

HAZIRA CARGO TERMINALS LIMITED

(CIN NUMBER: U61100GJ1993PLC019238)

Registered Office: Salaya Administrative Building, 44 KM, P. O.
Box 7, Taluka Khambaliya, District Dev Bhoomi Dwarka Jamnagar,
Jamnagar, Gujarat-361305

CONSOLIDATED SCRUTINISER'S REPORT

ON

THE E-VOTING PROCESS (REMOTE E-VOTING) AND
ELECTRONIC VOTING (E-VOTING) CONDUCTED AT THE
EXTRA ORDINARY GENERAL MEETING OF HAZIRA CARGO
TERMINALS LIMITED HELD THROUGH VIDEO
CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS
("OVAM") ON MONDAY, MARCH 20, 2023



C.S. C.A. Dinesh Kumar Deora
Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST),
MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dinesh.deora@yahoo.com Website: www.dmnscs.co.in

Report of the Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rules, 2014 as amended]

To,

The Chairman

Of Extra Ordinary General Meeting of the Members of Hazira Cargo Terminals Limited

Monday, March 20, 2023 at 12:30 p.m. (IST) through Video Conferencing

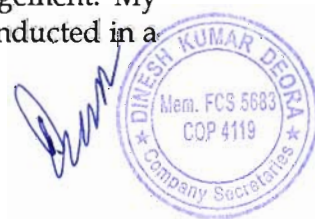
("VC")/Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Dinesh Kumar Deora, Practicing Company Secretary, having my Office at 205, 2nd Floor, Nadiadwala Market, Poddar Road, Malad(East), Mumbai-400097, appointed by the Board of **HAZIRA CARGO TERMINALS LIMITED** ("The Company") as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the Extra Ordinary General Meeting ("EGM") of the Company held *through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")* on Monday, March 20, 2022 at 12:30 p.m. (IST). I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I submit report as under:

- a) The EGM is held in compliance with the MCA Circular dated Circular No. 11/2022 dated 28th December,2022 read with Circular No. 14/2020 dated 08th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June,2021, 20/2021 dated 8th December,2021 and 03/2022 dated 5th May,2022 issued by Ministry of Corporate Affairs (MCA) regarding holding of the AGM through Video Conferencing (VC) / Other Audi-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the EGM has being sent only through electronic mode on 25th February,2023 to those Members whose e-mail addresses are registered with the Company, RTA or CDSL / NSDL ("Depositories").
- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting, provided at the EGM) to the Members on the resolutions proposed in the Notice calling the EGM of the Company was the responsibility of the Management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a



fair and transparent manner, and render a consolidated scrutinizer's report on the voting to the Chairman on the resolutions.

- c) The e-voting facility both for e-voting prior to the EGM (remote e-voting) was provided by *National Securities Depository Limited ("NSDL")* and voting at the EGM by electronics means (e-voting) was provided by *National Securities Depository Limited ("NSDL")*.
- d) The Members of the Company as on the "cut-off" date i.e., Monday, March 13, 2023 were entitled to vote on the resolution no's 1 to 3 as set out in the notice of EGM.
- e) The remote e-voting period commenced on Thursday, March 16, 2023 09:00 a.m. (IST) and concluded on Sunday, March 19, 2023 5:00 p.m. (IST).
- f) At the EGM of the Company held on Monday, March 20, 2023, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
- g) After the closure of the e-voting at the EGM, the votes cast through e-voting at the EGM and through remote e-voting prior to the date of EGM were unblocked on Monday, March 20, 2023 around 1.21 p.m. in the presence of two witnesses who are not in the employment of the Company.
- h) *I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid EGM based on the scrutiny of remote e-voting and the electronic voting at the EGM and votes cast therein based on the data downloaded from the National Securities Depository Limited ("NSDL").*
- i) The results of the Remote e-Voting together with that of the voting through electronic voting system conducted at the EGM through VC/OAVM are as under:

1. RESOLUTION NO. 1 AS A SPECIAL RESOLUTION

Approval for change in name of the Company

Particulars		No. of Members Voted		No. of Votes cast by them		Total Votes	
		Remote e-voting	Electronic Voting at EGM	Remote e-voting	Electronic Voting at EGM	No. of votes	%
(a)	Total Votes cast	68	0	62754527	0	62754527	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Absentee Votes	0	0	0	0	0	0



(d)	Total Valid Votes Cast	68	0	62754527	0	62754527	100.00
(e)	Votes "FOR" the resolution	67	0	62754498	0	62754498	100.00
(f)	Votes "AGAINST" the resolution	1	0	29	0	29	0

Thus, the Special Resolution as contained in Item No. 1 of the Notice dated 16th February, 2023 is passed with **REQUISITE MAJORITY**.

2. RESOLUTION NO. 2 AS A SPECIAL RESOLUTION

Shifting of Registered office outside local limits

Particulars	No. of Members Voted		No. of Votes cast by them		Total Votes	
	Remote e-voting	Electronic Voting at EGM	Remote e-voting	Electronic Voting at EGM	No. of votes	%
(a) Total Votes cast	68	0	62754527	0	62754527	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Absentee Votes	0	0	0	0	0	0
(d) Total Valid Votes Cast	68	0	62754527	0	62754527	100.00
(e) Votes "FOR" the resolution	67	0	62754498	0	62754498	100.00
(f) Votes "AGAINST" the resolution	1	0	29	0	29	0

Thus, the Special Resolution as contained in Item No. 2 of the Notice dated 16th February, 2023 is passed with **REQUISITE MAJORITY**.

3. RESOLUTION NO. 3 AS AN ORDINARY RESOLUTION

Appointment of Statutory Auditors



Particulars		No. of Members Voted		No. of Votes cast by them		Total Votes	
		Remote e-voting	Electronic Voting at EGM	Remote e-voting	Electronic Voting at EGM	No. of votes	%
(a)	Total Votes cast	68	0	62754527	0	62754527	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Absentee Votes	0	0	0	0	0	0
(d)	Total Valid Votes Cast	68	0	62754527	0	62754527	100.00
(e)	Votes "FOR" the resolution	67	0	62754498	0	62754498	100.00
(f)	Votes "AGAINST" the resolution	1	0	29	0	29	0

Thus, the Ordinary Resolution as contained in Item No. 3 of the Notice dated 16th February, 2023 is passed with REQUISITE MAJORITY.

All the relevant records of Voting are under my safe custody until the Chairman considers, approves and signs the Minutes of the EGM and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

Thanking You,
Sincerely,



Dinesh Kumar Deora
Practising Company Secretary
FCS No. 5683 CP No. 4119
[UDIN: F005683D003294551]



FOR HAZIRA CARGO TERMINALS LIMITED

Place: Mumbai
Date: March 20, 2023

DIRECTOR
DIN: 02285794