

PROCEEDINGS OF EXTRA ORDINARY GENERAL MEETING OF CONTINENTAL MULTIMODAL TERMINALS PRIVATE LIMITED

Date	:	10 August 2020
Day	:	Monday
Time	:	10:00 A.M.
Venue	:	FLAT NO. G 269, G WING, RAGHUNATH VIHAR ARMY CHS LTD. SECTOR 14, KHARGHAR, NAVI MUMBAI – 410 210 MAHARASHTRA
Mode of Participation	:	Video Conferencing – Microsoft Teams

The Company Secretary informed the Members and participants that the meeting is being recorded as statutorily required under the Companies Act, 2013 and the Register of Proxies and Representations, the Register of Directors' shareholdings and Altered Memorandum of Association of the Company were available for inspection by the Members electronically.

The Company Secretary welcomed all the Members and other participants to the Extra Ordinary General Meeting ("EGM/Meeting") of Continental Multimodal Terminals Private Limited held on Monday, August 10, 2020 at 10.00 A.M. at Flat No. G -269, G Wing, Raghunath Vihar Army CHS Limited, Sector 14, Kharghar, Navi Mumbai – 410210, MH, being held through Video Conferencing via Microsoft Teams as permitted under the law considering the COVID-19 issue.

The Company Secretary welcomed the Chairman and requested him to take the chair.

The Chairman took the chair and confirmed his presence, location of participation, receipt of EGM notice with relevant materials and that no one other than him was having access to the proceedings of the meeting.

The Company Secretary informed the Members and other participants that due Notice of the meeting was given to all the Members, Directors, Statutory Auditors and Key Managerial Personnel of the Company, consent for calling meeting at Shorter Notice was received from the requisite number of members of the Company and requested them to identify themselves for the record before speaking on any item in the Notice and record their presence at the meeting.

The Members, Directors, Auditor and Key Managerial Personnel confirmed their presence, location of participation, receipt of EGM notice and that no one other than them was having access to the proceedings of the meeting.

The following members were present:

1. Mr. Kevin D'Souza (Corporate Representative of Continental Warehousing Corporation (Nhava Seva) Limited) - Member
2. Mr. Chandrapal Singh Yadav (Chairman & Director, Member and Corporate Representative of Kribhco Infrastructure Limited) - Member

- | | | |
|----------------------------|---|--------|
| 3. Ms. Sonia Chibber | - | Member |
| 4. Mr. Vikram Vinod Gupta | - | Member |
| 5. Mr. Pradyuman N Mali | - | Member |
| 6. Mr. Chetan Kumar Pandey | - | Member |

DIRCTORS PRESENT:

- | | | |
|-------------------------|---|----------------------|
| 1. Mr. N Amrutesh Reddy | - | Director |
| 2. Ms. Aparna Chablani | - | Independent Director |

IN ATTENDENCE:

- | | | |
|-------------------------------------|---|-------------------------|
| 1. Mr. Mahesh Adapa | - | Chief Executive Officer |
| 2. Mr. Naveen Singhal | - | Company Secretary |
| 3. Mr. Ravi Berlia (BSR & Co., LLP) | - | Statutory Auditors |

The Company Secretary informed that the Company has called this EGM in compliance with the requirements set out in General Circular No. 14/2020 dated 8 April 2020 and General Circular No. 17/2020 dated 13 April 2020, issued by the Ministry of Corporate Affairs and that the Company has made all efforts feasible under the current circumstances to enable its Members to participate in this general meeting. Invite of the meeting was sent to all the Members, Directors, Auditor and Key Managerial Personnel to attend meeting through Video Conferencing via Microsoft Teams. The facility for joining meeting was kept open 15 minutes before the scheduled time to start the meeting and up to 15 minutes after the scheduled time.

The Chairman declared that the quorum was present and called the meeting to be in order.

The Notice of the meeting was taken as read with the permission of the Members.

Thereafter, the Chairman advised the Members present to take up the business as per the agenda given in the notice of the meeting.

ITEM NO. 1

The Members were informed that the Company is proposing Rights Issue of equity shares for meeting its requirement for capital expenditure i.e. acquisition of land and other general corporate purposes and in order to issue equity shares it is necessary to increase the Authorised Share Capital of the Company from the existing INR 1,500,000,000 (Rupees One Hundred Fifty Crore Only) to INR 1,850,000,000 (Rupees One Hundred Eighty Five Crore Only).

Subsequent to the increase in the Authorised Share Capital, Clause V of the Memorandum of Association of the Company would have to be altered accordingly.

A copy of the altered Memorandum of Association of the Company were kept open for inspection electronically by the Members upto the date of the Extra Ordinary General Meeting and at the Meeting.

The Members were further informed that in terms of Section 13 read with Section 61 of the Companies Act, 2013, the alteration of Memorandum of Association to increase in Authorised

Share Capital shall be approved in general meeting of the Members. The Members were advised that Directors of the Company recommended for passing an Ordinary Resolution for increase in Authorised Share Capital and consequent amendment of Memorandum of Association of the Company.

Mr. Kevin D'Souza, proposed the resolution to approve increase in Authorised Share Capital and consequent amendment of Memorandum of Association of the Company.

Ms. Sonia Chibber seconded the resolution.

The resolution was put to Vote and all the Members approved the resolution by show of hands and the Chairman declared the same as having been carried unanimously.

Since there was no other business to be transacted, Chairman declared that the meeting as concluded.

The Company Secretary requested the Members and Corporation Representatives attending the meeting through video conferencing to confirm that there was no disruption in the communication link during the meeting and they were able to hear and see the other participants clearly during the course of the meeting and that the resolution was approved unanimously by them present at the meeting.

All the Members and Corporate Representatives confirmed the same.

Chairman declared that the requisite quorum was present throughout the Meeting and that the resolution has been passed unanimously.

Vote of thanks:

The Chairman thanked all Members, Directors, Company Secretary, Auditors and Key Managerial Personnel for attending the meeting.

The meeting was concluded at 10.24 a.m. with vote of thanks to the chair.