NOTICE

NOTICE is hereby given that the **31st Annual General Meeting ("AGM")** of the Members of **OM Freight Forwarders Limited ("the Company")** will be held on **Thursday, September 24, 2026 at 11:00 A.M. (IST)** through **Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"),** in compliance with the applicable provisions of the Companies Act, 2013, the Rules made thereunder, and the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, to transact the following businesses:

The proceedings of the 31st AGM shall be deemed to be conducted at the Corporate Office of the Company situated at **707 to 713, Corporate Centre, Nirmal Lifestyle, LBS Road, Mulund West, Mumbai – 400080, Maharashtra, India** which shall be deemed to be the venue of the AGM.

ORDINARY BUSINESS:

ITEM NO. 1 - ADOPTION OF FINANCIAL STATEMENTS:

To consider and adopt (a) the audited financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolutions as an **Ordinary Resolutions**:

a. "**RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

b. "**RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

ITEM NO. 2 - APPOINTMENT OF MR. SANJIV PRABHASHANKAR JOSHI AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION:

To appoint a Director in place of Mr. Sanjiv Prabhashankar Joshi (DIN: 00410437) who retires by rotation and being eligible, offers himself for re-appointment.

Explanation: Based on the terms of appointment, managing directors, executive directors and the non-executive non-independent directors are subject to retirement by rotation. Mr. Sanjiv Prabhashankar Joshi, Executive Director, whose office of directorship is liable to retire at the ensuing AGM, being eligible, seeks reappointment as an Executive director. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re- appointment as an Executive director.

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

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of Members of the Company, be and is hereby accorded to reappoint Mr. Sanjiv Prabhashankar Joshi (DIN: 00410437) as an Executive Director, who is liable to retire by rotation."

ITEM NO. 3 - APPOINTMENT OF MR. KAMESH RAHUL JOSHI AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION:

To appoint a Director in place of Mr. Kamesh Rahul Joshi (DIN: 01436934) who retires by rotation and being eligible, offers himself for re-appointment.

Explanation: Based on the terms of appointment, managing directors, executive directors and the non-executive non-independent directors are subject to retirement by rotation. Mr. Kamesh Rahul Joshi, Executive Director, whose office of directorship is liable to retire at the ensuing AGM, being eligible, seeks reappointment as an Executive director. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment as an Executive director.

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

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of Members of the Company, be and is hereby accorded to reappoint Mr. Kamesh Rahul Joshi (DIN: 01436934) as an Executive Director, who is liable to retire by rotation."

SPECIAL BUSINESS:

ITEM NO. 4 - APPOINTMENT OF M/S. NITIN R JOSHI, PRACTISING COMPANY SECRETARY AS SECRETARIAL AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION:

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

"**RESOLVED THAT** pursuant to the provision of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, any other applicable laws and regulations (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and on the basis of the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. Nitin R Joshi a Peer Reviewed Company Secretary in Whole time Practice, (Certificate of Practice No. 1884, Membership No FCS 3137 & Peer Review Certificate no. 1557/2021) be and is hereby appointed as the Secretarial Auditors of the Company for a period of five (5) consecutive years commencing from the financial year 2026 - 2027 till the financial year 2030-2031.

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (or any committee / person authorized by the Board) be and are hereby authorized to determine, revise and finalize the annual remuneration, applicable taxes and reimbursement of out-of-pocket expenses payable to the Secretarial Auditors of the Company during their tenure, and to take all such necessary actions as may be required in this regard.

"**RESOLVED FURTHER THAT** the Board of Directors and key managerial personnel's of the Company be further authorized to do all such acts, deeds, matters and things as the case may be necessary for the aforesaid purpose."

By Order of the Board of Directors
For **OM FREIGHT FORWARDERS LIMITED**

Manisha Saluja
Company Secretary and Compliance Officer
M. No. ACS: 77481

Place: Mumbai
Date: 13th August, 2026

Registered Office:
101 Jayant Apts, A Wing, Opp Sahar Cargo Complex, Sahar Andheri (E), Mumbai, Maharashtra, India, 400099

Corporate Office:
707 to 713, Corporate Centre, Nirmal Lifestyle, LBS Road, Mulund West, Mumbai – 400080, Maharashtra, India

Tel No.: +91 022-68099999
Email id: investors@omfreight.com
Website: https://omfreight.com

IMPORTANT NOTES

1. The Ministry of Corporate Affairs (**'MCA'**) vide its General Circular No. 3/2025 dated September 22, 2025, September 19, 2024, September 25, 2023, December 8, 2022, May 5, 2022, December 14, 2021 read with circulars dated January 13, 2021, May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as **'MCA Circulars'**) have permitted the holding of the Annual General Meeting (AGM) through Video Conferencing (**'VC'**) or through Other Audio-Visual Means (**'OAVM'**), without the physical presence of the Members at a common venue.

Further, the Securities and Exchange Board of India (**'SEBI'**), vide Regulations 36(1), 44(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**) have provided relaxations from compliance with certain provisions relating to the sending of Annual Report to security holders as well as appointing of proxy.

In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the AGM of the Company is being held through VC / OAVM on Thursday 24th September 2026. The members can attend and participate in the AGM through VC/OAVM.

2. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

However, Since this AGM is being held pursuant to MCA Circulars and SEBI Listing Regulations through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for the appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map of AGM are not annexed to the Notice.

3. Members may note that the Notice of the AGM along with the Annual Report for FY 2025-26 will also be available on the Company's website https://omfreight.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at http://www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.

4. Since the Annual General Meeting is being held through VC / OAVM, physical attendance of shareholders has been dispensed with. Members attending the Meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

5. Pursuant to section 113 of the Companies Act, 2013, Institutional shareholders/corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e- mail on its registered e-mail address to n_r_joshi@yahoo.com with a copy marked to evoting@nsdl.com.

6. Pursuant to the provisions of Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") and Secretarial Standards issued by the Institute of Company Secretaries of India, a brief note on the background and the functional expertise of the Directors of the Company seeking appointment/re- appointment along with the details of other Directorships, memberships, chairmanships of Board Committees, shareholding and relationships amongst directors inter-se is set out in the Brief Resume appended to this Notice as **"Annexure –A."**

7. Any persons, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., Friday, September 11, 2026, may obtain the login ID and password by sending a request at Issuer/RTA.

8. Members are requested to address all correspondence to RTA, Bigshare Services Private

Limited, Unit: Om Freight Forwarders Limited, Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India.

9. In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended, securities of listed companies shall be transferred only in dematerialized form. Members may please note that SEBI vide its Circular No. SEBI / HO / MIRSD / MIRSD _ RTAMB / P / CIR / 2022 / 8 dated 25th January, 2022, has mandated Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR- 4, the format of which is available on the Company's website i.e. https://omfreight.com and on the website of the Company's RTA i.e. https://www.bigshareonline.com/resources-sebi_circular.aspx. It may be noted that any service request can be processed only after the folio is KYC compliant. Further, SEBI vide its notification dated 24th January, 2022, has also mandated that all requests for transmission and transposition shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA for assistance in this regard.

10. Members are requested to intimate changes, if any, pertaining to their name, address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account details, MICR code, IFSC Code etc.

a) For shares held in electronic form: to their Depository Participants ("DPs")

b) For shares held in physical form: to the Company/RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023. To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI / HO / MIRSD / POD1 / P / CIR / 2023 / 181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details.

11. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

12. The Securities and Exchange Board of India (SEBI) vide its circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account details for all securities holders. Members holding shares in Demat form are requested to submit the aforesaid information to their respective Depository Participant.

13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will only be entitled to vote during the AGM.

14. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_ IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https:// smartodr.in/login).

15. To register an email address for all future correspondence and update the bank account details, please follow the below process:

Demat Holding - Please contact your DP and follow the process advised by your DP.

16. Since the AGM will be held through VC / OAVM, the Route Map does not form part of the Notice. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Business at item nos. 4 above is annexed hereto and forms part of the Notice.

17. Relevant documents referred to in the Notice, Register of Directors / Key Managerial Personnel ('KMP') and their shareholding maintained under Section 170 of the Companies Act, 2013 and Register of Contracts maintained under Section 189 of the Companies Act, 2013 and other relevant registers are open for inspection by the members at the registered office & corporate office of the Company on all working days during 11:00 AM to 1:00 PM. Members can request the same by sending an email to investors@omfreight.com till the date of the AGM.

18. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM are requested to write to the Company at least 7 days before the date of AGM through e-mail on investors@omfreight.com. The same will be replied by the Company suitably.

19. Voting through Electronic Means:
Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-voting Facility provided by Listed Entities, the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ('NSDL') for facilitating voting through electronic means, as the authorised e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL. The members, whose names appear in the Register of Members/list of Beneficial Owners as on Friday, September 11, 2026, are entitled to vote on the resolutions, set forth in this Notice. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the 'cut-off date' of Friday, September 11, 2026. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut- off date i.e. Friday, September 11, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/ she can use his/her existing User ID and password for casting the vote.

20. Mr. Nitin R Joshi (FCS 3137; CP 1884), Practising Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. Scrutinizer shall within 2 working days of conclusion of the meeting submit a consolidated scrutinizer report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing.

The results along with the Scrutinizers Report shall be placed on the website of the Company and on the website of NSDL and shall be communicated to BSE Limited and National Stock Exchange of India Limited. The results will also be displayed on the noticeboard at the Registered Office & Corporate Office of the Company.

21. The recorded transcript of the AGM shall be made available on the website of the Company at https://omfreight.com as soon as possible after the conclusion of AGM.

PROCESS FOR DISPATCH OF ANNUAL REPORT AND REGISTRATION OF E-MAIL ID FOR OBTAINING COPY OF ANNUAL REPORT OF THE COMPANY:

22. The aforesaid Circulars have granted exemption to the companies from printing and dispatching physical copies of Annual Reports for events till September 30, 2026, thereby allowing the companies to send Annual Reports by e-mail. Accordingly, the Annual Report of the Company for the financial year 2025-26 is being sent only through e-mail to those Members whose e-mail addresses are registered with the Company / DPs.

23. Members may also note that the Notice of the AGM and the Integrated Annual Report 2025-26 will also be available on the Company's website at https://omfreight.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NDSL at www.evoting.nsdl.com.

24. Members who have not yet registered their e-mail address with the Company / RTA or with their respective DP are requested to register the same with their DPs in case the shares are held by them in demat form.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS AT THE ENSUING AGM:

25. Members who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID / Folio No. and Mobile No. at investors@omfreight.com from Friday, September 11 , 2026 to Friday, September 18, 2026 (05:00 p.m. IST).

26. Members who do not wish to speak during the AGM, but have queries may send the same in advance 7 days prior to meeting mentioning their name, DP ID and Client ID / Folio No. and Mobile No. at investors@omfreight.com. These queries will be replied by the Company suitably through e-mail.

27. Members seeking any information with regards to the financial statements or any other matter to be placed at the AGM, are requested to write to the Company from their registered e-mail address, mentioning their name, DP ID and Client ID / Folio No. and Mobile No., at the Company's e-mail at investors@omfreight.com on or before Thursday, September 17, 2026, (05:00 p.m. IST). Such questions by the members shall be taken up during the AGM and replied by the Company suitability.

28. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM.

29. When a pre-registered speaker is invited to speak at the meeting, but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video / camera along with good Internet speed.

30. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate to ensure smooth conduct of the AGM.

GENERAL INFORMATION FOR REMOTE E-VOTING:

31. Pursuant to the General Circular No. 03/2025 dated September 22, 2025 ('MCA Circulars') and other applicable circulars and notifications issued (including any statutory modifications or re- enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio-visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

32. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM

and participate there at and cast their votes through e-voting.

33. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

34. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

35. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e- Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

36. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://omfreight.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

37. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

E-VOTING

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Monday, September 21, 2026 at 09:00 A.M. and ends on Wednesday, September 23, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 11 ,2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid- up equity share capital of the Company as on the cut-off date, being September 11, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

STEP 1: ACCESS TO NSDL E-VOTING SYSTEM

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, 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 in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Types of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Types of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL. (cont.)	5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e- Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login Type	Help Desk Details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com 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 a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
c) How to retrieve your 'initial password'?
i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
d) Members can also use the OTP (One Time Password) based login for casting the votes on the e- Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

STEP 2: CAST YOUR VOTE ELECTRONICALLY AND JOIN GENERAL MEETING ON NSDL E-VOTING SYSTEM.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able tsee all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

7. Now you are ready for e-Voting as the Voting page opens.

8. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares

for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

9. Upon confirmation, the message "Vote cast successfully" will be displayed.

10. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

11. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL GUIDELINES FOR SHAREHOLDERS

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to Nitin Joshi n_r_joshi@yahoo.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@omfreight.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@omfreight.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e- Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder / members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e- Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER :-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e- Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e- Voting system. Members may access by following the steps mentioned above for **Access to NSDL e- Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investors@omfreight.com The same will be replied by the company suitably.

EXPLANATORY STATEMENT

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

The following Explanatory Statements, as required under Section 102(1) of the Companies Act, 2013 ("Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations''), set out all material facts relating to the business proposed to be transacted under Item Nos. 4 of the accompanying Notice dated August 13, 2026.

ITEM NO. 4: APPOINTMENT OF M/S NITIN R JOSHI, PRACTISING COMPANY SECRETARY AS SECRETARIAL AUDITORS OF THE COMPANY FOR PERIOD OF 5 CONSECUTIVE FINANCIAL YEARS.

Pursuant to the provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), every listed company is required to obtain Secretarial Audit Report and Secretarial Compliance Report issued by a Practising Company Secretary.

SEBI vide its notification dated 12 December 2024, amended the SEBI Listing Regulations, 2015. The amended regulations require companies to obtain shareholders' approval for appointment of Secretarial Auditors, in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

The Audit Committee and the Board of Directors of the Company, at its meeting held on August 13, 2026, have recommended the appointment of to Nitin R Joshi, a Peer Reviewed Practicing Company Secretary as Secretarial Auditors of the Company for the approval of the shareholders at the upcoming Annual General Meeting, for a term of five consecutive years, commencing from April 01, 2026 to March 31, 2031.

The proposed auditor has given his consent to act as the Secretarial Auditors of the Company and has confirmed that his appointment, if approved by the shareholders would be within the limits specified by Institute of Company Secretaries of India (ICSI) and that he is not disqualified to be appointed as the Secretarial Auditor in terms of the provisions of Regulation 24A of SEBI Listing Regulations. The proposed auditor has also confirmed that he has undergone the peer review process of the ICSI and holds a valid certificate issued by the 'Peer Review Board' of the ICSI.

The proposed remuneration to be paid to the Secretarial Auditor for the Secretarial Audit Services for the Financial Year ending March 31, 2027 is Rs. 1,50,000 (Rupees One Lakh Fifty Thousand) plus applicable taxes and out of pocket expenses. There is no material change in the remuneration proposed to be paid to Secretarial Auditor for the Financial Year 2026-27 as compared to and the remuneration paid to him for the financial year 2025-26. The proposed fees are determined based on the scope of work, team size, industry experience, and the time and expertise required by Secretarial Auditor to conduct the audit effectively. The Board of Directors in consultation with the Audit Committee may fix the remuneration for the Financial Year 2027-28 to 2030-31 and may alter and vary the terms and conditions of appointment including remuneration in such a manner as may be mutually agreed with the Secretarial Auditor. In addition to the secretarial audit, he may provide such other permissible services from time to time as may be approved by the Board of Directors.

BRIEF PROFILE / CREDENTIALS OF THE SECRETARIAL AUDITOR:

M/s Nitin R Joshi, Practicing Company Secretaries has been established in the year 1992 as a sole proprietor and has total working experience of more than 35 years. M/s Nitin R Joshi has gradually expanded its services to provide professional services relating to corporate law, secretarial audit, scrutinizer,

FDI/FEMA, due diligence, M&A, winding-up and such other secretarial work.
M/s Nitin R Joshi has successfully provided professional services to various corporate clients, including Incorporation, day-to-day compliances, Govt approvals. Clients of M/s Nitin R Joshi include large Corporate Groups, Listed Entities, Foreign Corporates, Subsidiaries of Foreign Companies, Medium and Small Enterprises (SMEs), NGO/Trust, LLPs, etc.

In view of the above, the Audit Committee and the Board of Directors at their respective meetings, after considering the experience, expertise, and independence of the Audit Firm has recommended the appointment of M/s. Nitin R Joshi, Peer Reviewed Firm of Company Secretaries in Practice (Peer Review Number: 1557) as Secretarial Auditors for a term of 5 (Five) consecutive financial years commencing from April 01, 2026 till March 31, 2031 on a remuneration as may be decided by the Board.

The Board recommends Ordinary resolution under Item No. 4 of the accompanying Notice for approval of Members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No.4.

ANNEXURE 1

INFORMATION OF DIRECTORS LIABLE TO RETIRE BY ROTATION SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING (PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

Name	Mr. Sanjiv P Joshi (Age: 58 Years)	Mr. Kamesh R Joshi (Age: 37 Years)
DIN	00410437	01436934
Designation	Executive Director	Executive Director
Original date of appointment as Director	25/06/1996	10/04/2007
Nationality	Indian	Indian
Qualifications	Higher Secondary Education	MBA in International Business
Brief resume	Mr. Sanjiv Joshi has been associated with the logistics and freight forwarding industry from a very young age and has been an integral part of the growth journey of Om Freight Forwarders Limited since its early stages. He joined the organization when the business was at a nascent stage and, through his dedication, operational understanding, and leadership abilities, progressed from handling ground-level operations to holding the position of Director. Over the years, Mr. Joshi has played a pivotal role in managing air freight operations, ensuring smooth day-to-day functioning, regulatory compliance, and effective coordination with customers, customs authorities, airlines, and other stakeholders. His strong work ethic, practical industry knowledge, and relationship-building capabilities have contributed significantly to the operational stability and growth of the Company. He strongly believes that the strength of an organization lies in a skilled and motivated workforce. In line with this philosophy, he has consistently encouraged employee development through various skill enhancement and operational training	Mr. Kamesh R. Joshi is a dynamic business leader with extensive experience in the logistics, ports, shipping, supply chain, and hospitality sectors. He has played a significant role in driving operational excellence, business innovation, and strategic growth across the Om Freight Group. He is closely associated with the policy and operational aspects of the logistics industry, with a focus on improving port efficiency, reducing logistics costs and transit time, easing congestion, enhancing employment generation, and promoting the digitalization and modernization of port and logistics infrastructure. His leadership has contributed to strengthening customer-centric operations and creating a progressive and performance- oriented work culture. Mr. Joshi has been associated with various social and charitable initiatives since 2008 and actively supports causes related to education, women empowerment, and child health. His professional achievements have been recognized through several awards and accolades for his contribution to the development of the logistics and

Name	Mr. Sanjiv P Joshi (Age: 58 Years)	Mr. Kamesh R Joshi (Age: 37 Years)
Brief resume (cont.)	initiatives and has ensured that teams remain updated with evolving trade policies, customs regulations, and industry practices. Mr. Joshi has also been instrumental in building long- standing business relationships and fostering a committed and loyal workforce, thereby contributing to the Company's reputation for reliable and customer-focused logistics services.	hospitality industries.
Nature of expertise in specific functional areas	Mr. Sanjiv Joshi possesses expertise in functional areas: • Air Freight Operations • Freight Forwarding and Logistics Coordination • Customs and Trade Compliance • Operational Management • Customer and Stakeholder • Relationship Management • Team Building and Workforce Development • Training and Skill Development • Process Coordination and Service Delivery • Industry Regulatory Updates and Trade Policy Implementation His extensive hands-on experience and operational insight have enabled him to effectively manage critical logistics functions and support the Company's continued growth in the freight forwarding and supply chain sector.	Mr. Kamesh R. Joshi possesses expertise in the following functional areas: • Logistics and Supply Chain Management • Ports and Shipping Operations • Strategic Planning and Business Development • Operational Excellence and Process Optimization • Innovation and Digital Transformation in Logistics • Issue Resolution and Risk Management • Customer Experience and Service Enhancement • Infrastructure and Port Modernization Initiatives • International Business and Global Trade Operations • Leadership and Organizational Development His strategic approach, operational acumen, and forward- looking vision have enabled him to contribute effectively to the growth and expansion of logistics and allied businesses in domestic as well as international markets, including the **UAE, Singapore, China, Sri Lanka, Europe, and the USA.**
Terms and conditions of appointment / re Appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Sanjiv P Joshi will be liable to retire by rotation.	In terms of Section 152(6) of the Companies Act, 2013, Mr. Kamesh R Joshi will be liable to retire by rotation.

Name	Mr. Sanjiv P Joshi (Age: 58 Years)	Mr. Kamesh R Joshi (Age: 37 Years)
Disclosure of relationships between directors inter-se	Mr. Sanjiv Prabhashankar Joshi as Executive Director of the Company has no other relationship with the Company or relationship with the management.	Mr. Kamesh R. Joshi belongs to the Promoter Group of the Company and is related to Mr. Rahul J. Joshi and Mr. Harmesh R. Joshi, Directors of the Company.
Directorship in other Companies	NA	List of Directorship in Other Companies: 1. Om Procurement Logistics Private Limited 2. Om Finmart Services Private Limited 3. Oscar Freight Private Limited 4. Om Freight Infrastructure Logistics Private Limited 5. Oscar Infrastructure Private Limited 6. Seven Hills Shipping Private Limited 7. Pluto Housing Development Private Limited. 8. Hayan B2B Private Limited 9. Vedo Ayurveda Private Limited.
Number of Meetings of the Board attended during the financial year 2025-26	06	07
Membership/ Chairmanship of committees in companies in India (Statutory Committee)	NA	NA
Names of other listed entities in which the Director also holds directorship and membership of Committees of the Board	NA	NA
Listed companies from which resigned in the past three years	NA	NA
Details of remuneration last drawn by such person during the financial year 2025-26.	19,17,200	1,04,78,251
Remuneration sought to be paid	Maximum up-to Rs. 2,00,00,000	Maximum up-to Rs. 2,00,00,000

Name	Mr. Sanjiv P Joshi (Age: 58 Years)	Mr. Kamesh R Joshi (Age: 37 Years)
Shareholding of non-executive directors in the Company	NA	NA
Number of Shares held in the Company	NA	24,05,340

For other details in respect of the above Directors, such as the number of meetings of the Board attended during the year, remuneration drawn, etc. please refer the Corporate Governance Report which is a part of this Annual Report.

By Order of the Board of Directors
For **OM FREIGHT FORWARDERS LIMITED**

Manisha Saluja
Company Secretary and Compliance Officer
M. No. ACS: 77481

Place: Mumbai
Date: August 13, 2026

Registered Office:
101 Jayant Apts, A Wing, Opp Sahar Cargo Complex, Sahar Andheri (E), Mumbai, Maharashtra, India, 400099

Corporate Office:
707 to 713, Corporate Centre, Nirmal Lifestyle, LBS Road, Mulund West, Mumbai – 400080, Maharashtra, India

Tel No.: +91 022-68099999
Email id: investors@omfreight.com
Website: https://omfreight.com