

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

Date	:	22 May, 2020
Day	:	Friday
Time	:	12:00 Noon
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 welcomed all the members, directors, statutory auditors and Key Managerial Personnel to the Extra Ordinary General Meeting (“EGM/Meeting”) of Continental Multimodal Terminals Private Limited held on Friday, May 22, 2020 at 12.00 Noon at Flat No. G -269, G Wing, Raghunath Vihar Army CHS Limited, Sector 14, Kharghar, Navi Mumbai – 410210, MH and informed that the meeting was called through Video Conferencing – 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 attending or having access to the proceedings of the meeting.

The Company Secretary announced that this meeting is being recorded as statutorily required under the Companies Act, 2013 and the Register of Proxies and Representations and the Register of Directors’ shareholdings were available for inspection by the Members electronically.

The Company Secretary further announced that due notice of the meeting was given to all the members, directors, statutory auditors and Key Managerial Personnel of the Company and consent for calling meeting at Shorter Notice was received from the requisite number of members of the Company. The members took note of the same.

The Company Secretary requested all the members, directors, auditor and Key Managerial Personnel to identify themselves for the record before speaking on any item in the EGM 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 attending or 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

- | | | |
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| 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 |

ALSO PRESENT:

- | | | |
|-----------------------------|---|----------------------|
| 1. Mr. Naidu Amrutesh Reddy | - | Director |
| 2. Mr. Chandrashekhar Pitre | - | Director |
| 3. Ms. Aparna Chablani | - | Independent Director |
| 4. Mr. Devang Mankodi | - | Independent Director |

IN ATTENDANCE:

- | | | |
|--|---|-------------------------|
| 1. Mr. Mahesh Adapa | - | Chief Executive Officer |
| 2. Mr. Naveen Singhal | - | Company Secretary |
| 3. Ms. Mansi Pardiwalla (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. In compliance of the circulars, 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 – 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 members.

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

ITEM NO. 1

The Company Secretary informed the Members that the Board of Directors of the Company at its meeting held on February 27, 2020 appointed BSR & Co. LLP, Chartered Accountants (Firm Registration Number – 101248W/W-100022) as Statutory Auditors of the Company for financial year 2019-20 who shall hold the office till the conclusion of the next Annual General Meeting, pursuant to resignation of IVS and Associates, Chartered Accountants (Firm Registration No. 011572S) as Statutory Auditors of the Company with effect from February 6, 2020.

The Members were further informed that in terms of Section 139(8) of the Companies Act, 2013 if casual vacancy is as a result of the resignation of a Statuary Auditors, such appointment shall

also be approved by the Company at a general meeting. The Members were advised that the Directors have recommended passing an Ordinary Resolution for appointment of BSR & Co. LLP, Chartered Accountants (Firm Registration Number - 101248W/W-100022) as Statutory Auditors of the Company.

1. To appoint BSR & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

Mr. Kevin James D'Souza proposed the resolution to approve appointment of BSR & Co. LLP as Statutory Auditors 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 members attending the meeting through video conferencing to confirm that there was no disruption in the communication link during the meeting and all members were able to hear and see the other participants clearly during the course of the meeting and that the resolution was approved unanimously by the members present at the meeting.

All the members and Corporate Representatives confirmed the same one by one.

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, Company Secretary, Auditors and Key Managerial Personnel for attending the meeting.

The meeting was concluded at 12.18 p.m. with vote of thanks to the chair.