Komal Khadaria & Co.
Company Secretaries

Phone: 0261-2344116
Email: kkhadaria@gmail.com

To,

The Chairperson

(appointed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench for the Meeting of the Equity Shareholders of AMNS Ports India Limited)
CIN: U61100GJ1993PLC019238
AMNS House, AMNS Township, 27th KM, Surat - Hazira Road,
Hazira, Surat – 394 270, Gujarat, India

Ref: **Consolidated Scrutinizer's report on the results of voting by the equity shareholders of AMNS Ports India Limited ("Transferor Company No. 2" / "AMNS PIL") through remote e-voting and e-voting process at the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("Hon'ble Tribunal" / "NCLT") convened meeting of the equity shareholders of the Transferor Company No. 2 held on Tuesday, August 4, 2026 at 11:30 A.M. (IST) (the "Meeting", and such equity shareholders, the "Equity Shareholders"), through video-conferencing or other audio-visual means ("VC / OAVM"), pursuant to Sections 230 to 232, read with Section 55 and Section 66 of the Companies Act, 2013 ("Act"), and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("CAA Rules") and other applicable provisions of the Act**

Sub: **Meeting of the Equity Shareholders of the Transferor Company No. 2**

Dear Sir,

I, Komal Khadaria, Practicing Company Secretary (Membership No. 9328), have been appointed by the Hon'ble Tribunal, vide its order dated June 10, 2026 read with the corrigendum order dated June 23, 2026 (the "**Order**") in Company Application (CAA) No. 18/AHM/2026, as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting process of the Meeting of the Equity Shareholders of the Transferor Company No. 2 convened by the said Order on Tuesday, August 4, 2026 at 11:30 A.M. (IST) through VC / OAVM, pursuant to the provisions of Sections 230 to 232, read with Section 55 and Section 66 of the Act, and the CAA Rules and other applicable provisions of the Act, on the below mentioned resolution seeking approval of the Equity Shareholders of the Transferor Company No.2 on the Composite Scheme of Amalgamation and Arrangement amongst AMNS Ports Shared Services Private Limited, AMNS Ports India Limited, AMNS Ports Hazira Limited, and their respective shareholders ("**Scheme**").

I do hereby submit my report as under:

1. The voting period for remote e-voting prior to the Meeting commenced on Friday, July 31, 2026 at 9:00 A.M. (IST) and ended on Monday, August 3, 2026 at 5:00 P.M. (IST).

2. Transferor Company No. 2 had provided its Equity Shareholders the facility to exercise their right to vote on the resolution proposed to be considered at the Meeting through electronic means, by using the electronic voting system provided by National Securities Depository Limited ("**NSDL**"), by remote e-

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voting prior to the Meeting and upto 15 minutes after conclusion of the Meeting, along with e-voting during the Meeting.

3. Transferor Company No. 2 had also provided e-voting facility during the meeting and upto 15 minutes after conclusion of the Meeting to the Equity Shareholders present at the Meeting through VC / OAVM who had not cast their votes on the resolution earlier by availing the remote e-voting facility prior to the Meeting. The e-voting module was disabled by NSDL for voting 15 minutes after conclusion of the Meeting.

4. The voting rights of the Equity Shareholders were in proportion to their share of the paid-up equity share capital of Transferor Company No. 2, as on the closure of business hours of Sunday, February 15, 2026 ("**Cut-Off Date**") in compliance with the Order. The Equity Shareholders of Transferor Company No. 2 as on the Cut-Off Date were entitled to attend the Meeting (either in person or through an authorized representative under Section 113 of the Act) through VC / OAVM and vote through electronic means.

5. As confirmed by Transferor Company No. 2, the notice dated July 3, 2026 along with the Scheme and explanatory statement under Sections 102, 230 to 232 and other applicable provisions of the Act and Rule 6 of the CAA Rules and other annexures ("**Notice**") was sent to the Equity Shareholders in relation to the resolution passed at the Meeting, in compliance with the Order, and as per the procedure provided in the Act read with the General Circular No. 17/2020 dated April 13, 2020, as amended or modified by subsequent circulars issued by the Ministry of Corporate Affairs on the subject matter with the latest being General Circular No. 03/2025 dated September 22, 2025 and the Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India (the "**SS-2**"), each as amended.

6. The Order directed that the quorum for the Meeting of the Equity Shareholders will be as per the CAA Rules and in compliance with Section 103 and Section 230(6) of the Act. As per the information provided by NSDL, 39 (Thirty-Nine) Equity Shareholders attended the Meeting. Hence, the quorum was present, and the Meeting was called to order.

7. The votes were unblocked on Tuesday, August 4, 2026 at 11.57am (IST) in the presence of the following two independent witnesses who are not in the employment of the Transferor Company No. 2:

   Sweta Saraf

   Anil Kumar Saraf

8. I have shared the final reports of the Meeting of the Equity Shareholders containing the voting results with the Transferor Company No. 2 through e-mail on Tuesday, August 4, 2026.

9. The management of the Transferor Company No. 2 is responsible to ensure compliance with the requirements of the Act and the CAA Rules, as applicable, relating to voting through remote e-voting and e-voting during the Meeting and upto 15 minutes after conclusion of the Meeting on the resolution mentioned in the Notice. Transferor Company No. 2 had appointed an independent agency, NSDL to conduct this process of voting.

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10. My responsibility as the Scrutinizer for the remote e-voting and e-voting process is restricted to scrutinize the remote e-voting and e-voting process and to prepare a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution and "invalid" votes, based on the reports generated from the e-voting system provided by NSDL. In view of the same, I have scrutinized the said process and votes tendered therein based on: (i) the data downloaded from the NSDL e-voting system i.e. www.evoting.nsdl.com; (ii) the list of Equity Shareholders as on the Cut-Off Date provided by Transferor Company No. 2 in accordance with the Order; and (iii) the authorizations received from the Equity Shareholders of the Transferor Company No. 2.

11. The resolution placed before the Equity Shareholders and the consolidated result of the voting on the same through remote e-voting prior to the Meeting and e-voting during the Meeting and upto 15 minutes after conclusion of the Meeting seeking approval of the Equity Shareholders of the Transferor Company No. 2 are given below.

Resolution:

*"**RESOLVED THAT** pursuant to the provisions of Sections 230 to 232, read with Section 55 and Section 66 of the Companies Act, 2013 (the "**Act**") and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other applicable provisions of the Act, the applicable rules, circulars and notifications issued by the Ministry of Corporate Affairs (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the provisions of the Memorandum of Association and the Articles of Association of AMNS Ports India Limited ("**Transferor Company No. 2**") and subject to the approval of the Hon'ble National Company Law Tribunal, Ahmedabad Bench (the "**Hon'ble Tribunal**") or such other approvals, permissions and sanctions of any regulatory or statutory authorities as may be prescribed or imposed by the Hon'ble Tribunal or any other regulatory or statutory authority(ies) while granting such consents, approvals and permissions, the arrangement embodied in the proposed Composite Scheme of Amalgamation and Arrangement amongst AMNS Ports Shared Services Private Limited (Transferor Company No. 1), Transferor Company No. 2, AMNS Ports Hazira Limited (Transferee Company) and their respective shareholders under Sections 230 to 232, read with Section 55 and Section 66 of the Act and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other applicable provisions of the Act, each as amended, and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble Tribunal, as enclosed with the notice of the Hon'ble Tribunal convened meeting of the equity shareholders of the Transferor Company No. 2, be and is hereby approved.*

***RESOLVED FURTHER THAT** the Board of Directors of the Transferor Company No. 2 (the "**Board**", which term shall be deemed to mean and include one or more committee(s) constituted / to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this Resolution) be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, at any time and for any reason whatsoever, which may be required and/or imposed by the Hon'ble Tribunal or its Appellate Authority(ies) while sanctioning the arrangement embodied in the Scheme or by any statutory / regulatory authority(ies) under applicable law, or*

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as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts of the Transferor Company No. 2, as considered necessary while giving effect to the Scheme, as the Board may deem fit and proper, without being required to seek any further approval of the shareholders.

***RESOLVED FURTHER THAT** the Board may delegate all or any of its powers herein conferred to any Director(s) and/or officer(s) of the Company, to give effect to this Resolution, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from the shareholders of the Company."*

(i) Votes cast in relation to the resolution:

Particulars	**Number of Equity Shareholders voted**	**Number of equity shares held***	**Value of votes**
Total valid votes cast	83	6,46,12,222	64,61,22,220
Total invalid votes cast	0	0	0
Total voting by the Equity Shareholders	**83**	**6,46,12,222**	**64,61,22,220**

(ii) Voted in favour of the resolution:

Particulars	**Number of Equity Shareholders voted**	**Number of equity shares held***	**% of number of equity shareholders who have cast valid**	**% of value of total valid votes cast**
Total	**75**	**6,46,00,308**	**90.36**	**99.98**

(iii) Voted against the resolution:

Particulars	**Number of Equity Shareholders voted**	**Number of equity shares held***	**% of number of equity shareholders who have**	**% of value of total valid votes cast**
Total	**8**	**11,914**	**9.64**	**0.02**

**Voting rights of the Equity Shareholders were in proportion to their share of the paid-up equity share capital of Transferor Company No. 2 as on the Cut-Off Date in compliance with the Order.*

Address: 607-608, Ajanta Shopping Centre, Ring Road, Surat-395002.

12. All the relevant records and other incidental papers related to remote e-voting prior to the Meeting as well as e-voting during the Meeting and upto 15 minutes after conclusion of the Meeting were handed over to the Company Secretary of the Transferor Company No. 2 for safe keeping in accordance with the Act and the relevant rules thereunder.

Thanking you,
Yours faithfully,

Komal Khadaria

Komal Khadaria

Scrutinizer appointed by Hon'ble NCLT, Ahmedabad Bench for the

Meeting of Equity Shareholders of AMNS Ports India Limited

Membership Number: 9328

Place: Mumbai
Date: 6th August, 2026

Countersigned by:

Jeet Karia

Jeet B. Karia

Chairperson appointed by Hon'ble Tribunal, Ahmedabad Bench for the

Meeting of Equity Shareholders of AMNS Ports India Limited

Place: Ahmedabad

Date: 06/08/2026