

Sikka Ports & Terminals Limited

CIN: U45102GJ1997PLC031906

Transcript of 26th Annual General Meeting of Sikka Ports & Terminals Limited held on Thursday, September 29, 2022 at 3:00 p.m. through Video Conferencing

Ms. Forum Sheth, Company Secretary of the Company:

Good Afternoon,

Dear Members, Directors, Auditors and others present at the meeting, I welcome all of you to the meeting.

Request, the Directors present to elect the Chairman for the meeting.

The Directors proposed Shri S. Anantharaman to be the Chairman for the meeting.

Shri S. Anantharaman:

Ladies and Gentlemen, Good Afternoon.

It is 3:00 p.m. and time to start the Twenty Sixth Annual General Meeting of Sikka Ports & Terminals Limited.

I welcome you all to the meeting.

Considering the ongoing situation and the Circulars issued by the Ministry of Corporate Affairs ("MCA"), this meeting is being held through Video Conferencing and the proceedings are being recorded.

Members / Representatives attending the meeting through Video Conferencing would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013.

The following members are present:

1. Reliance Industries Holding Private Limited - Represented by Shri Vijay Agarwal
2. Shri Satish Parikh
3. Shri Sanjeev Dandekar
4. Shri Hitesh Vora
5. Shri Vijay Agarwal
6. Shri Rajeev Mittal
7. Shri Priyen Shah

The requisite quorum is present and, therefore, I call the meeting to order.

Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contracts or Arrangements in which Directors are interested are available. These will remain accessible to the members for inspection electronically, if they so desire.

Sikka Ports & Terminals Limited

CIN: U45102GJ1997PLC031906

Authorization from the Corporate Shareholder has been lodged with the Company to attend the meeting.

The Company Secretary has confirmed that the Company has not received any query from the shareholders on the items being transacted at today's meeting, on the designated e-mail address mentioned in the Notice calling the meeting.

The following Directors are present at the meeting:

Shri Natarajan T.G., Independent Director
Shri Sanjeev Dandekar, Shri Samir Patel and Ms. Jyothi Menon, Non-Executive Directors

Representatives of the Statutory Auditors and the Secretarial Auditor are also present at the Meeting.

Dear Members,

Ladies and Gentlemen,

Notice convening this Annual General Meeting, along with a copy of the Annual Report comprising the financial statement(s) for the financial year ended March 31, 2022, Board's report and Auditors' report(s) thereon, has already been circulated to the Members of the Company through e-mail, pursuant to the MCA Circulars. With your permission, I shall take them as read.

The Auditors' Report(s) on the standalone financial statement and the consolidated financial statement of the Company and the Secretarial Audit Report of the Company for the financial year ended March 31, 2022 do not contain any qualification, reservation, adverse remark or disclaimer. Accordingly, these Reports are not required to be read out, as provided in the Companies Act, 2013.

I now move the resolution for Item Number 1 of the Notice.

Item Number 1: Consideration and adoption of (a) the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and the report of the Auditors thereon, by way of ordinary resolutions

May I request a member to propose this resolution and another member to second the same ?

Proposed by: Shri Sanjeev Dandekar

Seconded by: Shri Vijay Agarwal

Sikka Ports & Terminals Limited

CIN: U45102GJ1997PLC031906

Member(s) may seek any clarification pertaining to this item of business.

Thereafter, Shri S. Anantharaman read the resolution(s):

- a. "RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2022 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 statement of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

Since there are no queries from the member(s), I put the resolution(s) to vote.

Those in favour please state your name and raise your hand.

Those who are not in favour please state your name and raise your hand.

Since the resolution(s) were approved unanimously, I declare the resolution(s) passed unanimously.

I now move the resolution for Item Number 2 of the Notice.

Item Number 2: Appointment of Shri Sanjeev Dandekar, who retires by rotation, as a Director, by way of an ordinary resolution

May I request a member to propose this resolution and another member to second the same ?

Proposed by: Shri Vijay Agarwal

Seconded by: Shri Hitesh Vora

Thereafter, Shri S. Anantharaman read the resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Sanjeev Dandekar (DIN: 00022797), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

Now, I put the resolution to vote.

Those in favour please state your name and raise your hand.

Those who are not in favour please state your name and raise your hand.

Corporate Office:- 3rd Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400021;
Tel:- 0091 22 3555 5500, Fax:- 0091 22 3555 5560 Email:- company.secretary@sptl.co.in Website:- www.sptl.co.in

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

Sikka Ports & Terminals Limited

CIN: U45102GJ1997PLC031906

Shri Sanjeev Dandekar, being interested in the matter, abstained from voting on the resolution.

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

I now move the resolution for Item Number 3 of the Notice.

Item Number 3: Appointment of Statutory Auditors and fixing their remuneration, by way of an ordinary resolution:

May I request a member to propose this resolution and another member to second the same ?

Proposed by: Shri Sanjeev Dandekar

Seconded by: Shri Rajeev Mittal

Thereafter, Shri S. Anantharaman read the resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force), Chaturvedi & Shah LLP, Chartered Accountants (Registration No. 101720W/W100355), be and are hereby appointed as Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the sixth Annual General Meeting from this Annual General Meeting, at such remuneration as shall be fixed by the Board of Directors of the Company.”

I, now put the resolution to vote.

Those in favour please state your name and raise your hand.

Those who are not in favour please state your name and raise your hand.

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

All the business set out in the Notice of the Meeting having been concluded, I declare that the Meeting stands closed. I thank all the members for attending the meeting.

Shri Vijay Agarwal, member of the Company proposed a vote of thanks to the Chair.

Shri S. Anantharaman: Thank you.

The Meeting concluded at 3:15 p.m. (IST)