



Navratna Company  
(ISO 9001:2015, ISO 14001:2015  
& ISO 45001:2018 Certified)

## भारतीय नौवहन निगम लिमिटेड

(भारत सरकार का उद्यम)

पंजीकृत कार्यालय: शिपिंग हाउस, 245 मादाम कामा रोड, मुंबई - 400 021.  
फोन: 91-22 2202 6666, 2277 2000 • वेबसाइट: www.shipindia.com

### The Shipping Corporation Of India Ltd.

(A GOVERNMENT OF INDIA ENTERPRISE)

Regd. Office: Shipping House, 245, Madame Cama Road, Mumbai-400 021.

Ph: 91-22 2202 6666, 2277 2000 • Website: www.shipindia.com



सीआईएन/CIN-L63030MH1950G01008033

Ref.No: A10-SEC- BD-808/72<sup>nd</sup> AGM

Date: 28.09.2022

To,

Corporate Relationship Department <b>Bombay Stock Exchange Ltd,</b> 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Fort, Mumbai – 400 001	The Manager, Listing Department, <b>National Stock Exchange of India Ltd.,</b> 'Exchange Plaza' Bandra - Kurla Complex, Bandra (East), MUMBAI – 400 051
<b>Scrip Code – 523598</b>	<b>Trading Symbol - SCI</b>

Dear Sir/Madam,

#### **Sub: Outcome and Proceedings of 72<sup>nd</sup> Annual General Meeting**

Pursuant to Regulation 30 and Schedule III, Part A, Para A 13 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith proceedings of the 72<sup>nd</sup> Annual General Meeting of Shipping Corporation of India Ltd held on Wednesday, September 28, 2022 at 12.00 hours IST at its Registered office at "Shipping House", 245, Madame Cama Road, Mumbai - 400021 and also through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")..

Submitted for your information. Kindly take the same on record.

Thanking You,

Yours faithfully,  
For **Shipping Corporation of India Limited**

**Smt. Swapnita Vikas Yadav**  
Company Secretary and Compliance Officer

## **PROCEEDINGS OF THE 72<sup>nd</sup> ANNUAL GENERAL MEETING**

### **1) Day, Date, Time and Venue of the Annual General Meeting:**

- In compliance with various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI), the 72<sup>nd</sup> Annual General Meeting ("AGM"/ "Meeting") of the Company was held on Wednesday, September 28, 2022 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")
- The Meeting commenced on 1200 hours IST and concluded at 1355 hours IST on the same day.
- The deemed venue for the AGM is the place from where the Chairman of the Company conducted the AGM.

### **2) Manner of approval of Agenda Items:**

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to its Members from 25<sup>th</sup> September, 2022 0900 hours to 27<sup>th</sup> September, 2022 1700 hours, to cast votes electronically on all the resolutions set out in the Notice.
- Further, e-voting facility was made available during the AGM and was also kept open for 15 minutes after the AGM to the Members who were present at the Meeting through VC/ OAVM and who did not cast votes through remote e-voting.

### **3) Brief about the Chairman, Quorum, compliance regarding calling, convening and conducting the Meeting etc.**

- Capt B. K. Tyagi, Chairman & Managing Director and Director (Liner & Passenger Services) Addl. Charge who attended the Meeting from the Registered Office of the Company, took the Chair as Chairman of the 72<sup>nd</sup> AGM and called the AGM in order.
- Smt Swapnita Vikas Yadav, Company Secretary and Compliance Officer informed that the requisite quorum was present to commence the Meeting (30 Members in terms of section 103 of the Companies Act, 2013)
- The Chairman informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC/ OAVM. He further confirmed that this Meeting was called, convened and conducted in accordance with the circulars issued by Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) as well as in compliance of the Companies Act, the Rules and secretarial standards made there under.
- The Chairman informed that, all necessary steps had been taken by the Company so that members can attend and vote without any hassle. He also stated that the



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Company had kept the registration window open well before the scheduled time of AGM. He also informed that the Company had tied up with National Securities Depositories Limited (NSDL) to provide the facility of remote e-voting, e-voting during the AGM as well as assistance to Shareholders for participation in the AGM through VC/OAVM platform.

- e) The Chairman thereafter introduced Whole-time Directors, Company Secretary, Legal Head and CFO who were attending Meeting from the 'Deemed Venue'. He also introduced Shri Vanlalthuom, Representative of the President of India, Chairman of Audit Committee, Chairman of Nomination and Remuneration Committee and Chairman of Stakeholders' Relationship Committee, along with the Scrutinizer and Statutory Auditors who joined Meeting through VC/ OAVM platform.
  - f) The Chairman, thereafter, stated that Members who desirous to inspect the Minutes book, the Register of Directors and Key Managerial Personnel or any other statutory books and records may send their request to Board Secretariat Division at [sci.cs@sci.co.in](mailto:sci.cs@sci.co.in). He also informed that Members can view the Audited Financial Statements of the Company for the FY 2021-2022 on the website of the Company.
  - g) The Chairman informed that remote e-voting commenced on 25.09.2022 at 0900 hours and ended on 27.09.2022 at 1700 hours. He further stated that those Shareholders who could not avail the facility of remote e-voting and are eligible to vote, may cast their votes during the AGM, which was kept open till 15 minutes after the conclusion of AGM.
  - h) Chairman also informed the Shareholders that the Board had appointed M/s Mehta and Mehta, Company Secretaries as Scrutinizer. Ms. Ashwini Inamdar (Membership No. F 9409), Partner will represent Mehta & Mehta, Company Secretaries in the 72<sup>nd</sup> AGM.
  - i) With the permission of the Shareholders, the Notice calling the Meeting was taken as read as it was circulated to all Shareholders of the Company within the statutory time period.
  - j) Company Secretary read the observations in the Secretarial Auditors' Report for FY 2021-2022 and the Managements Reply thereto.
  - k) The Chairman thereafter briefed the Shareholders about the, Shipping market scenario of FY 2021-22, brief about Company's Financial performance during FY 2021-22 and financial results during Q1 of FY 2022-23, Dividend, Corporate Governance, Acquisitions and Disposals, Inland & Coastal Shipping Limited, Strategic Disinvestment of SCI, Landmark achievements, future business outlook of the Company and Other Developments.
- 4) The Chairman thereafter invited and addressed the queries from the Shareholders who had registered themselves as speaker shareholders

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#### 5) Items of business transacted at the Meeting and voting results thereof are as follows:

##### I. ORDINARY BUSINESS

- To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.
- To approve and declare Dividend of Re.0.33/- per Equity Shares of Rs.10/- each for the Financial Year 2021-22.
- To appoint a Director in place of Capt B. K. Tyagi (DIN: 08966904) who retires by rotation at this Meeting and being eligible, offers himself for re-appointment.
- To fix remuneration of Auditors for the Financial Year 2022-23.

##### II. SPECIAL BUSINESS

- Appointment of Shri Prabir Kumar Gangopadhyay (DIN: 09310988) as Whole-time Director of the Company.
  - Appointment of Shri Gulabbhai Lakhubhai Rohit (DIN: 08916645) as a Non-official (Independent) Director of the Company.
  - Appointment of Dr. Anil Kumar Misra (DIN: 09427416) as a Non-official (Independent) Director of the Company.
  - Appointment of Ms. Arunima Dwivedi (DIN: 09427417) as a Non-official (Independent) Director of the Company.
  - Appointment of Shri Shreekanth Tejappa Pattar (DIN: 09427418) as a Non-official (Independent) Director of the Company.
  - Appointment of Shri Nageswara Pramod Chakravarthy Kalla (DIN: 09427415) as a Non-official (Independent) Director of the Company.
  - To ratify transaction under Section 185 of the Companies Act, 2013.
- 6) The Chairman informed that combined voting result will be announced within two working days from the conclusion of the Meeting on the website of stock exchanges [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com) and the same will also be displayed on the website of the Company [www.shipindia.com](http://www.shipindia.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- 7) Shri Vanlalhuom, Representative of Government of India on a request from the Chairman gave vote of thanks.
- 8) The Chairman thereafter thanked the Members for attending and participating in the Meeting and declared the Meeting as concluded.