

ESSAR PORTS LIMITED

Regd. Office: Salaya Administrative Building, ER-2 Building, Salaya, Taluka Khambhalia, District Devbhomi Dwarka, Jamnagar, Gujarat - 361305, India., **Tel:** +91 22 66601100
Email: epl.secretarial@essarport.co.in **Web:** www.essarports.com
CIN.: U85110GJ1975PLC054824

NOTICE

Notice is hereby given to the Members that on December 07, 2018, the Company has completed the dispatch of the Notice of Postal Ballot dated December 06, 2018 the Explanatory Statement with respect to the Special Resolutions to be passed through postal ballot under section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, along with the Postal Ballot Form ("Form") and a self-addressed, postage pre-paid business reply envelope to all the shareholders of the Company, at their registered address, for seeking approval of the Shareholders by postal ballot, including e-voting by electronic means for the following matters:

Item No.	Type of Resolution	Particulars
1.	Special	To approve the Alteration of Articles of Association
2.	Special	To ratify the issuance and allotment of compulsorily convertible debentures.
3.	Special	To ratify the issuance and allotment of 0.01% cumulative compulsorily convertible participating preference shares.
4.	Special	To amend the terms of 0.01% cumulative compulsorily convertible participating preference shares
5.	Special	Variation of the terms of Compulsorily Convertible Debentures
6.	Special	To approve the issuance and allotment of cumulative compulsorily convertible participating preference shares to such person as may be nominated by VTB Bank.

The Board of Directors of the Company has appointed M/s Robert Pavrey & Associates, practicing company secretary as scrutinizer for conducting the postal ballot process in a fair and transparent manner. The Voting rights of the Members have been reckoned as on November 30, 2018 (cut-off date).

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide electronic voting facility to the shareholders of the Company.

In compliance with the provisions of section 110 of the Act and the rules framed there under, the members are provided with the facility to cast their vote electronically. The e-voting services are provided by CDSL. The details pursuant to the provisions of the Act and the Rules are given hereunder:-

- 1) Date of completion of dispatch of Notice: December 07, 2018
- 2) Date and time of commencement of voting through electronic means: Saturday 08, 2018 (9:00 a.m. Indian Standard Time).
- 3) Date and time of end of voting through electronic means: Sunday, January 06, 2019 (5:00 p.m. Indian Standard Time).
- 4) Voting through electronic means shall not be allowed beyond 5:00 p.m. Indian Standard Time on Sunday, January 06, 2019. The postal ballot forms should reach the Scrutinizer not later than the close of business hours i.e. 5:00 p.m. on Sunday, January 06, 2019. The Postal Ballot forms received thereafter shall not be considered.
- 5) The Postal Ballot Notice is available on the Company's website www.essarports.com and CDSL website www.evotingindia.com.
- 6) The members who have not received the Postal Ballot Forms may send a request to the Company on epl.secretarial@essarport.co.in by mentioning Folio No./DP id and Client Id No.

In case of any queries related with voting via Postal Ballot/ e-voting, the Shareholders may mail to Neelam Jagdish Thanvi, Company Secretary of the Company at neelamv@essarport.co.in or call at +91 90825 69742/91 22 6660 1393 and/or mail to our Registrar and Transfer Agent i.e. Data Software Research Company Private Limited at support@dsrc-cid.in or call at +91-44-4510 5120/+91-44-2821 3738/+91-44-2821 4487.

Yours Faithfully
For Essar Ports Limited
Sd/-
Neelam Jagdish Thanvi
Company Secretary
M.N.: F7045

Place: Mumbai
Date : December 07, 2018