

Sikka Ports & Terminals Limited

CIN: U45102GJ1997PLC031906

Transcript of 28th Annual General Meeting of Sikka Ports & Terminals Limited held on Monday, September 30, 2024 at 3:00 p.m. (IST) through Video Conferencing

Shri Sanjeev Dandekar, Chairman of the Board occupied the Chair.

Shri Sanjeev Dandekar, Chairman:

Ladies and Gentlemen, Good Afternoon.

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

I welcome all of you to the meeting.

Considering 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/Representative 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 (RIHPL) - Represented by Shri Hitesh Vora
2. Shri Sanjeev Dandekar, nominee of RIHPL
3. Shri Bhavin Mehta, nominee of RIHPL
4. Shri Hitesh Vora, nominee of RIHPL
5. Shri Vijay Agarwal, nominee of RIHPL
6. Shri Rajeev Mittal, nominee of RIHPL
7. Shri Priyen Shah, nominee of RIHPL

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 and will remain accessible to the Members for inspection electronically, if they so desire.

Authorization from the Corporate Member 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:

Corporate Office:- 1st 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 Website:- www.sptl.co.in

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

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Shri Venkataramanan Devarajan and Shri K. C. Ganesh, Independent Directors
Shri Samir Patel and Ms. Jyothi Menon, Non-Executive Directors
Ms. Mohana Venkatachalam, Nominee Director, could not attend the meeting due to pre-occupation.

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

Dear Members,

Notice dated September 6, 2024 convening this Annual General Meeting, along with a copy of the Annual Report comprising the standalone and consolidated financial statement for the financial year ended March 31, 2024, 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 take the same 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, 2024 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 No. 1 of the Notice.

Item No. 1: Consideration and adoption of (a) the audited financial statement of the Company for the financial year ended March 31, 2024 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, 2024 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 Bhavin Mehta

Seconded by: Shri Vijay Agarwal

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

Thereafter, the Chairman read the resolution(s):

- a. "RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

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- b. "RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 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) are approved unanimously, I declare the resolution(s) passed unanimously.

I now move the resolution for Item No. 2 of the Notice.

Item No. 2: Appointment of Ms. Jyothi Menon, 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 Hitesh Vora

Seconded by: Shri Bhavin Mehta

Thereafter, the Chairman read the resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Jyothi Menon (DIN: 09484769), 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.

Since the resolution is 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.

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Shri Sanjeev Dandekar: Thank you.

The meeting concluded at 3:12 p.m. (IST).

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