

# Sikka Ports & Terminals Limited

CIN: U45102GJ1997PLC031906

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## Notice

Notice is hereby given that the Extraordinary General Meeting of the members of Sikka Ports & Terminals Limited will be held at a shorter notice on Wednesday, August 23, 2023 at 5:00 p.m. (IST) at Meeting Room No. 1, First Floor, Maker Chambers IV, 222, Nariman Point, Mumbai 400 021, to transact the following business:

### Special Business

1. To approve increase in the authorised share capital and consequent alteration to the Capital Clause of the Memorandum of Association of the Company 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 Sections 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 7500,00,00,000/- (Rupees Seven Thousand Five Hundred Crore) consisting of 5000,00,00,000 (Five Thousand Crore) Equity Shares of Re. 1/- (Rupee One) each and 250,00,00,000 (Two Hundred Fifty Crore) Preference Shares of Rs. 10/- (Rupees Ten) each to Rs. 20000,00,00,000/- (Rupees Twenty Thousand Crore) consisting of 5000,00,00,000 (Five Thousand Crore) Equity Shares of Re. 1/- (Rupee One) each and 1500,00,00,000 (One Thousand Five Hundred Crore) Preference Shares of Rs. 10/- (Rupees Ten) each and consequently, the existing Clause V of the Memorandum of Association of the Company relating to the Authorised Share Capital be and is hereby altered by deleting the same and substituting in its place and stead the following new Clause V:

“V. The Authorised Share Capital of the Company is Rs. 20000,00,00,000/- (Rupees Twenty Thousand Crore) divided into 5000,00,00,000 (Five Thousand Crore) Equity Shares of Re. 1/- (Rupee One) each and 1500,00,00,000 (One Thousand Five Hundred Crore) Preference Shares of Rs. 10/- (Rupees Ten) each, with power to the Board to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may be for the time being provided by the Articles of Association of the Company.”

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RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all necessary and consequential steps and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper, desirable or expedient to give effect to this resolution."

2. To approve issue of upto 350,00,00,000 (Three Hundred Fifty Crore) 9% Non-Cumulative Optionally Convertible Preference Shares ('OCPS') of Rs. 10/- each, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 42, 55, 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force) and subject to the provisions of the Articles of Association of the Company, approval of the members be and is hereby accorded to the Board of Directors of the Company to offer and issue upto 350,00,00,000 (Three Hundred Fifty Crore) 9% Non-Cumulative Optionally Convertible Preference Shares ('OCPS') of Rs. 10/- each, for cash, at par, aggregating upto Rs. 3500,00,00,000/- (Rupees Three Thousand Five Hundred Crore), in one or more tranches to Jamnagar Utilities & Power Private Limited (JUPL), a fellow subsidiary and associate of the Company, by way of private placement on preferential issue basis, on the terms and conditions given below:

Instrument	9% Non-Cumulative Optionally Convertible Preference Shares ('OCPS')
Issuer or Company	Sikka Ports & Terminals Limited
Face Value	Rs. 10/- (Ten) each
Issue Price	At par at the face value of Rs. 10/- (Ten) each.
Issue Size	Upto 350,00,00,000 OCPS of Rs. 10/- (Ten) each aggregating upto Rs. 3,500 crore in one or more tranches
Object of the issue	The proceeds of the issue shall be utilised by the Company for general corporate purpose including for refinancing of existing debt, working capital requirements, capital expenditure, investments and financing activities.
Nature of Issue	Private Placement on preferential basis.
Rate of Dividend	9% p.a. (on the face value) non-cumulative
Tenure	10 years from the date of allotment
Conversion Terms	1. The Issuer and the OCPS holder shall have right to convert OCPS, either in part or full, into Equity Shares of the Company any time during the Tenure of the OCPS at

Corporate Office:- 1<sup>st</sup> Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400021;  
Tel:- 0091 22 3555 7100, Fax:- 0091 22 3555 5560 Email:- [company.secretary@sptl.co.in](mailto:company.secretary@sptl.co.in) Website:- [www.sptl.co.in](http://www.sptl.co.in)

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	<p>Conversion Price.</p> <p>2. Conversion Price shall mean the fair value of Equity Share on the date of conversion.</p> <p>3. The conversion shall be made in accordance with the applicable provisions of the Companies Act, 2013 and Articles of Association of the Company.</p>
Redemption	Each OCPS remaining outstanding at the end of tenure (i.e. at the end of 10 years from the date of allotment) shall be redeemed at par value of Rs. 10/- per OCPS.
Priority with respect to payment of dividend or repayment of capital vis-a-vis equity shares	The OCPS will carry a preferential right vis-à-vis equity shares of the Company with respect to the payment of dividend and repayment of capital during winding up.
Participation in surplus funds/surplus assets and profits, on winding up which may remain after the entire capital has been repaid	The OCPS shall be non-participating in the surplus funds and profits, on winding up which may remain after the entire capital has been repaid.
Voting rights	The OCPS shall carry voting rights prescribed under the provisions of the Companies Act, 2013.
Variation in Terms of OCPS	Any variation in the terms of OCPS after allotment thereof will be made in accordance with applicable provisions of the Companies Act, 2013.
Ranking of equity shares arising out of conversion	The equity shares which may be allotted on conversion of OCPS shall rank pari-passu in all respects including dividend with the then existing equity shares and shall be subject to the Articles of Association of the Company.
Other terms and conditions	Other terms and conditions not specifically provided herein in respect of OCPS shall be applicable in accordance with the Articles of Association of the Company and provisions of the Companies Act, 2013

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to decide on all matters relating to the said issue of OCPS and to do all such acts and things and deal with all such matters and take all such steps as may be necessary to give effect to this resolution.”

# Sikka Ports & Terminals Limited

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**By Order of the Board of Directors**

Sd/-

**Forum Sheth  
Company Secretary and Compliance Officer  
ICSI Membership No. A22619**

Place: Mumbai  
Date: August 23, 2023

Registered Office:  
Admin Building, MTF Area, Village Sikka,  
Taluka & District Jamnagar - 361 140,  
Gujarat.  
CIN: U45102GJ1997PLC031906  
Website: [www.sptl.co.in](http://www.sptl.co.in)  
Email: [company.secretary@sptl.co.in](mailto:company.secretary@sptl.co.in)  
Tel.: +91 22 3555 7100  
Fax.: +91 22 3555 5560

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## Notes:

1. A member entitled to attend and vote at the Extraordinary General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the venue of the meeting before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The proxy holder shall prove his identity at the time of attending the Meeting.

2. The Company has received consent from all the members of the Company to send the notice of this Meeting at a shorter notice.
3. Attendance Slip, proxy form and the route map of the venue of the Meeting are annexed hereto. The prominent landmark for the venue of the Meeting is Mantralaya.
4. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
5. Members/Proxies/Authorised Representatives are requested to bring to the Meeting necessary details of their shareholding and attendance slip(s).
6. 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 at the Meeting.
7. A statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the EGM, is annexed hereto.
8. The Company's Debenture Trustees are:

Axis Trustee Services Limited  
The Ruby, 2nd Floor, SW, 29,  
Senapati Bapat Marg, Dadar (West),  
Mumbai – 400 028  
Tel: +91-22-62300451  
Fax: +91-22-62300700  
E-mail: [debenturetrustee@axistrustee.in](mailto:debenturetrustee@axistrustee.in);  
Website Address: [www.axistrustee.in](http://www.axistrustee.in)

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Corporate Office:- 1<sup>st</sup> Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400021;  
Tel:- 0091 22 3555 7100, Fax:- 0091 22 3555 5560 Email:- [company.secretary@sptl.co.in](mailto:company.secretary@sptl.co.in) Website:- [www.sptl.co.in](http://www.sptl.co.in)

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## **STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

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The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

### **Item No. 1:**

The present authorised share capital of the Company is Rs. 7500,00,00,000/- (Rupees Seven Thousand Five Hundred Crore) consisting of 5000,00,00,000 (Five Thousand Crore) Equity Shares of Re. 1/- (Rupee One) each and 250,00,00,000 (Two Hundred Fifty Crore) Preference Shares of Rs. 10/- (Rupees Ten) each.

In order to facilitate issue of 9% Non-Cumulative Optionally Convertible Preference Shares ('OCPS') it is proposed to increase the authorised share capital of the Company to Rs. 20000,00,00,000/- (Rupees Twenty Thousand Crore) consisting of 5000,00,00,000 (Five Thousand Crore) Equity Shares of Re. 1/- (Rupee One) each and 1500,00,00,000 (One Thousand Five Hundred Crore) Preference Shares of Rs. 10/- (Rupees Ten) each.

The increase in the Authorised Share Capital of the Company as aforesaid would require consequential alteration to the existing Clause V (Capital Clause) of the Memorandum of Association of the Company. Accordingly, Clause V of the Memorandum of Association is proposed to be altered as per the resolution set out in the accompanying Notice.

In terms of the provisions of Sections 13 and 61 of the Companies Act, 2013, any increase in the Authorized Share Capital and consequent amendment to the Memorandum of Association of the Company requires approval of the members of the Company by way of an Ordinary Resolution.

A copy of the Memorandum of Association of the Company along with proposed alteration is available for inspection by members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, set out at Item No. 1 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the members.

### **Item No. 2:**

The Board of Directors of the Company at its meeting held on August 23, 2023, has approved the offer and issue of upto 350,00,00,000 (Three Hundred Fifty Crore) 9% Non-Cumulative Optionally Convertible Preference Shares ('OCPS') of Rs. 10/- each, for cash, at par, aggregating upto Rs. 3,500,00,00,000/- (Rupees Three Thousand Five Hundred Crore), in one or more tranches to Jamnagar Utilities & Power Private Limited (JUPL), a fellow subsidiary and associate of the Company.

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Section 55 of the Act read with Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014 framed thereunder, *inter-alia*, requires a company to obtain the approval of the members, by way of a Special Resolution for issuance of preference shares.

Further, Section 42 of the Act read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, framed thereunder, *inter-alia*, requires a company to obtain the approval of the members by way of a Special Resolution for private placement of securities.

Accordingly, the approval of the members is being sought, by way of a Special Resolution, to offer and issue, in one or more tranche(s), OCPS to JUPL, by way of private placement on preferential issue basis.

Disclosures as required under Rule 9(3) of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are as under:

(a)	the size of the issue and number of preference shares to be issued and nominal value of each share	Upto 350,00,00,000 (Three Hundred Fifty Crore) 9% Non-Cumulative Optionally Convertible Preference Shares ('OCPS') of Rs. 10/- each, for cash, at par, aggregating upto Rs. 3,500,00,00,000/- (Rupees Three Thousand Five Thousand Crore), in one or more tranches
(b)	the nature of such shares i.e. cumulative or non-cumulative, participating or non-participating, convertible or non-convertible	Non-participating, Non-Cumulative, Optionally Convertible Preference Shares
(c)	the objectives of the issue	The proceeds of the issue shall be utilised by the Company for general corporate purpose including for refinancing of existing debt, working capital requirements, capital expenditure, investments and financing activities.
(d)	the manner of issue of shares	Private Placement on preferential issue basis
(e)	the price at which such shares are proposed to be issued	The OCPS of face value of Rs. 10/- each will be issued at par.
(f)	the basis on which the price has been arrived at	Not Applicable, since the issue is at par
(g)	basis or justification for the price (including premium, if any) at which the offer or invitation is being made	Not Applicable, since the issue is at par

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Tel:- 0091 22 3555 7100, Fax:- 0091 22 3555 5560 Email:- [company.secretary@sptl.co.in](mailto:company.secretary@sptl.co.in) Website:- [www.sptl.co.in](http://www.sptl.co.in)

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# Sikka Ports & Terminals Limited

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(h)	the terms of issue, including terms and rate of dividend on each share, etc.	<p>Issue price of Rs. 10/- (Rupees Ten) payable on application</p> <p>Dividend rate will be 9% p.a. (on the face value) non-cumulative</p> <p>Voting Rights: The OCPS shall carry voting rights prescribed under the provisions of the Companies Act, 2013.</p> <p>Priority with respect to payment of dividend or repayment of capital vis-a-vis equity shares: The OCPS will carry a preferential right vis-à-vis equity shares of the Company with respect to the payment of dividend and repayment of capital during winding up.</p> <p>Participation in surplus funds/surplus assets and profits, on winding up which may remain after the entire capital has been repaid: The OCPS shall be non-participating in the surplus funds and profits, on winding up which may remain after the entire capital has been repaid.</p> <p>Other terms and conditions: Other terms and conditions not specifically provided herein in respect of OCPS shall be applicable in accordance with the Articles of Association of the Company and provisions of the Companies Act, 2013</p>
(i)	Proposed time schedule	OCPS are proposed to be issued by September 30, 2023
(j)	the terms of redemption, including the tenure of redemption, redemption of shares at premium and if the preference shares are convertible, the terms of conversion	<p>Tenure - 10 years from the date of allotment</p> <p>Redemption: Each OCPS remaining outstanding at the end of tenure (i.e. at the end of 10 years from the date of allotment) shall be redeemed at par value of Rs. 10/- per OCPS.</p> <p>Conversion Terms:</p> <ol style="list-style-type: none"><li>1. The Issuer and the OCPS holder shall have right to convert OCPS, either in part or full, into Equity Shares of the Company any time during the Tenure of the OCPS at Conversion Price.</li></ol>

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# Sikka Ports & Terminals Limited

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		<p>2. Conversion Price shall mean the fair value of Equity Share on the date of conversion.</p> <p>3. The conversion shall be made in accordance with the applicable provisions of the Companies Act, 2013 and Articles of Association of the Company.</p>						
(k)	the manner and modes of redemption	<p>Tenure - 10 years from the date of allotment</p> <p>Redemption: Each OCPS remaining outstanding at the end of tenure (i.e. at the end of 10 years from the date of allotment) shall be redeemed at par value of Rs. 10/- per OCPS.</p>						
(l)	the current shareholding pattern of the Company	<p>Shareholding Pattern of the Company as on June 30, 2023:</p> <table border="1"><thead><tr><th>Category</th><th>% to Equity Share Capital</th></tr></thead><tbody><tr><td>Holding Company</td><td>100</td></tr><tr><td></td><td></td></tr></tbody></table>	Category	% to Equity Share Capital	Holding Company	100		
Category	% to Equity Share Capital							
Holding Company	100							
(m)	the expected dilution in equity share capital upon conversion of preference shares	Not Applicable since conversion will happen at fair value at the time of conversion						
(n)	contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects	Not Applicable						
(o)	name and address of valuer who performed valuation	Sh Parag Mehta Partner, Ernst and Young Merchant Banking Services LLP						

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution, set out at Item No. 2 of the Notice.

The Board commends the Special Resolution set out at Item No. 2 of the Notice for approval by the members.

# Sikka Ports & Terminals Limited

CIN: U45102GJ1997PLC031906

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**By Order of the Board of Directors**

Sd/-

**Forum Sheth  
Company Secretary and Compliance Officer  
ICSI Membership No. A22619**

Place: Mumbai

Date: August 23, 2023

Registered Office:

Admin Building, MTF Area, Village Sikka,  
Taluka & District Jamnagar - 361 140,  
Gujarat.

CIN: U45102GJ1997PLC031906

Website: [www.sptl.co.in](http://www.sptl.co.in)

Email: [company.secretary@sptl.co.in](mailto:company.secretary@sptl.co.in)

Tel.: +91 22 3555 7100

Fax.: +91 22 3555 5560

**ATTENDANCE SLIP**

**SIKKA PORTS & TERMINALS LIMITED**  
**Regd. Office: Admin Building, MTF Area, Village Sikka, Taluka & District**  
**Jamnagar – 361 140, Gujarat**  
**CIN: U45102GJ1997PLC031906**

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint Members may obtain additional Attendance Slip at the venue of the meeting.

DP ID*	
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Folio No.	
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Client ID*	
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No. of Shares	
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NAME AND ADDRESS OF THE MEMBER

I/We hereby record my/our presence at the **EXTRAORDINARY GENERAL MEETING OF THE MEMBERS** of the Company held on Wednesday, August 23, 2023 at 5:00 p.m. (IST) at Meeting Room No. 1, First Floor, Maker Chambers IV, 222, Nariman Point, Mumbai 400 021.

SIGNATURE OF THE MEMBER OR PROXY\*\*

\* Applicable for investors holding shares in electronic form.

\*\* Strike out whichever is not applicable

## PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

### SIKKA PORTS & TERMINALS LIMITED

CIN: U45102GJ1997PLC031906

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

Website: www.sptl.co.in; Tel: 0091 22 35557100; Fax: 0091 22 35555560

Name of the Member(s):	
Registered address:	
E-mail ID:	
Folio No / *Client Id:	
*DP Id:	

I/We, being the member(s) of \_\_\_\_\_ shares of Sikka Ports & Terminals Limited, hereby appoint:

1. \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him
2. \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him
3. \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me / us and on my/our behalf at the **EXTRAORDINARY GENERAL MEETING OF THE MEMBERS** of the Company, to be held at a shorter notice on Wednesday, August 23, 2023 at 5:00 p.m. at the Meeting Room No. 1, First Floor, Maker Chambers IV, 222, Nariman Point, Mumbai 400 021 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I/We wish my/our above proxy to vote in the manner as indicated in the box below:

Resolutions	For	Against
1. Approval for increase in the authorised share capital of the Company		
2. Approval for issue of upto 350,00,00,000 9% Non-Cumulative Optionally Convertible Preference Shares ('OCPS')		

\* Applicable for investors holding shares in electronic form.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2023

\_\_\_\_\_  
Signature of  
Member

Affix  
Revenue  
Stamp

\_\_\_\_\_  
Signature of first proxy  
holder

\_\_\_\_\_  
Signature of second proxy  
holder

\_\_\_\_\_  
Signature of third proxy  
holder

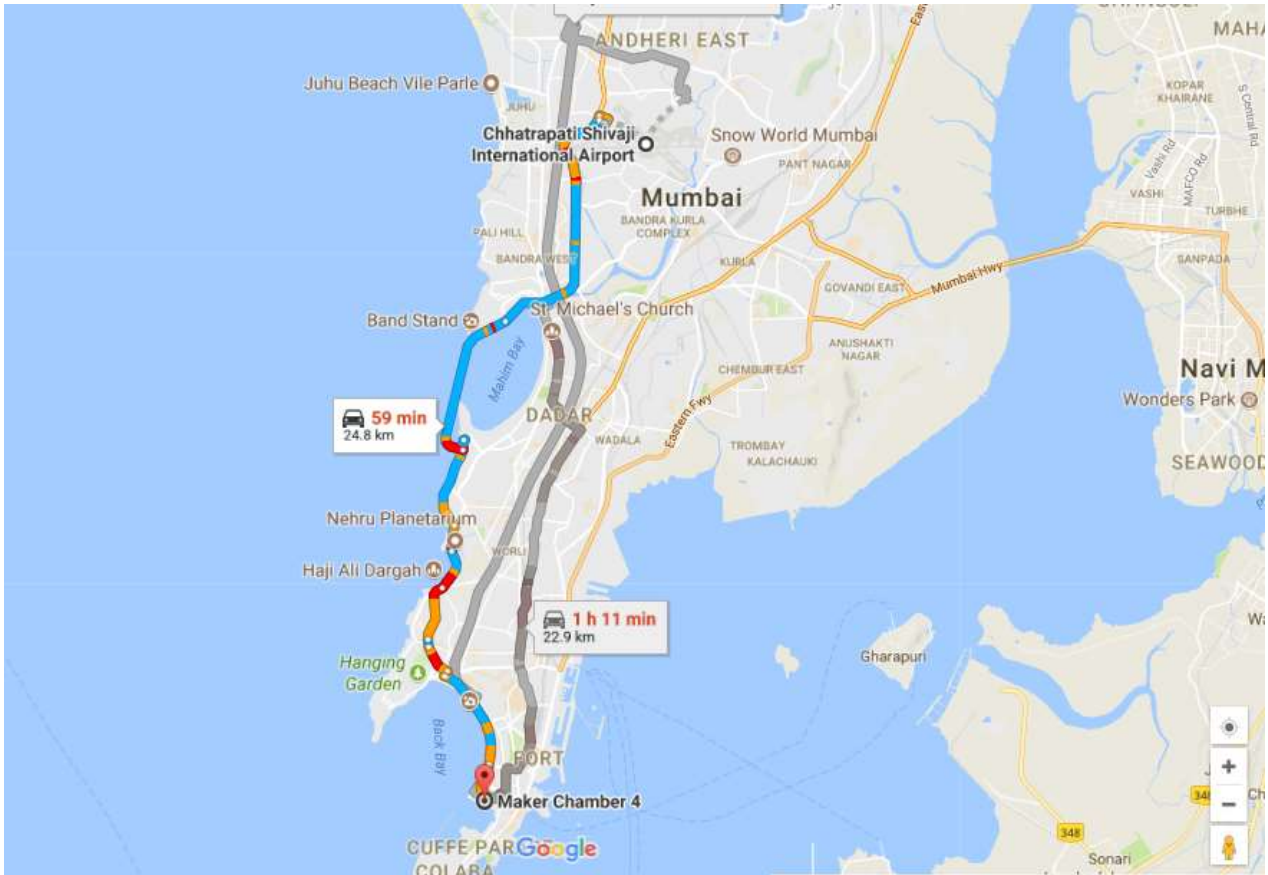
**Notes:**

1. **This form of proxy in order to be effective should be duly completed and deposited at the venue of the meeting before commencement of the Meeting.**
2. **A proxy need not be a member of the Company and shall prove his identity at the time of attending the Meeting.**
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. **\*\*This is only optional. Please put a '√' in the appropriate column against the resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against the resolution, your proxy will be entitled to vote (on poll) at the Meeting in the manner he/she thinks appropriate.**
5. Appointing a proxy does not prevent a member from attending the Meeting in person if he / she so wishes. When a Member appoints a Proxy and both the Member and Proxy attend the Meeting, the proxy will stand automatically revoked.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
7. This form of proxy shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
8. This form of proxy will be valid only if it is duly completed in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.
9. Undated proxy form will not be considered valid.
1. If Company receives multiple proxies for the same holdings of a member, the Proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.

# Sikka Ports & Terminals Limited

CIN: U45102GJ1997PLC031906

## Route Map to Meeting venue



### EGM VENUE ADDRESS:

Meeting Room No. 1,  
First Floor, Maker Chambers IV,  
222, Nariman Point,  
Mumbai 400 021

Corporate Office:- 1<sup>st</sup> Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400021;  
Tel:- 0091 22 3555 7100, Fax:- 0091 22 3555 5560 Email:- [company.secretary@sptl.co.in](mailto:company.secretary@sptl.co.in) Website:- [www.sptl.co.in](http://www.sptl.co.in)

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