



FERRAO MSR & ASSOCIATES

Company Secretaries

301, Dhun Building, 23/25 Janmabhoomi Marg, Fort, Mumbai - 400001. Tel No.: 022 2202 4367

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 10th Annual General Meeting ("10thAGM", "AGM" or e-AGM") of the Members of **Salaya Bulk Terminals Limited** (CIN: U61100GJ2014PLC078242), held on **Friday, 27th September, 2024** at 03:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir/Ma'am,

1. I, Martinho Ferrao, a Company Secretary in Practice and Proprietor of Martinho Ferrao & Associates, Company Secretaries (FCS: 6221 and C.P. No.: 5676), 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") and pursuant to General Circulars No. 14/2020 dated 08.04.2020, 17 /2020 dated 13.04.2020, 20/2020 dated 05.05.2020, 2/2021 dated 13.01.2021, 2/2022 dated 05.05.2022, 10/2022 dated 28.12.2022 and 09/20203 dated 25.09.2023, respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars"), on the proposed resolutions contained in the Notice of 10thAGM of the Members of the Company dated 24th July, 2024 (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 10thAGM 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 Friday 20th September, 2024, being the cut-off date for the purpose.
4. Post- dispatch of the Notice and Annual Report 2023-24, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on September 4, 2024 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 Sunday, September 22, 2024 at 09:00 A.M. IST and end on Thursday, September 26, 2024 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., 20th September, 2024 (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 26th September, 2024 at 5:00 P.M. (IST), the voting portal of the service provider was blocked forthwith.
8. At the 10th AGM of the Company held on 27th September, 2024, 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 final 15 minutes.
9. Immediately after the conclusion of the e-voting during the e-AGM on the 27th September, 2024, 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, 2024 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 (Financial Statements).</p> <p>b. To receive, consider and adopt the Audited Consolidated Profit and Loss Account for the year ended March 31, 2024 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 (Consolidated Financial Statements).</p>						
Resolution Required	Ordinary Resolution						
Particulars	Remote E-Voting		E-Voting during the e-AGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	87	20934118	1	23	88	20934141	99.9997
Dissent	6	57	0	0	6	57	0.0003
Total Valid Votes Cast	93	20934175	1	23	94	20934198	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. Bhaven Bhatt (DIN 06771031) 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	81	20934084	1	23	82	20934107	99.9996
Dissent	12	91	0	0	12	91	0.0004
Total Valid Votes Cast	93	20934175	1	23	94	20934198	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 2 as contained in the Notice have been passed with the requisite majority.

Thanking you,
Yours faithfully,

For Ferrao MSR & Associates,
Company Secretaries


Martinho Ferrao
Partner



Membership No.: FCS 6221

C.P. No.: 5676

Firm Reg. No. P2016MH055100

UDIN: F006221F001382530

For Salaya Bulk Terminals Limited


Rajiv Agarwal
Chairman of the Annual General Meeting

Place: Mumbai

Date: 30th September, 2024