any of the Directors, Chief Financial Officer and Company Secretary be and are hereby severally authorized to submit/file the aforesaid financial results with the Stock Exchange(s), Registrar of Companies and other concerned authorities, and to do all such acts, deeds and things as may be necessary in this regard."

Note: Since the above matter involves Unpublished Price Sensitive Information (UPSI), the Meeting is being convened at shorter notice with the approval of the Board, in compliance with Secretarial Standard-1 on Meetings of the Board of Directors (SS-1).

8. TO TAKE NOTE OF THE COMPLIANCE CERTIFICATES AS PER REGULATION 33 OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Chairman will inform the Board that, in compliance with Regulation 33(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a certificate must be submitted by the Chief Executive Officer and Chief Financial Officer (In absence of the CFO by the Chairperson of the company) while placing the financial results before the Board of Directors. This certificate will confirm that the financial results do not contain any false or misleading statements or figures and do not omit any material facts that could render the statements or figures misleading.

In this regard, a compliance certificate is enclosed as **Annexure-5** for the perusal of Board.

The Board Members are requested to take note of the same.

9. TO CONSIDER, DISCUSS, AND APPROVE THE DRAFT FINANCIAL STATEMENTS (CONSOLIDATED & STANDALONE) FOR THE YEAR ENDED ON MARCH 31, 2026 AND TO TAKE NOTE OF THE REPORT OF STATUTORY AUDITORS THEREON

The Board will be informed that pursuant to Section 129, Section 134 and Section 137 of the Companies Act, 2013, the Company is required to submit annual financial statements to Registrar of Companies within 30 days from the date of Annual General Meeting. The draft Audited Financial Statements (Consolidated & Standalone) of the Company for the year ended on March 31, 2026, comprising the Balance Sheet as of March 31, 2026, the Statement of Profit and Loss, and the Cash Flow Statement for the quarter and year ended on that date, will be presented to the Board during the meeting for their perusal.

It will be further informed that the draft Financial Statements (Consolidated & standalone) for the year ended on March 31, 2026, shall also be placed for review of the Audit Committee in their meeting, scheduled to be held on same day i.e. prior to this meeting. The recommendations of the Audit Committee shall be briefed to the Board members and annexed as **Annexure - 6.**

The Board members are requested to consider, discuss and pass the below resolution, with or without modification(s):

"**RESOLVED THAT** pursuant to the recommendation of the Audit Committee, the draft financial Statements (Consolidated & Standalone) for the year ended on March 31, 2026, as placed before the Board, be and are hereby approved.

RESOLVED FURTHER THAT Mr. Jaidev Menon Parath, Chairman & Whole Time Director, Ms. Karthika Menon, Whole Time Director, Mr. Rajeev Menon Kothanath, Chief Executive Officer, and Ms. Khushboo Gautam, Company Secretary and Compliance Officer of the Company be and are hereby authorized to sign the financial statements (Consolidated & Standalone) for the year ended March 31, 2026.

RESOLVED FURTHER THAT the signed financial Statements (Consolidated & Standalone) for the year ended on March 31, 2025, be forwarded to the Auditor for their report thereon."

After receiving the Statutory Auditor's report, the Board members will discuss the remarks of the Statutory Auditor and then Board members are hereby requested to pass the resolution below, with or without modification(s):

"RESOLVED THAT the auditor's report on the financial Statements (Consolidated & Standalone) for the year ended March 31, 2026, as placed before the Board, be and is hereby taken on record

RESOLVED FURTHER THAT the Financial Statements (Standalone and Consolidated) financial year ended March 31, 2026, along with the Statutory Auditor's Report thereon, be and are hereby noted and approved.

RESOLVED FURTHER THAT any of the Directors and Company Secretary be and are hereby singly and severally authorized to file and submit necessary forms, documents, and writings with the Registrar of Companies and other concerned authorities if required, and further authorized to do all such acts, deeds, matters, and things incidental and ancillary thereto."

Note: Since the above matter involves Unpublished Price Sensitive Information (UPSI), the Meeting is being convened at shorter notice with the approval of the Board, in compliance with Secretarial Standard-1 on Meetings of the Board of Directors (SS-1).

10. TO TAKE NOTE OF THE REVISED MATERIALITY LIMITS AS PER REGULATION 30 OF SEBI (LODR) REGULATIONS, 2015

The Board is requested to note that, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Company's Policy for Determination of Materiality of Events or Information, the materiality thresholds are required to be updated based on the latest audited financial results.

Accordingly, based on the audited consolidated financial results of the Company for the financial year ended March 31, 2026, the materiality limits for determining disclosures under Para B of Part A of Schedule III of the Listing Regulations have been revised and shall be applicable for the financial year 2026-27.

It was further noted that:
- Events specified under **Para A of Part A of Schedule III** shall continue to be disclosed mandatorily.
- Events specified under **Para B of Part A of Schedule III** shall be disclosed based on materiality, as per the revised thresholds.

The revised thresholds (being the lower of the following) are as under:
- 2% of turnover: ₹3,32,62,520;
- 2% of net worth: ₹1,78,69,960;
- 5% of the average of the absolute values of profit or loss after tax for the last three audited consolidated financial years: ₹43,44,213.

The Board members are requested to consider, discuss and pass the below resolution, with or without modification(s):

"RESOLVED THAT the revised materiality limits for determining material events or information under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as placed before the Board and computed based on the audited financial results for the financial year ended March 31, 2026, be and are hereby noted and approved for applicability during the financial year 2026-27.

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to take all necessary actions in this regard and to do all such acts, deeds, matters, and things as may be necessary to give effect to this resolution."

11. TO TAKE NOTE OF THE APPLICABILITY OF REGULATION 23 OF SEBI (LODR) REGULATIONS, 2015 AND APPROVE UPDATION OF RELATED PARTY TRANSACTIONS POLICY

The Board is requested to note that, pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the materiality thresholds for Related Party Transactions ("RPTs") are required to be determined based on the latest audited financial statements of the Company.

The Board will be further informed that the same matter will be placed before the Audit Committee at its meeting i.e. Scheduled to be held on the same day, prior to this Board Meeting, and the recommendations of the Audit Committee, if any, shall be placed before the Board.

Materiality Threshold - Listed Entity
Accordingly, based on the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, the revised materiality threshold for the listed entity is as under:

- Consolidated Turnover: ₹1,66,31,26,000
- 10% of Turnover: ₹16,63,12,600

Accordingly, any Related Party Transaction exceeding ₹16,63,12,600 or ₹50 crore, whichever is lower, shall be considered material in terms of Regulation 23 of the Listing Regulations.

Therefore, the materiality threshold for Related Party Transactions for the Company is **₹16,63,12,600**.

Materiality Threshold – Subsidiary

The Board further notes that the above revised threshold shall also be applicable for determining the materiality of Related Party Transactions undertaken by the Company's subsidiary, where the Company is not a party.

Accordingly, such transactions shall require prior approval of the Audit Committee if they exceed the lower of:

- 10% of the standalone turnover of the subsidiary; or
- the threshold for material related party transactions of listed entity as specified in Schedule XII

In this regard, it is noted that for **Deccan Shipping and Logistics SDN. BHD., Malaysia (subsidiary)**, the standalone turnover as per audited financial statements for FY 2025-26 is ₹110.76 crore, and 10% thereof amounts to ₹11.07 crore, which is lower than the materiality threshold applicable to the listed entity. Accordingly, the materiality threshold for the subsidiary is **₹11.07 crore**.

In view of the above, the Related Party Transactions Policy of the Company is proposed to be updated pursuant to the revised materiality limits.

The draft updated Related Party Transactions Policy is annexed hereto as **Annexure 7** for the perusal of the Board.

The Board Members are requested to consider, take note of the same, and approve the update of the Related Party Transactions Policy, and pass the following resolution, with or without modification(s):

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, the revised materiality limits for Related Party Transactions, based on the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, be and are hereby noted and approved as under:

- Consolidated Turnover: ₹1,66,31,26,000
- 10% of Turnover: ₹16,63,12,600
- Accordingly, materiality threshold for the Company: ₹16,63,12,600
- Materiality threshold for subsidiary: ₹11.07 crore (based on standalone turnover of ₹110.76 crore of Deccan Shipping and Logistics SDN. BHD., Malaysia)

RESOLVED FURTHER THAT the Related Party Transactions Policy of the Company be and is hereby updated pursuant to the revised materiality limits.

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to take all necessary steps, including making required disclosures and giving effect to the updated limits and policy, and to do all such acts, deeds, matters, and things as may be necessary to give effect to this resolution**.**

12. TO CONSIDER AND DETERMINE THE STATUS OF MATERIAL SUBSIDIARY IN TERMS OF REGULATION 16 READ WITH REGULATION 15(2) OF SEBI (LODR) REGULATIONS, 2015

The Board will be informed that, based on the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, the material subsidiary thresholds under Regulation 16 are as follows:

- Net Worth: ₹8,93,49,800 (10% of consolidated net worth)
- Turnover: ₹16,63,12,646.50 (10% of consolidated turnover)

The Board will further be informed of the audited financial position of Deccan Shipping and Logistics SDN. BHD., Malaysia, which exceeds the above turnover threshold.

Accordingly, the Board is requested to consider and determine whether the said subsidiary qualifies as a Material Subsidiary under Regulation 16 of the Listing Regulations.

The Board members are requested to consider, discuss and pass the below resolution, with or without modification(s):

RESOLVED THAT based on the audited consolidated financial statements of the Company for the financial year ended March 31, 2026 and in accordance with Regulation 16 read with Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has considered the status of Deccan Shipping and Logistics SDN. BHD., Malaysia for classification as a Material Subsidiary.

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to take all necessary steps, including making necessary disclosures to the Stock Exchange(s), and to do all such acts, deeds, matters, and things as may be necessary to give effect to this resolution.

13. TO TAKE NOTE OF THE OMNIBUS APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTIONS FOR THE FINANCIAL YEAR 2026-2027

The Board is requested to take note that the Audit Committee, at its meeting held prior to this Meeting on the same day, has granted omnibus approval for certain Related Party Transactions (“RPTs”) proposed to be entered into during the Financial Year 2026-2027, in accordance with the provisions of Section 177 of the Companies Act, 2013 read with Rule 6A of the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), and the Company’s Related Party Transactions Policy.

The Board may note that the criteria for granting omnibus approval has already been approved by the Board and forms part of the Company’s Related Party Transactions Policy, including, inter alia, the maximum value of transactions, maximum value per transaction, periodic review requirements, disclosure requirements and exclusions for non-routine, non-repetitive and material transactions.

The Board may further note that the omnibus approval limits for FY 2026-2027 were initially considered in the Board meeting held on April 24, 2026 based on the audited financial statements for FY 2024-2025, as the audited financial statements for FY 2025-2026 were not available at the time of the earlier consideration of such approvals.

Subsequent to the finalization of the audited financial statements for FY 2025-2026, the materiality thresholds and omnibus approval limits for Related Party Transactions have been reviewed and revised based on the updated financial parameters of the Company and its material subsidiary, in line with the requirements of Regulation 23 of the SEBI LODR Regulations.

The Board may note that, in terms of Regulation 23 of the SEBI LODR Regulations, a Related Party Transaction shall be considered material if it exceeds Rupees Fifty Crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements, whichever is lower.

The details based on the audited consolidated financial statements for FY 2025-2026 are set out below:
- Consolidated Turnover: ₹166.31 Crore
- 10% Materiality Threshold: ₹16.631 Crore

The above threshold has been duly considered while determining the limits of the proposed Related Party Transactions.

The Board will be further informed that, in terms of Regulation 23 of SEBI (LODR) Regulations, prior approval of the Audit Committee of the listed entity is required for related party transactions entered into by a subsidiary, where the listed entity is not a party, if such transactions exceed the lower of:
- 10% of the standalone turnover of the subsidiary; or
- the materiality threshold of the listed entity as prescribed under Schedule XII of the SEBI LODR Regulations.

In this regard, the standalone turnover of Deccan Shipping and Logistics SDN. BHD., Malaysia, being a subsidiary of the Company, as per the audited financial statements for FY 2025–2026, is ₹110.76 Crore, and 10% thereof amounts to ₹11.07 Crore, which is lower than the Company-level materiality threshold.

Accordingly, ₹11.07 Crore shall be the applicable threshold for prior Audit Committee approval of RPTs entered into by the said material subsidiary where the Company is not a party to such transactions.

The revised omnibus approval limits for Related Party Transactions for FY 2026–2027, as approved by the Audit Committee at its meeting scheduled to be held on the same day prior to the Board Meeting, are placed before the Board for its noting.

The Board may further note that the Audit Committee has also accorded specific approval under Regulation 23(2) of the SEBI LODR Regulations for the proposed Related Party Transactions to be entered into during FY 2026–2027 between Deccan Shipping & Logistics SDN. BHD., a material subsidiary of the Company, and Deccan Orient Line Co. Ltd., being an associate of the subsidiary, since the value of the proposed transactions exceeds the threshold limit.

A. Proposed Omnibus Approval – Listed Entity Transactions
The details of the proposed omnibus approval for FY 2026-2027 in respect of transactions of the Company are set out below:

Name of Related Party	**Relationship**	**Nature of Transaction**	**Amount (Crores)**	**Duration**	**Maximum Amount per Transaction (₹ Crores)**	**Indicative Base Price / Current Contracted Price**
Kingstar Freight Pvt. Ltd.	Associate	Purchase & Sale	5.00	April 01, 2026 to March 31, 2027	5.00	Based on prevailing arm's length rates
Deccan Transcon Shipping LLP	Entity controlled by Directors	Purchase	2.00	April 01, 2026 to March 31, 2027	2.00	Based on prevailing arm's length rates
Deccan Mohsin LLP	The Director is a Partner	Purchase & Sale	1.00	April 01, 2026 to March 31, 2027	1.00	Based on prevailing arm's length rates
Kedar Jaidev	Promoter Group	Professional Services	0.12	April 01, 2026 to March 31, 2027	0.12	Based on prevailing arm's length rates

B. Proposed Omnibus Approval – Subsidiary
The details of the proposed omnibus approval for FY 2026–2027 in respect of the material subsidiary and its related parties are set out below:

Name of Related Party	**Relationship**	**Nature of Transaction**	**Amount (₹ Crores)**	**Duration**	**Maximum Amount per Transaction (₹ Crores)**	**Indicative Base Price / Current Contracted Price**
Deccan Shipping &	Subsidiary	Purchase & Sale	16.00	April 01, 2026 to	16.00	Based on prevailing

Logistics SDN BHD				March 31, 2027		arm's length rates
Deccan Orient Line Co. Ltd.	Associate of Deccan Shipping and Logistics SDN. BHD., Malaysia	Purchase & Sale	15.00	April 01, 2026 to March 31, 2027	15.00	Based on prevailing arm's length rates

The Board may note that the details of the proposed Related Party Transactions, including the minimum information required to be placed before the Audit Committee/Board for Related Party Transactions in accordance with applicable regulatory requirements and prevailing industry standards, along with the particulars prescribed under Rule 6A of the Companies (Meetings of Board and its Powers) Rules, 2014, are annexed herewith as **Annexure - 8.**

The Board may also note that, in cases where the need for a Related Party Transaction cannot be foreseen and the requisite details are not available, the Audit Committee is empowered to grant omnibus approval for such transactions, subject to a value not exceeding ₹1 Crore per transaction, in accordance with Rule 6A of the Companies (Meetings of Board and its Powers) Rules, 2014.

The aforesaid transactions are in the ordinary course of business and on an arm's length basis.

The Board is requested to take note of the same.

14.TO CONSIDER AND APPROVE THE ANNUAL INCREMENT IN REMUNERATION FOR FY 2026–2027 FOR DIRECTORS, KEY MANAGERIAL PERSONNEL (KMPs), SENIOR MANAGEMENT PERSONNEL (SMPs) AND OTHER EMPLOYEES

The Board will be informed that the Nomination and Remuneration Committee ("NRC"), at its meeting held on May 21, 2026, had reviewed and recommended the annual increment in remuneration payable to the Whole-time Directors, Key Managerial Personnel ("KMPs"), Senior Management Personnel ("SMPs") and other employees of the Company for the financial year 2026-27.

The recommendation of the NRC was made pursuant to the provisions of Section 178 of the Companies Act, 2013, Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the Nomination and Remuneration Policy of the Company.

The Board will be informed that the proposed increments have been determined after considering various factors including individual performance, overall performance of the Company, industry benchmarks, market competitiveness, internal parity, experience, responsibilities handled and other relevant parameters, ensuring that the remuneration structure remains reasonable, performance-driven and aligned with the long-term interests of the Company.

The details of the proposed remuneration increments, as recommended by the Nomination and Remuneration Committee ("NRC"), will be placed before the Board for its consideration and approval.

The Board Members will be requested to consider and approve the same and pass the following resolution, with or without modification(s):

"**RESOLVED THAT** pursuant to the provisions of Sections 178, 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and based on the recommendation of the Nomination and Remuneration Committee, approval of the Board be and is hereby accorded to the annual increment in remuneration payable to the Directors, Key Managerial Personnel ("KMPs"), Senior Management Personnel ("SMPs") and other employees of the Company for the financial year 2026-27, as placed before the Board.

RESOLVED FURTHER THAT the Whole-time Director and Company Secretary of the Company be and are hereby severally authorized to take all such necessary steps, actions and do all such acts, deeds and things as may be considered necessary, proper or expedient to give effect to this resolution."

15. TO TAKE NOTE OF THE RELATED PARTY TRANSACTIONS ("RPTS") ENTERED INTO BY THE COMPANY DURING THE QUARTER AND FINANCIAL YEAR ENDED MARCH 31, 2026 PURSUANT TO OMNIBUS APPROVAL, ALONG WITH THE REGISTER OF CONTRACTS MAINTAINED UNDER THE COMPANIES ACT, 2013

The Chairman shall inform the Board that pursuant to Regulation 23(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Audit Committee is required to review, on a quarterly basis, the details of Related Party Transactions entered into by the Company pursuant to the omnibus approvals granted by the Audit Committee and place the same before the Board for its consideration and noting.

The Board shall note that the statement of Related Party Transactions for the quarter and financial year ended March 31, 2026 ("Q4" and FY 2025-26 respectively), will be placed before the Audit Committee at its meeting scheduled to be held on the same date, prior to the meeting of the Board.

The following statements, as reviewed by the Audit Committee, are placed before the Board:
1. **Related Party Transactions for the Quarter Ended March 31, 2026 (Q4)**
   - Presented separately on Standalone and Consolidated basis.
2. **Cumulative Related Party Transactions for FY 2025-26 (Q1 to Q4)**
   - Presented separately on Standalone and Consolidated basis; and
   - Including comparison with the limits approved under omnibus approval.

The summary statement of Related Party Transactions, presented as **Annexure – 9** to the Agenda, includes the following:

- Standalone and Consolidated RPT figures;
- Quarter-wise details for Q4 FY 2025-26 on Standalone and Consolidated basis;
- Cumulative figures for Q1 to Q4 of FY 2025-26;
- Classification into Commercial and Non-Commercial transactions;
- Classification into Material and Non-Material transactions; and
- Remuneration paid to Directors and Key Managerial Personnel ("KMP") and other related party transactions.

All Related Party Transactions placed before the Board are confirmed to have been undertaken in the ordinary course of business, on an arm's length basis, and within the limits and terms approved by the Audit Committee under the omnibus approval framework.

It is further confirmed that no material related party transactions requiring prior approval of shareholders under Regulation 23(1) of the SEBI (LODR) Regulations, 2015 were entered into during the period, except those already approved by the shareholders, if any. It is also confirmed that no non-approved related party transactions were entered into during the said period.

The detailed statement of Related Party Transactions, as set out in tabular form in Excel format, along with cumulative data for Q1 to Q4 of FY 2025-26 (Standalone and Consolidated basis), and the Register of Contracts and Arrangements maintained under Section 189 of the Companies Act, 2013, as placed before the Audit Committee, are annexed to the Agenda as **Annexure – 9** and placed before the Board for its consideration and noting.

The Board is requested to take note of the aforesaid Related Party Transactions entered into by the Company during the quarter and financial year ended March 31, 2026, in compliance with Regulation 23(3)(d) of the SEBI (LODR) Regulations, 2015.

16. TO TAKE NOTE OF THE COMPLIANCES OF THE SEBI REGULATIONS FOR QUARTER ENDED MARCH 31, 2026.

The Chairman will present to the Board the status of statutory and regulatory compliances undertaken by the Company under various applicable **SEBI Regulations** for the **quarter ended March 31, 2026**.

The compliance summary includes adherence to the applicable provisions under:
- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- SEBI (Prohibition of Insider Trading) Regulations, 2015
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- SEBI (Depositories and Participants) Regulations, 2018
- Other relevant SEBI circulars and guidelines

A tabulated statement highlighting the applicable regulatory references and compliance status is placed before the Board.

Sr. No	Compliance Item	Regulatory Reference	Compliance Status
1	Freezing of PAN on NSDL Portal	Clause 4 of Schedule B read with Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015	Complied
2	Closure of Trading Window	SEBI (PIT) Regulations, 2015	Complied
3	Email Notification – Trading Window Closure	SEBI (PIT) Regulations, 2015	Complied
4	Regulation 31(4) Disclosure	SEBI (SAST) Regulations, 2011	Complied
5	First Disclosure: DIR-8, MBP-1, Independence Declaration, Annual Disclosure under PIT and Affirmation to Code of Conduct	Companies Act, 2013 (Sections 149, 184); SEBI LODR	Complied
6	Certificate under Regulation 74(5)	SEBI (Depositories and Participants) Regulations, 2018	Complied
7	Annual Listing Fees	SEBI LODR Regulations, 2015	Complied
8	Shareholding Pattern (SHP)	Regulation 31 of SEBI LODR	Complied
9	Reconciliation of Share Capital Audit Report (RSCAR)	Regulation 76 of SEBI (D&P) Regulations, 2018	Complied
10	Integrated Filing Governance	SEBI Circular dated 14.07.2023	Complied

11	Structured Digital Database (SDD) Certificate	SEBI (PIT) Regulations, 2015	Complied

The compliance statement has been provided, and the details of each item are annexed herewith as **Annexure 10** for your reference.

The Board Members will be requested to take note of the same.

17. TO TAKE NOTE OF THE PENALTY IMPOSED BY NATIONAL STOCK EXCHANGE OF INDIA ("NSE") FOR NON - COMPLIANCE WITH REGULATION 31A(3)(A) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Board will be informed that the National Stock Exchange of India("NSE") has levied a penalty amounting to Rs. 2,41,900/- (Rupees Two Lakhs Forty-One Thousand Nine Hundred Only), inclusive of GST, on the Company for non-compliance with Regulation 31A(3)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board will be further informed that, NSE vide its notice, has directed the Company to inform the Promoters regarding the identified non-compliance and to make payment of the said fine within 15 days from the date of the notice, failing which the Exchange may initiate freezing of the entire shareholding of the Promoters in the Company as well as other securities held in the Demat accounts of the Promoters.

The Board will be further informed that, pursuant to the provisions and mechanism provided by NSE for seeking waiver of fines, the Company has filed a waiver application through the NEAPS Portal on May 22, 2026 and the same has also been forwarded to the concerned NSE officials through email for their consideration.

The details of the notice received from NSE, waiver application filed by the Company, acknowledgement thereof and related correspondences shall be placed before the Board for its noting. The same has been annexed in **Annexure - 11**

The Board Members are requested to take note of the same.

18. TO DISCUSS ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIRMAN.

The Board of Directors can discuss any other matter with the permission of the Chairman.

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