

Sikka Ports & Terminals Limited

(Formerly Reliance Ports And Terminals Limited)

CIN: U45102GJ1997PLC031906

Notice

Notice is hereby given that the Twenty Fourth Annual General Meeting of the members of Sikka Ports & Terminals Limited will be held on Tuesday, September 29, 2020 at 11:00 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business:

Ordinary Business

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint Shri K. R. Raja, who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri K. R. Raja (DIN: 00006673), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company."

By Order of the Board of Directors

V. Mohana
Company Secretary
ICSI Membership No.: F4882

Place: Bangalore
Date : September 4, 2020

Registered Office:
Admin Building, MTF Area, Village Sikka,
Taluka & District Jamnagar – 361140,
Gujarat
CIN: U45102GJ1997PLC031906
Website: www.sptl.co.in
Email: company.secretary@sptl.co.in
Tel: 022 35555500
Fax: 022 35555560

Corporate Office:- 3rd Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400021;
Tel:- 0091 22 22785500, Fax:- 0091 22 22785560 Website:- www.sptl.co.in

Registered Office: Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar – 361 140, Gujarat

Sikka Ports & Terminals Limited

(Formerly Reliance Ports And Terminals Limited)

CIN: U45102GJ1997PLC031906

Notes:

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA"), has vide its circular dated May 5, 2020 read together with circulars dated April 08, 2020, April 13, 2020 and June 15, 2020 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM"/"Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 and MCA Circulars the AGM of the Company is being held through VC and notice to all the members is being given only through e-mails registered with the Company. The deemed venue for the AGM shall be the Registered Office of the Company. Detailed instructions to attend, participate and vote at the meeting through VC is attached as **Annexures 1 and 2**.
2. Pursuant to the provisions of the Companies Act 2013 (the "Act"), a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll on his/her behalf at the meeting and a proxy need not be a member of the Company. Since this meeting is being held through VC pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the meeting and hence the Proxy Form are not annexed hereto.
3. Corporate members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company vide an email at the designated email address provided in Annexure 1, a certified true copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting before the commencement of the Meeting.
4. Members / Representatives attending the Meeting through VC would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013 and accordingly there is no requirement of Attendance Slip for the Meeting through VC and hence not annexed hereto.
5. Since the Meeting will be held through VC the route map of the venue of the Meeting is not annexed hereto.
6. Members seeking any information with regard to the documents referred to in the Notice or any matter to be placed at the Meeting, are requested to write to the Company on or before September 29, 2020 through email at company.secretary@sptl.co.in. The same will be replied by the Company suitably.
7. Register of Directors and Key Managerial Personnel and their Shareholding, Register of Contracts with related party and contracts and bodies etc. in which

Corporate Office:- 3rd Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400021;
Tel:- 0091 22 22785500, Fax:- 0091 22 22785560 Website:- www.sptl.co.in

Registered Office: Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar – 361 140, Gujarat

Sikka Ports & Terminals Limited

(Formerly Reliance Ports And Terminals Limited)

CIN: U45102GJ1997PLC031906

Directors are interested are available electronically for inspection by the members during the meeting. Members seeking to inspect through e-mode is required to notify the Company Secretary on or before September 29, 2020 through email at company.secretary@sptl.co.in.

8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. In terms of Section 152 of the Act, Shri K. R. Raja (DIN: 00006673), Director, retires by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company commend his re-appointment.

Shri K. R. Raja	
Age	63 years
Qualification	Bachelor of Science and Chartered Accountant
Experience	Shri K.R. Raja has 34 years experience in Finance, Legal, Commercial and Accounts. Further, he has been associated with Reliance group since 1997
Terms and conditions of re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Shri K. R. Raja who was re-appointed as a Director at the Annual General Meeting held on September 29, 2017, is liable to retire by rotation.
Remuneration last drawn in the Company	85,000 (Sitting Fees)
Remuneration sought to be paid	Sitting Fees to be paid for the Financial Year 2020-21
Date of first appointment on the Board	09/06/2007
Shareholding in the Company as on March 31, 2020	NIL
Relationship with other Directors/ Manager / other Key Managerial Personnel of the Company	None

Corporate Office:- 3rd Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400021;
Tel:- 0091 22 22785500, Fax:- 0091 22 22785560 Website:- www.sptl.co.in

Registered Office: Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar – 361 140, Gujarat

Sikka Ports & Terminals Limited

(Formerly Reliance Ports And Terminals Limited)

CIN: U45102GJ1997PLC031906

Number of meetings of the Board attended during the FY 2019-20	4
Directorships of other Boards as on March 31, 2020	1.Elakshi Commercials Private Limited 2.Jio Digital Fibre Private Limited 3.Watermark Infratech Private Limited 4.RB Media Holdings Private Limited 5.RB Mediasoft Private Limited 6.Vanishree Commercials Private Limited 7.Adventure Marketing Private Limited 8.RRB Mediasoft Private Limited 9.Pushkara Commercials Private Limited 10.Suprita Commercials Private Limited 11.Pinakin Commercials Private Limited 12.Dhanishta Commercials Private Limited 13.Sanchar Content Private Limited 14.Colorful Media Private Limited 15.Reliance Media Transmission Private Limited 16.Pranatharathi Commercials Private Limited 17. Reliance Industries Holding Private Limited
Membership / Chairmanship of Committees of the other Boards as on March 31, 2020	Member of Corporate Social Responsibility Committee of Jio Digital Fibre Private Limited

10. Shri K. R. Raja is interested in the Ordinary Resolution set out at Item No. 2 of the Notice with regard to his re-appointment. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolutions set out under Item Nos. 1 and 2 of the Notice.

11. The Company's Debenture Trustees are

Axis Trustee Services Limited having its office at The Ruby, 2nd Floor, SW, 29, Senapati Bapat Marg, Dadar West, Mumbai- 400 028 Tel : 022-6230 0451; and email: debenturetrustee@axistrustee.com.

Corporate Office:- 3rd Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400021;
Tel:- 0091 22 22785500, Fax:- 0091 22 22785560 Website:- www.sptl.co.in

Registered Office: Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar – 361 140, Gujarat

Sikka Ports & Terminals Limited

(Formerly Reliance Ports And Terminals Limited)

CIN: U45102GJ1997PLC031906

Annexure 1

Members are requested to note the following in accordance with the MCA circulars:

1. The meeting through video-conference would be conducted through “Jio Meet” which enables two-way audio and video conference. Members are requested to join the meeting using the following link:

Click <https://jiomeetpro.jio.com/shortener?hash=E20v5QuGsi2b6bc2fa07691599219628413>

or enter below Meeting ID to join meeting by entering the Password.

Meeting ID: 055-353-7525

Password: wuP1m

Detailed instructions on installing Jio meet is attached as Annexure 2.

2. The link to join the meeting shall be active from 10.45 a.m. onwards on the day of the meeting.
3. E-mail address of the Company Secretary of the Company, Ms. V. Mohana i.e. company.secretary@sptl.co.in is designated for correspondence / voting and all other purposes related to the meeting.
4. In the event of demand for poll at the meeting, members shall send their votes by emails from their email addresses which are registered with the company and shall only be sent to the designated email mentioned in point no. 3 above.
5. For any assistance before or during the meeting, members may contact the Company Secretary on +91-7977098168.

Sikka Ports & Terminals Limited

(Formerly Reliance Ports And Terminals Limited)

CIN: U45102GJ1997PLC031906

Annexure 2

The instructions for participating in the meeting through VC:

1. Members would have received an email from the Company to participate in the Meeting through VC on your email address registered with the Company.
2. In case you already have JioMeet installed on your Laptop / Computer / iPad / Mobile Phone, click on meeting link. You will connect to the meeting by entering the password (5 digits alphanumerical – case sensitive). Alternatively, you may open JioMeet, click on “Join a Meeting” option on JioMeet. Mention meeting code (10 digit numerical number) and meeting password (5 digit alphanumerical – case sensitive)
3. In case you do not have JioMeet installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

Option 1

For installing JioMeet App on your **iPad / apple devices / iPad / Android devices**:

Click on meeting link from the email invitation/calendar events



System will prompt you to download JioMeet App from respective App store / Play store



Download and Install JioMeet. You may signup using your Indian Mobile number for OTP based login or Email address & then sign in. Signup is optional. You may also join the Meeting without login.



Once installed, click on invitation once again on meeting link from the email invitation/calendar events you will be prompted to start JioMeet App.



State your name & mention meeting code (10-digit numerical number) & meeting password (5 digits alphanumerical – case sensitive)



Click on “**Join meeting**” option

Sikka Ports & Terminals Limited

(Formerly Reliance Ports And Terminals Limited)

CIN: U45102GJ1997PLC031906



You will join the Meeting. Make sure you start your camera, and the microphone may be kept on “Mute” when not speaking.

Option 2

For participating through **Windows / Apple powered Laptops / Computer devices**:

Open the <https://jiomeet.jio.com> using **Google Chrome** browser



Simply click on “**Join A Meeting**” option from the website top panel.



A new Browser window would open. Mention meeting code (10 digits numerical number) & meeting password (5 digits alphanumerical – case sensitive)



You will enter the Meeting. Make sure you permit to start your camera, and the microphone may be kept on “Mute” when not speaking.