



NOTICE OF 4TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 4th Annual General Meeting of the members of MOVIN Express Private Limited (formerly known as Iris Transportation Services Private Limited) (the “**Company**”) will be held on Friday, September 20, 2024 at 12.30 p.m. through Video Conferencing (‘VC’)/ Other Audio-Visual Means (‘OVAM’) to transact the following business:

1. Ordinary Business:

To receive, consider and adopt the Audited Annual Financial Statements of the Company comprising of Balance Sheet as at March 31, 2024, Statement of Profit & Loss Account along with Cash Flow Statements for the period ended on that date and Explanatory Notes annexed to, or forming part of any document referred above, the Auditors’ Report thereon and the Directors’ Report thereto.

Special Business:

2. To consider and approve the appointment of Mr. Aditya Pande (Director Identification Number: 03115010) as Director of the Company

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149 & 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder, as amended from time to time, Mr. Aditya Pande (Director Identification Number: 03115010), who was appointed as an Additional Director of the Company w.e.f. March 19, 2024 by the Board of Directors, and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.”

RESOLVED FURTHER THAT all the Director of the Company, individually, Company Secretary and the CFO of the Company be and are hereby severally authorized to file the necessary forms with the Registrar of Companies, to update the statutory registers and to do all such other acts, deeds and things as may be necessary to give effect to this resolution.”

REGISTERED OFFICE
Movin Express Private Limited
(formerly known as Iris Transportation Services Pvt. Ltd.)
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28, Barakhamba Road, New Delhi - 110001,
Telephone : +91 11 4351 3100

CORPORATE OFFICE
4th Floor, Block 3B,
DLF Corporate Park,
DLF City Phase - III, Gurugram,
Haryana, 122002.

Telephone : +91 0124 4292521
CIN : U63030DL2020PTC367959
Website : www.movin.in



3. To consider and approve the appointment of Mr. Fernando Falcon Romero (Director Identification Number: 10577833) as Director of the Company

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149 & 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder, as amended from time to time, Mr. Fernando Falcon Romero (Director Identification Number: 10577833), who was appointed as an Additional Director of the Company w.e.f. April 29, 2024 by the Board of Directors, and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.”

RESOLVED FURTHER THAT all the Director of the Company, individually, Company Secretary and the CFO of the Company be and are hereby severally authorized to file the necessary forms with the Registrar of Companies, to update the statutory registers and to do all such other acts, deeds and things as may be necessary to give effect to this resolution.”

For **MOVIN EXPRESS PRIVATE LIMITED**

Name: Pankaj Arora

Designation: Company Secretary

M. No: 26414

Date: 13.08.2024

Place: Gurugram

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Notes:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts in respect of items mentioned in the notice, annexed hereto that forms part of this notice.
2. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") pursuant to its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and in compliance with the provisions of the Companies Act, 2013 has allowed companies to conduct annual general meeting through video conferencing ("VC") or other audio visual means ("OAVM"), without the physical presence of the members at a common venue. Accordingly, the annual general meeting ("AGM") of the Company is to be held through VC/OAVM only.
3. Under the provisions of Section 101 of the Companies Act, 2013, an AGM can be called and held on shorter notice with the consent of all the members holding share capital of the Company having voting rights with the consent from all the members for holding AGM at a shorter notice
4. Since the AGM is being held through VC/OAVM, in terms of the MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by Members is not available for the AGM, as provided in the MCA Circulars and the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013 representatives of the members may be appointed for the purpose of participation in the AGM through VC/OAVM Facility.
5. The details of the meeting and the instructions to attend, i.e., access link to the meeting by VC/OAVM, login credentials, helpline numbers, contact details of a designated person who shall provide assistance for access to the AGM, will be provided separately.
6. The facility for joining the AGM will be kept open 15 minutes before the scheduled time of the meeting and shall not be closed until the expiry of 15 minutes after the scheduled time of the meeting.
7. Since the AGM will be held through VC/OAVM, the requirement of attaching the route map for the AGM venue is also dispensed with and accordingly the route map is not annexed to this Notice.

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8. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
9. Corporate members are requested to send a duly certified copy of the board resolution authorizing their representative(s) to attend and vote at the AGM.
10. In terms of Section 20 of the Companies Act, 2013, the notice is being sent to all the Members on the electronic mail address as provided by the Registrar or the Member from time to time for sending communications in accordance with the framework provided in the MCA circulars. No physical copy would be dispatched and all documents will be available for inspection electronically.
11. Members are requested to notify any change in their registered address along with pin code and quote their respective ledger folio number/ on every communication with the Company.
12. The Chairman of the AGM may conduct a vote by show of hands, unless a demand for poll is made by a member in accordance with the provisions of section 109 of the Companies Act, 2013. Where a poll on any item is required, the members shall cast their votes on the resolutions only by sending e-mails to the relevant email ID through their email addresses which are registered with the Company.

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**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS
PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013
(Annexed to the Notice)**

Item No. 2

The Board of Directors of the Company on March 19, 2024 appointed Mr. Aditya Pande as an Additional Director of the Company. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Aditya Pande holds office up to the date of this Annual General Meeting.

The Board recommends an ordinary resolution in relation to appointment of Mr. Aditya Pande as Director for the approval of the members of the Company.

Information about the appointee as per Secretarial Standards-2 (Clause-1.2.5):

Name of Director	Mr. Aditya Pande
Age	53 years
Date of First Appointment on the Board	March 19, 2024
Qualification(s)	Chartered Accountant
Shareholding in the Company	Nil
Experience	<p>Mr. Aditya Pande is the Group Chief Executive Officer of InterGlobe Enterprises. He is responsible for shaping InterGlobe's strategic vision and growing its diverse businesses and corporate functions.</p> <p>He has a diverse and multi-functional experience of over 25 years in strategic roles. Prior to InterGlobe, he served as the CFO of Udaan for 3 years, where he oversaw finances, governance, fund raising, business strategy, and growth. His diverse career also includes stints at IndiGo, GE, and Arthur Andersen, where he sharpened his financial skills and strategic thinking.</p>

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	<p>Aditya possesses extensive experience of collaborating with business partners, investors, and employees to drive business growth. Leveraging his proven leadership acumen, he fosters strong leadership throughout the organisation, ensuring each unit aligns with overarching strategic objectives and driving business performance.</p> <p>He serves on the Board of the Global Risk Management Institute, contributing to the field of risk management education.</p>
Terms and conditions of appointment/ re-appointment along with the remuneration sought to be paid and the remuneration last drawn by such person	Appointment as Non-Executive Director and no remuneration was paid to him.
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Nil
Number of meetings of the board attended during the year	Nil
Other Directorships	<ul style="list-style-type: none"> • Risk Educators Private Limited • InterGlobe Hotels Private Limited • MOVIN Express Private Limited • AionOS India Private Limited • InterGlobe Air Transport Limited • AAPC India Hotel Management Private Limited • CAE Simulation Training Private Limited • InterGlobe Enterprises

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	Private Limited
Committee positions held in other Companies	Nil

Except Mr. Aditya Pande himself, none of the other Directors of the Company or their relatives, or the Key Managerial Personnel or their relatives, are concerned or interested, financially or otherwise, in the above-said resolution.

Item No. 3

The Board of Directors of the Company on April 29, 2024 appointed Mr. Fernando Falcon Romero as an Additional Director of the Company. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Fernando Falcon Romero holds office upto the date of this Annual General Meeting.

The Board recommends an ordinary resolution in relation to appointment of Mr. Fernando Falcon Romero as Director for the approval of the members of the Company.

Information about the appointee as per Secretarial Standards-2 (Clause-1.2.5):

Name of Director	Mr. Fernando Falcon Romero
Age	49 years
Date of First Appointment on the Board	April 29, 2024
Qualification(s)	Post-Graduate/ Master
Shareholding in the Company	Nil
Experience	More than 20 years
Terms and conditions of appointment/ re-appointment along with the remuneration sought to be paid and the remuneration last drawn by such person	Appointment as Non- Executive Director and no remuneration was paid to him.
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Nil
Number of meetings of the board attended during the year	Nil
Other Directorships	• UPS Hizli Kargo Tasmaciligi A.S.
Committee positions held in other Companies	Nil

Except Mr. Fernando Falcon Romero himself, none of the other Directors of the Company or their relatives, or the Key Managerial Personnel or their relatives, are concerned or interested, financially or otherwise, in the above said resolution.

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For **MOVIN EXPRESS PRIVATE LIMITED**

Pankaj Arora

Name: Pankaj Arora

Designation: Company Secretary

M. No: 26414

Date: 13.08.2024

Place: Gurugram

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