



FERRAO MSR & ASSOCIATES

Company Secretaries

301, Dhun Bldg., 23/25 Janmabhoomi Marg, Fort, Mumbai – 400001 . Tel No.- 022-22024367

CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through remote e-voting and e-voting during the Annual General Meeting)

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

To,

The Chairman of 08th Annual General Meeting ("08th AGM", "AGM" or e-AGM") of the Members of Salaya Bulk Terminals Limited (CIN: U61100GJ2014PLC078242), held on Thursday, 29th September, 2022 at 03:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

1. I, Martinho Ferrao, Company Secretary in Practice and Partner of Ferrao MSR & Associates, Company Secretaries (FCS: 6221), Mumbai, has been duly appointed as Scrutinizer by the Board of Directors of Salaya Bulk Terminals Limited (the "Company") for the purpose of scrutinizing the process of voting through remote e-voting and e-voting during the e-AGM under the provisions of Section 108 of the Companies Act, 2013 (as amended) (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (the "Rules") read with the General Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020, 3/2020, 39/2020 and 10/2021, 20/2021, 02/2022 and 03/ 2022 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020, 15th June, 2020, 29th September, 2020, 31st December, 2020 and 23rd June, 2021, 8th December, 2021, 05th May, 2022 and 05th May, 2022, respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars"), on the proposed resolutions contained in the Notice of 08th AGM of the Members of the Company dated 30th August, 2022 (the "Notice").
2. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and e-voting during the e-AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the 08th AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository (India) Limited ("NSDL"), the agency authorized under the Rules and engaged by the Company to provide facilities for voting through remote e-voting, VC/ OAVM facility for participation in the e-AGM and facility for e-voting during the e-AGM.

3. As confirmed by the Company, the Notice was sent through electronic mode to the Members whose email addresses are registered with the Company / Depository Participant(s) in compliance with the MCA Circulars and holding shares of the Company as on Thursday, September 22, 2022 being the cut-off date for the purpose.
4. Post- dispatch of the Notice and Annual Report 2021-22, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on September 07, 2022 in "Financial Express" (English) and "Nobat" (Gujarati) including electronic editions. The requisite advertisement pursuant to the Rules and the MCA Circulars was uploaded by the Company on www.essarports.com.
5. In terms of the Notice, the remote e-voting facility was kept open for five days from Saturday, 24th September, 2022 at 9:00 A.M. (IST) and ended on Wednesday, 28th September, 2022 at 5:00 P.M. (IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by NSDL.
6. The Members of the Company as on the "cut-off" date, i.e., 22nd September, 2022 (end of day) was entitled to vote on the resolutions proposed in the Notice.
7. At the end of the remote e-voting period on 28th September, 2022 at 5:00 P.M. (IST), the voting portal of the service provider was blocked forthwith.
8. At the 08th AGM of the Company held on 29th September, 2020, the Chairman announced that the e-voting is available for voting during the meeting by the Members attending the Meeting through VC / OAVM facility and who have not participated in the remote e-voting and were otherwise not barred from voting. After all the business was transacted, the Chairman announced that the said e-voting is available for 15 minutes after conclusion of the AGM.
9. Immediately after the conclusion of the e-voting during the e-AGM on the 29th September, 2022, the electronic votes cast were unblocked by me in the presence of two witnesses (who are not in employment of the Company). Subsequently, the votes cast were reconciled with the records maintained by the Company and the authorizations lodged with the Company.
10. Thereafter, the details containing, inter alia, list of the Members, who voted "for" or "against" on each of the resolutions that were put to vote, were derived from the report generated from the e-voting website of NSDL, including votes cast by the Members during the e-AGM.



11. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the AGM as under:-

Ordinary Business:

Item No. 1	<p>a. To receive, consider and adopt the Audited Standalone Profit and Loss Account for the year ended March 31, 2022 and the Audited Balance Sheet and Cash Flow Statement as on that date together with the schedules and notes thereto and the Reports of the Board of Directors and Auditors thereon.</p> <p>b. To receive, consider and adopt the Audited Consolidated Profit and Loss Account for the year ended March 31, 2022 and the Audited Balance Sheet and Cash Flow Statement as on that date together with the schedules and notes thereto and the Report of the Auditors thereon.</p>						
Resolution Required	Ordinary Resolution						
Particulars	Remote E-Voting		E-Voting during the e-AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	120	18830306	1	1	121	18830307	99.9989
Dissent	14	209	0	0	14	209	0.0011
Total Valid Votes Cast	134	18830515	1	1	135	18830516	100
Invalid Votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0

Item No. 2	To appoint a Director in the place of Shri. Amit Bapna (DIN 00008443) who retires by rotation and being eligible, offers himself for re-appointment.						
Resolution Required	Ordinary Resolution						
Particulars	Remote E-Voting		E-Voting during the e-AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	117	18830297	1	1	118	18830298	99.9988
Dissent	17	218	0	0	17	218	0.0012
Total Valid Votes Cast	134	18830515	1	1	135	18830516	100
Invalid Votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0

Item No. 3	To re-appoint Capt. B.S. Kumar (DIN 00284649), Independent Director of the Company.						
Resolution Required	Special Resolution						
Particulars	Remote E-Voting		E-Voting during the e-AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	117	18830297	1	1	118	18830298	99.9988
Dissent	17	218	0	0	17	218	0.0012
Total Valid Votes Cast	134	18830515	1	1	135	18830516	100
Invalid Votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0

Item No. 4	To re-appoint Dr. Jose Paul (DIN 01256347), Independent Director of the Company						
Resolution Required	Special Resolution						
Particulars	Remote E-Voting		E-Voting during the e-AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	117	18830297	1	1	118	18830298	99.9988
Dissent	17	218	0	0	17	218	0.0012
Total Valid Votes Cast	134	18830515	1	1	135	18830516	100
Invalid Votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0



Item No. 5	To approve the Alteration of Articles of Association.						
Resolution Required	Special Resolution						
Particulars	Remote E-Voting		E-Voting during the e-AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	119	18830293	1	1	120	18830294	99.9988
Dissent	15	222	0	0	15	222	0.0012
Total Valid Votes Cast	134	18830515	1	1	135	18830516	100
Invalid Votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0

Based on the aforesaid results, the resolution no.(s) 1 to 5 as contained in the Notice have been passed with the requisite majority.

A pen drive containing a list of equity shareholders who voted "FOR", "AGAINST", "ABSTAINED" and those whose votes were declared "INVALID" for each resolution is enclosed.

Thanking you,

Yours faithfully,

**For Ferrao MSR & Associates
Company Secretaries**


Martinho Ferrao
Partner

Membership No.: FCS 6221
C.P. No.: 5676
UDIN: F006221D001093307

Place: Mumbai

Date: 30th September, 2022

Countersigned by:
For Salaya Bulk Terminals Limited


Chairman X