



(CIN: L62200DL1998PLC093225)

**Registered Office:** A-54, Kailash Colony, New Delhi – 110 048.

**Corporate Office:** Hangar No. C – He / Hf, Airports Authority of India,  
Civil Aerodrome, Juhu, Mumbai - 400 056.

**Tel No.:** 91-22-614 09 200, **Fax No.:** 91-22-614 09 300, **Website:** www.globalhelicorp.com

## NOTICE OF POSTAL BALLOT

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

Dear Member(s),

**Notice** is hereby given pursuant to the provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 as amended (the “**Act**”), read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended (the “**Management Rules**”), (including any statutory modification or re-enactment thereof for the time being in force) and any other applicable provisions of the Act and the rules made thereunder, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively referred to as “**MCA Circulars**”) and Securities and Exchange Board of India (“**SEBI**”) Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 (“**SEBI Circular**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**SEBI LODR**”) and other applicable provisions, if any, of the SEBI LODR, for the time being in force and as amended from time to time and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“**SS-2**”), that the Special Resolution appended below, be passed by the members of the Company, through postal ballot (“the Postal Ballot”) only by way of remote e-voting (“e-voting”) for the following special resolution:-

Sr. No.	Particulars
1.	Appointment of Mr. Vinay Goyal (DIN: 00373182), as an Independent Director of the Company for a term of 5 (five) years.

An Explanatory Statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the said resolution setting out the material facts and the reasons/rationale thereof form part of this Postal Ballot Notice (“the Notice or Postal Ballot or the Postal Ballot Notice”).

The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee, by passing Circular Resolution on April 14, 2025, recommended to the shareholders, the passing of Special Resolution to approve the aforesaid matters by way of Postal Ballot through e-voting.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the LODR Regulations”) and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot form. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those members whose email address is registered with the Company / Depository Participant (“DP”).

In accordance with the MCA Circulars, the **Postal Ballot Notice** is being sent only by electronic mode to the Members whose names appear on the Register of Members/list of Beneficial Owners as on Friday, May 23, 2025 (“**Cut-off date**”) and whose e-mail addresses are registered with the Company/Depositories and members can vote **only through the remote e-voting process**. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically.

<b>Cut-off date</b> [for determining the Members entitled to vote on the resolution set forth in this notice]	Friday, May 23, 2025
<b>Remote e-voting period -</b> <i>Commencement of Remote e-Voting</i>	Sunday, 1 <sup>st</sup> June, 2025 at 9.00 A.M. (IST)
<b>Remote e-voting period -</b> <i>End of Remote e-Voting</i>	Monday, 30 <sup>th</sup> June, 2025 at 5:00 P.M. (IST)

The remote e-voting module will be disabled by the RTA after 5:00 P.M. (IST) on Monday, 30<sup>th</sup> June, 2025.

Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice.

Pursuant to Rule 22(5) of the Management Rules, The Board has appointed Mr. Martinho Ferrao, Practicing Company Secretary, (Membership No. FCS 6221) (CP No. 5676) as the “**Scrutinizer**”, to scrutinize the e-voting process in a fair and transparent manner.

The Company has engaged the services of MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) for providing remote e-Voting facilities to the Members, enabling them to cast their vote electronically and in a secure manner.

Upon completion of the scrutiny of e-voting, the Scrutinizer will submit a report to the Chairman of the Company (the “**Chairman**”) or to any other person of the Company duly authorised by the Chairman in this regard, who shall countersign the same. The result of e-voting shall be intimated to BSE Limited and National Stock Exchange of India Limited, where the Company’s equity shares are listed within a period of 2 working days (not exceeding 3 days) from the conclusion of the e-voting i.e. on or before 5.00 p.m. IST on Monday, June 30, 2025. The results would also be uploaded on the websites of the Company at [www.globalhelicorp.com](http://www.globalhelicorp.com), the stock exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and website of RTA, MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) at <https://instavote.linkintime.co.in/>.

The resolution, if passed by the requisite majority, shall be deemed to have been passed on Monday, June 30, 2025, i.e. the last date specified for e-voting.

#### **PROPOSED RESOLUTION: -**

#### **SPECIAL BUSINESS**

Item no. -1

#### **1. Appointment of Mr. Vinay Goyal (DIN: 00373182), an Independent Director of the Company for a term of 5 (five) years.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, subject to approval of Ministry of Home Affairs through the Ministry of Civil Aviation and such approvals, if any as may be necessary, and subject to such approvals, permissions and sanctions, as may be required, and based on the approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Vinay Goyal (DIN: 00373182), who was appointed as an Additional Director in the capacity of an Independent Director with effect from April 14, 2025, and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from the member under Section 160(1) of the Act, proposing his candidature for the office of a Director, be and is hereby appointed as Independent Director of the Company.”

“**RESOLVED FURTHER THAT** the approval of the Members be and is hereby accorded for the appointment of Company Mr. Vinay Goyal, who meets the criteria of Independence as provided in Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and who has submitted a declaration to that effect, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from 14<sup>th</sup> April 2025 up to 13<sup>th</sup> April 2030 and that he shall not be liable to retire by rotation.”

“**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company or such other Officer(s) / Authorised Representative(s) of the Company as appointed by Board be and is hereby authorised to do all acts, deeds and things including filings and take all such steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto”.

By Order of the Board of Directors  
For **Global Vectra Helicorp Limited**

Raakesh Soni  
Company Secretary

**Place :** Mumbai

**Date :** April 14, 2025

#### **Registered Office:**

A-54, Kailash Colony,  
New Delhi - 110 048

**Notes:**

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Act setting out material facts pertaining to the resolution, is annexed hereto for your consideration and forms part of this Notice.
2. The relevant details, pursuant to the provisions of SEBI LODR and SS-2, in respect of Director seeking appointment are also annexed hereto.
3. The Notice is being sent to all the Members, whose names appear on the Register of Members/ List of Beneficial Owners as on Friday, May 23, 2025, as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (collectively referred to as “**Depositories**”). In compliance with MCA Circulars, the Notice is being sent to Members only in electronic form to the e-mail addresses registered with their Depository Participants (in case of electronic shareholding)/the Company’s Registrar and Transfer Agent (in case of physical shareholding). Physical copies of the Notice are not being sent to the Members for this Postal Ballot. Therefore, those Members who have not yet registered their e-mail addresses are requested to get their e-mail addresses registered by following the procedure given below in e- voting instructions.
4. In accordance with the MCA Circulars, physical copies of the Notice will not be sent to members for this Postal Ballot. Members are requested to record their assent (FOR) or dissent (AGAINST) exclusively through the remote e-voting process no later than 5:00 P.M. IST on day, Monday, June 30, 2025. To be eligible for consideration, votes must be cast by this deadline; otherwise, it will be deemed that no votes have been received from the member.
5. The members whose names appear in the Register of Members or the List of Beneficial Owners, as received from the Depositories as of the Cut-off Date, are entitled to vote on the resolution set forth in this Notice. A person who is not a member as of the Cut-off Date should treat this Postal Ballot Notice for informational purposes only.
6. In compliance with the provisions of Sections 108 and 110 of the Act, read with the Management Rules and Regulation 44 of SEBI LODR, the Company is offering e-voting facility to all the Members of the Company to enable them to cast their votes electronically. The Company has engaged the services of MUFG Intime India Private Limited (formerly Link Intime India Private Limited) to facilitate e-voting, enabling members to cast their votes electronically. The instructions for e-voting are annexed to this Notice.
7. Members should note that the Postal Ballot Notice will also be available on the Company’s website at [www.globalhelicorp.com](http://www.globalhelicorp.com), on the websites of the Stock Exchanges, i.e., BSE Limited and the National Stock Exchange of India Limited, at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively, and on the website of MUFG Intime at <https://instavote.linkintime.co.in>.
8. The Notice is also available on the website of the Company at [www.globalhelicorp.com](http://www.globalhelicorp.com), on the website of stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on website of RTA’s viz <https://instavote.linkintime.co.in>
9. The voting rights of members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as of Friday, May 23, 2025, being the Cut-off Date fixed for this purpose
10. Members holding shares in physical form and who have not registered their email addresses with the Company can register their email addresses by clicking on the link: [https://web.in.mpms.mufg.com/EmailReg/Email\\_Register.html](https://web.in.mpms.mufg.com/EmailReg/Email_Register.html) on the website [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com), under the Investor Services tab, by selecting the “E-mail Registration” heading and updating their details, such as Name, Folio Number, Certificate Number, PAN, Mobile Number, and Email ID. They must upload a scanned copy of the share certificate (front and back) in PDF or JPEG format (up to 1MB). Members holding shares in dematerialized (demat) form are requested to update their email addresses with their respective Depository Participants (DPs). In case of any queries or difficulties in registering the e-mail address, Members may write to [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact Tel: 022-49186000
11. The Scrutinizer shall, after conclusion of the voting period, prepare a report of the votes cast in favour or against, if any, and submit the same to the Chairman of the Company or any person authorized by him. The results of the e-voting by Postal Ballot will be announced not later than two working days of the conclusion of the e-voting and will also be displayed on the Company’s website at [www.globalhelicorp.com](http://www.globalhelicorp.com) and communicated to the stock exchanges where the shares of the Company are listed. The resolution, if passed by requisite majority shall be deemed to have been passed on Monday, 30<sup>th</sup> June, 2025 being the last date specified by the Company for e-voting. The Scrutinizer’s decision on the votes cast will be final.
12. The declared results, along with the Scrutinizer’s Report, shall be forwarded to the websites of the Stock Exchanges, i.e., BSE Limited and the National Stock Exchange of India Limited, at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively, and shall be uploaded on the Company’s website, [www.globalhelicorp.com](http://www.globalhelicorp.com), as well as on the website of MUFG Intime at <https://instavote.linkintime.co.in>. The outcome will also be made available at the registered office as well as at the corporate office of the Company.
13. Remote e-Voting Instructions for shareholders:  
In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility

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

• **INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH NSDL**

**METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility**

**A. Shareholders who have registered for NSDL IDeAS facility:**

- a. Visit URL: <https://eservices.nsdl.com> [and click on “Beneficial Owner” icon under “Login”].
- b. Enter User ID and Password. Click on “Login”.
- c. 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.
- d. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

**B. Shareholders who have not registered for NSDL IDeAS facility:**

- a. To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b. Proceed with updating the required fields.
- c. Post successful registration, user will be provided with Login ID and password.
- d. After successful login, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period

**METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL**

- a. Visit URL: <https://www.evoting.nsdl.com>
- b. Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c. Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d. Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

• **INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH CDSL**

**METHOD 1 - Individual Shareholders registered with CDSL Easi/ Easiest facility**

**A. Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:**

- a. Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com)
- b. Click on New System Myeasi Tab
- c. Login with existing my easi username and password
- d. After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

**B. Shareholders who have not registered for CDSL Easi/ Easiest facility:**

- a. To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b. Proceed with updating the required fields.
- c. Post registration, user will be provided username and password.

- d. After successful login, user able to see e-voting menu.
- e. Click on “MUFG InTime / Link InTime ” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL**

- a. Visit URL: <https://www.cdslindia.com>
- b. Go to e-voting tab.
- c. Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d. System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e. After successful authentication, click on “MUFG InTime / Link InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

• **INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH DEPOSITORY PARTICIPANT**

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

- a. Login to DP website
- b. After Successful login, user shall navigate through “e-voting” option.
- c. Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d. After successful authentication, click on “MUFG InTime / Link InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Login method for Shareholders holding securities in Physical Mode / Non-Individual Shareholders holding securities in Demat Mode**

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

Visit URL: <https://instavote.linkintime.co.in>

**Shareholders who have not registered for INSTAVOTE facility:**

- a) Click on “**Sign Up**” under ‘SHARE HOLDER’ tab and register with your following details:

**A. User ID:**

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

**B. PAN:**

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. DOB/DOI:**

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:**

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\* *Shareholders holding shares in NSDL form, shall provide ‘D’ above*

\*\* *Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

- Set the password of your choice  
(The password should contain minimum 8 characters, at least one special Character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
- Enter Image Verification (CAPTCHA) Code
- Click “Submit” (You have now registered on InstaVote).

**Shareholders who have registered for INSTAVOTE facility:**

b) Click on “**Login**” under ‘SHARE HOLDER’ tab.

- A. User ID: Enter your User ID
- B. Password: Enter your Password
- C. Enter Image Verification (CAPTCHA) Code
- D. Click “Submit”

c) Cast your vote electronically:

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

• **GUIDELINES FOR INSTITUTIONAL SHAREHOLDERS (“CUSTODIAN / CORPORATE BODY/ MUTUAL FUND”)**

**STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

- a. Visit URL: <https://instavote.linkintime.co.in>
- b. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- c. Fill up your entity details and submit the form.
- d. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- e. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

**STEP 2 – Investor Mapping**

- a. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b. Click on “Investor Mapping” tab under the Menu Section
- c. Map the Investor with the following details:
  - A. Investor ID’ –
    - i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID *i.e., IN00000012345678*
    - ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
  - B. ‘Investor’s Name - Enter Investor’s Name as updated with DP.
  - C. ‘Investor PAN’ - Enter your 10-digit PAN.
  - D. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.  
*\*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.*
  - E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity).  
The same

### STEP 3 – Voting through remote e-voting

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

#### METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.” for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- f) After selecting the desired option i.e. Favour / Against, click on ‘Submit’.  
A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

OR

#### METHOD 2 - VOTES UPLOAD

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

#### Helpdesk:

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

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

##### Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

#### Forgot Password

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

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

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Click “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).

Click on “SUBMIT

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

**User ID:**

*NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.*

*CDSL demat account – User ID is 16 Digit Beneficiary ID.*

*Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.*

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

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

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

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

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

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

## ANNEXURE TO THE NOTICE

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### Item No. 1

#### 1. Appointment of Mr. Vinay Goyal (DIN: 00373182), an Independent Director of the Company for a term of 5 (five) years.

The Board of Directors (“Board”) of the Company on the recommendation of the Nomination and Remuneration Committee, by passing Circular Resolution on April 14, 2025 and subject to the approval of the shareholders appointed Mr. Vinay Goyal (DIN: 00373182) as an Additional Director (in the capacity of an Independent Director) of the Company for a Term of five (5) consecutive years commencing from 14<sup>th</sup> April 2025 up to 13<sup>th</sup> April, 2030 under Sections 149,150,152 and 161 of the Companies Act, 2013 (“Act”) and Articles of Association of the Company and he would not be liable to retire by rotation.

In compliance with the provision of Section 161 of the Act and Regulation 17(1C) of the listing Regulations, the Company is seeking approval for the appointment of Mr. Vinay Goyal as a Non -Executive Independent Director through this Notice.

Mr. Vinay Goyal serves as the Founder and Chief Executive Officer of Instavans Logistics Private Limited, a technology-driven logistics enterprise headquartered in Bangalore, Karnataka, India. Established in April 2015, Instavans Logistics has emerged as a pioneer in the logistics sector by offering innovative Software as a Service (SaaS) solutions. The company’s flagship product, SmarTruck, is a cloud-based Transportation Management System (TMS) designed to enhance operational efficiency and streamline processes within the logistics industry. Additionally, Instavans introduced RailVision, India’s first rail freight management product, further solidifying its commitment to optimizing supply chain and transportation networks Across diverse modalities.

Mr. Goyal’s academic credentials are distinguished, having earned a Bachelor of Technology degree in Mechanical Engineering from the prestigious Indian Institute of Technology (IIT), Madras, one of India’s foremost institutions for technical education. Complementing his foundational engineering expertise, he has completed an Executive Program in Disruptive Technologies at Singularity University, a globally recognized institution focused on leveraging exponential technologies to address complex challenges. This advanced training underscores his forward-thinking approach to integrating cutting-edge innovations into the Logistics domain.

Mr. Goyal’s professional trajectory is marked by substantial experience in the logistics and transportation sector. Prior to founding Instavans, he held a significant role at Group SER, one of India’s pioneering trucking companies, where he gained critical insights into the operational and strategic facets of the industry. This experience laid a robust foundation for his entrepreneurial ventures and leadership in technology-driven logistics solutions.

Beyond his corporate achievements, Mr. Goyal is a committed member of the global business community. He actively participates in the Entrepreneurs’ Organization (EO) and the Young Presidents’ Organization (YPO), two esteemed networks dedicated to fostering leadership, innovation, and peer-to-peer learning among business leaders. Within YPO, Mr. Goyal has demonstrated exemplary leadership by serving as Chapter Chair and playing a pivotal role in establishing and mentoring new chapters, including YPO Greater India and YPO Ganga. His contributions have significantly strengthened the organization’s presence and impact in the region.

As an angel investor, Mr. Goyal exhibits a keen interest in supporting early-stage ventures, with a particular focus on startups operating at the intersection of hardware and software technologies. His investment portfolio reflects his vision of nurturing innovation and scalability in emerging businesses, aligning with his broader entrepreneurial ethos.

Mr. Goyal is also deeply committed to advancing the logistics ecosystem in India through thought leadership and advocacy.

He is passionate about raising awareness of the Unified Logistics Interface Platform (ULIP), an initiative aimed at enhancing transparency and efficiency in the logistics sector. To this end, he has delivered pro bono seminars, including a notable session hosted by his alma mater, the Indian Institute of Technology, Madras, contributing to the education and empowerment of industry stakeholders and aspiring Professionals alike.

Through his multifaceted career, Mr. Vinay Goyal exemplifies a blend of technical expertise, entrepreneurial vision, and a dedication to fostering growth and innovation within the logistics and business communities.

In the Opinion of the Board Mr. Vinay Goyal fulfils the conditions specified in the Act, Rules made thereunder and LODR Regulations for his appointment as an Independent Director.

The Board is of the opinion that Mr. Vinay Goyal is a person of integrity and possesses relevant expertise and experience (including the proficiency) and will be able to provide the commitment of time and efforts required. The Board also noted that Mr. Vinay Goyal background and experience are aligned to the role and capabilities identified by NRC and that is eligible for appointment as an Independent Director of the Company. The Board and the NRC were satisfied that the appointment is justified after considering his-technical expertise, entrepreneurial vision, and a dedication to fostering growth and innovation within the logistics and business communities.

None of the Directors, Key Managerial Personnel, or their relatives expect Mr. Vinay Goyal being the appointee himself to the extent of the shareholding held by him in the Company are interested, financially or otherwise, in the Resolution as set out in the Notice.

The Board recommends the Special Resolution as set out in Notice in item no. 1 for approval of the Members.

## Annexure - 1

**Particulars of Directors seeking appointment pursuant to Regulation 36(3) of Listing Regulations read with Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India**

<b>Name</b>	Mr. Vinay Goyal (DIN: 00373182)
<b>Nationality</b>	Indian
<b>Date of Birth</b>	11.06.1967
<b>Date of first appointment on board</b>	Appointed as an additional director in the capacity of an Independent Director with effect from 14 <sup>th</sup> April, 2025
<b>Qualifications</b>	Bachelor of Technology degree in Mechanical Engineering from the Indian Institute of Technology, Madras.
<b>Brief Resume</b>	As detailed in the explanatory statement under Item No. 1
<b>Skills and Capabilities</b>	As detailed in the explanatory statement under Item No. 1
<b>Terms &amp; Conditions of Appointment</b>	Mr. Vinay Goyal will be appointed for a term of five (5) years as an Independent Director of the Company. The Terms and conditions of his appointment including remuneration shall be governed by the Letter of appointment to be issued by the Company.
<b>Details of Remuneration Last Drawn (FY 24-25 till date)</b>	Not applicable since this is the first appointment with effect from 14 <sup>th</sup> April, 2025
<b>Details of Remuneration sought to be paid</b>	Sitting fees for attending Board, Committee, Independent Directors meetings and reimbursement of travelling expenses if any.
<b>Directorship held in other Companies</b>	<ul style="list-style-type: none"> <li>• Ved Power Ventures Private Limited</li> <li>• Instavans Logistics Private Limited</li> <li>• National Freight Exchange Limited</li> <li>• South Eastern Roadways Limited</li> <li>• Haryana Saving Units Private Limited</li> </ul>
<b>Number of Board Meeting attended during the year (FY 24-25) till date of this Notice</b>	Not Applicable since this is the first appointment with effect from 14 <sup>th</sup> April, 2025
<b>Membership /Chairmanship of other Public Companies.</b>	NIL
<b>Name of Listed entities form which the proposed has resigned in the past three years.</b>	NIL
<b>Number of Shares held in the Company (including shareholding as a beneficial owner)</b>	NIL
<b>Disclosure of relationship inter-se with Directors and Key Managerial Personnel of the Company</b>	Nil

By Order of the Board of Directors  
For **Global Vectra Helicorp Limited**

Raakesh Soni  
Company Secretary

Place : Mumbai

Date : April 14, 2025

**Registered Office:**

A-54, Kailash Colony,  
New Delhi - 110 048