

Date: December 24, 2019

The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Fax: +91 22 2272 2082/3132

BSE Code: 533704

The Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra Kurla Complex

Bandra (E) Fax: +91 22 2659 8237/38

Mumbai - 400 051

NSE Code: ESSARSHPNG

Essar Shipping Limited Essar House 11 K. K. Marg Mahalaxmi Mumbai - 400 034 India

Corporate Identity Number L61200GJ2010PLC060285

T +91 22 6660 1100 F +91 22 2354 4312 www.essar.com

The Manager
Wholesale Debt Department
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra Kurla Complex

Bandra (E) Fax: +91 22 2659 8237/38

Mumbai – 400 051 NSE Code: ESSARSHPNG

**Subject:** Voting results and Scrutinizer's Report of remote e-voting process and voting by poll conducted at the Ninth Annual General Meeting.

Please find enclosed the details of the consolidated voting results i.e. results of remote e-voting and voting by poll conducted at the Ninth AGM of the Company held on Monday, December 23, 2019 at the registered office of the Company in the format prescribed under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report.

Request you to kindly take the same on your records.

Thanking you,

Yours faithfully,

For Essar Shipping Limited

GHIPP/NG W MUMBAI TO

Jyotsña Gupta

Company\Secretary & Compliance Officer

ACS: 23899

Encl.: A/a.

Essar Shipping Limited

Registered Office: EBTSL Premises, ER-2 Building (Admn Bldg.), Salaya, 44KM, PO Box No. 7, Taluka Khambhalia, Devbhumi Dwarka, Gujarat-361305 T +91 2833 661444

F +91 2833 661366

|  |                   |                           | Voting Resul            | ts                               |                                       |                            |                                      |                                    |  |
|--|-------------------|---------------------------|-------------------------|----------------------------------|---------------------------------------|----------------------------|--------------------------------------|------------------------------------|--|
| Date of the AGM/EGM                        |                   |                           | 23-12-2019              |                                  |                                       |                            |                                      |                                    |  |
| Total number of shareholders on record da  | ate (16-12-2019)  |                           | 85182                   |                                  |                                       |                            |                                      |                                    |  |
| No. of shareholders present in the meeting |                   | or through                | 40                      |                                  |                                       |                            |                                      |                                    |  |
| proxy:                                     |                   | _                         |                         |                                  |                                       |                            |                                      |                                    |  |
| Promoters and Promoter Group:              |                   |                           | 2                       |                                  |                                       |                            |                                      |                                    |  |
| Public:                                    |                   |                           | 38                      |                                  |                                       |                            |                                      |                                    |  |
| No. of Shareholders attended the meeting   | through Video Co  | nferencing                | Nil                     |                                  |                                       |                            |                                      |                                    |  |
| Promoters and Promoter Group:              |                   |                           |                         |                                  |                                       |                            |                                      |                                    |  |
| Public:                                    |                   |                           |                         |                                  |                                       |                            |                                      |                                    |  |
|  |                   |                           |                         |                                  |                                       |                            |                                      |                                    |  |
| Resolution No.                             | 1                 |                           |                         |                                  |                                       |                            |                                      |                                    |  |
| Resolution required:                       | Ordinary          |                           |                         |                                  |                                       |                            |                                      |                                    |  |
| Whether promoter/ promoter group are       | No                |                           |                         |                                  |                                       |                            |                                      |                                    |  |
| interested in the agenda/resolution?       |                   |                           |                         |                                  |                                       |                            |                                      |                                    |  |
| Category                                   | Mode of Voting    | No. of shares<br>held (1) | No. of votes polled (2) | % of Votes Polled on outstanding | No. of Votes – in favour (4)          | No. of Votes – against (5) | % of Votes in favour on votes polled | % of Votes against on votes polled |  |
|  |                   |                           |                         | shares<br>(3)=[(2)/(1)]*<br>100  |                                       |                            | ·                                    | (7)=[(5)/(2)]*10<br>0              |  |
| Promoter and Promoter Group                | E-Voting          | 153,920,826               |                         |                                  |                                       | 0                          |                                      |                                    |  |
|  | Poll              |                           | 145,768,773             | 94.70                            | 145,768,773                           |                            | 100.000                              | 0.000                              |  |
|  | Postal Ballot (if |                           |                         |                                  |                                       |                            |                                      |                                    |  |
|  | applicable)       |                           |                         |                                  |                                       |                            |                                      |                                    |  |
|  | Total             | 153,920,826               | 145,768,773             | 94.70                            | 145,768,773                           | 0                          | 100.000                              | 0.000                              |  |
| Public- Institutions                       | E-Voting          | 18,842,573                |                         |                                  |                                       |                            |                                      |                                    |  |
|  | Poll              |                           |                         |                                  |                                       |                            |                                      |                                    |  |
|  | Postal Ballot (if |                           |                         |                                  |                                       |                            |                                      |                                    |  |
|  | applicable)       |                           |                         |                                  |                                       |                            |                                      |                                    |  |
|  | Total             | 18,842,573                | 0                       | 0.00                             |                                       | 0                          | 0                                    |                                    |  |
| Public- Non Institutions                   | E-Voting          | 34,212,673                | 2,862                   | 0.01                             | 2,759                                 | 103                        | 96.401                               | 3.599                              |  |
|  | Poll              |                           | 197                     | 0.00                             | 197                                   | 0                          | 100.000                              | 0.000                              |  |
|  | Postal Ballot (if |                           |                         |                                  |                                       |                            |                                      |                                    |  |
|  | applicable)       | 04.212.5==                |                         |                                  |                                       |                            |                                      | 2.2                                |  |
|  | Total             | 34,212,673                | · ·                     |                                  | · · · · · · · · · · · · · · · · · · · |                            |                                      |                                    |  |
|  | Total             | 206,976,072               | 145,771,832             | 70.43                            | 145,771,729                           | 103                        | 100.000                              | 0.000                              |  |
|  |                   |                           |                         |                                  |                                       |                            |                                      |                                    |  |

| Resolution No.  | 2   |                           |                            |  |                                 |                               |   |   |
|---|---|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution required:  | Ordinary                                    |                           |                            |  |                                 |                               |   |   |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No  |                           |                            |  |                                 |                               |   |   |
| Category  | Mode of Voting                              | No. of shares<br>held (1) | No. of votes<br>polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes –<br>in favour (4) | No. of Votes –<br>against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*10 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 |
| Promoter and Promoter Group   | E-Voting Poll Postal Ballot (if applicable) | 153,920,826               | 145,768,773                | 94.70  | 145,768,773                     | 0                             | 100.000   | 0.000   |
|   | Total                                       | 153,920,826               | 145,768,773                | 94.70  | 145,768,773                     | 0                             | 100.000   | 0.000   |
| Public- Institutions  | E-Voting Poll Postal Ballot (if applicable) | 18,842,573                |                            |  |                                 | 0                             |   |   |
|   | Total                                       | 18,842,573                | 0                          | 0.00   | 0                               | 0                             | 0   | 0   |
| Public- Non Institutions  | E-Voting Poll Postal Ballot (if applicable) | 34,212,673                | 2,862<br>197               |  | 2,701<br>197                    | 161<br>0                      | 94.375<br>100.000                                     | 5.625<br>0.000  |
|   | Total                                       | 34,212,673                | 3,059                      | 0.01   | 2,898                           | 161                           | 94.737  | 5.263   |
|   | Total                                       | 206,976,072               |                            |  |                                 | 161                           | 100.000   | 0.000   |

| Resolution No.  | 3                             |                           |                         |  |                                 |                            |   |   |
|---|-------------------------------|---------------------------|-------------------------|--|---------------------------------|----------------------------|---|---|
| Resolution required:  | Special Resolution            | on                        |                         |  |                                 |                            |   |   |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No                            |                           |                         |  |                                 |                            |   |   |
| Category  | Mode of Voting                | No. of shares<br>held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes –<br>in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*10 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 |
| Promoter and Promoter Group   | E-Voting                      | 153,920,826               |                         |  |                                 | 0                          |   |   |
|   | Poll                          |                           | 145,768,773             | 94.70  | 145,768,773                     |                            | 100.000   | 0.000   |
|   | Postal Ballot (if             |                           |                         |  |                                 |                            |   |   |
|   | applicable)                   |                           |                         |  |                                 |                            |   |   |
|   | Total                         | 153,920,826               | 145,768,773             | 94.70  | 145,768,773                     | 0                          | 100.000   | 0.000   |
| Public- Institutions  | E-Voting                      | 18,842,573                |                         | 0.00   |                                 |                            |   |   |
|   | Poll                          |                           |                         |  |                                 |                            |   |   |
|   | Postal Ballot (if applicable) |                           |                         |  |                                 |                            |   |   |
|   | Total                         | 18,842,573                | 0                       | 0.00   | 0                               | 0                          | 0   | 0   |
| Public- Non Institutions  | E-Voting                      | 34,212,673                | 2,862                   | 0.01   | 2,675                           | 187                        | 93.466  | 6.534   |
|   | Poll                          |                           | 197                     | 0.00   | 197                             | 0                          | 100.000   | 0.000   |
|   | Postal Ballot (if applicable) |                           |                         |  |                                 |                            |   |   |
|   | Total                         | 34,212,673                | 3,059                   | 0.01   | 2,872                           | 187                        | 93.887  | 6.113   |
|   | Total                         | 206,976,072               | 145,771,832             | 70.43  | 145,771,645                     | 187                        | 100.000   | 0.000   |

| Resolution No.  | 4  |                           |                         |  |                                 |                               |   |   |
|---|--|---------------------------|-------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution required:  | Special Resoluti                         | on                        |                         |  |                                 |                               |   |   |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No                                       |                           |                         |  |                                 |                               |   |   |
| Category  | Mode of Voting                           | No. of shares<br>held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes –<br>in favour (4) | No. of Votes –<br>against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*10 0 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 |
| Promoter and Promoter Group   | E-Voting                                 | 153,920,826               |                         | 0.00   |                                 | 0                             |   |   |
|   | Poll<br>Postal Ballot (if<br>applicable) |                           | 145,768,773             | 94.70  | 145,768,773                     |                               | 100.000   | 0.000   |
|   | Total                                    | 153,920,826               | 145,768,773             | 94.70  | 145,768,773                     | 0                             | 100.000   | 0.000   |
| Public- Institutions  | Poll Postal Ballot (if applicable)       | 18,842,573                |                         | 0.00   | 0                               | 0                             | 0.000   | 0.000   |
|   | Total                                    | 18,842,573                | 0                       | 0.00   | 0                               | 0                             | 0.000   | 0.000   |
| Public- Non Institutions  | E-Voting                                 | 34,212,673                | 2,862                   | 0.01   | 2,759                           |                               | 96.401  | 3.599   |
|   | Poll Postal Ballot (if applicable)       |                           | 197                     | 0.00   | 197                             | 0                             | 100.000   | 0.000   |
|   | Total                                    | 34,212,673                | 3,059                   | 0.01   | 2,956                           | 103                           | 96.633  | 3.367   |
|   | Total                                    | 206,976,072               | 145,771,832             | 70.43  | 145,771,729                     | 103                           | 100.000   | 0.000   |

| Resolution No.  | 5   |                           |                            |  |                                 |                               |   |   |
|---|---|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution required:  | Special Resoluti                            | on                        |                            |  |                                 |                               |   |   |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No  |                           |                            |  |                                 |                               |   |   |
| Category  | Mode of Voting                              | No. of shares<br>held (1) | No. of votes<br>polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes –<br>in favour (4) | No. of Votes –<br>against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*10 | % of Votes against on votes polled (7)=[(5)/(2)]*10 |
| Promoter and Promoter Group   | E-Voting Poll Postal Ballot (if applicable) | 153,920,826               | 145,768,773                | 94.70  | 145,768,773                     | 0                             | 100.000   | 0.000   |
|   | Total                                       | 153,920,826               | 145,768,773                | 94.70  | 145,768,773                     | 0                             | 100.000   | 0.000   |
| Public- Institutions  | E-Voting Poll Postal Ballot (if applicable) | 18,842,573                |                            | 0.00   |                                 |                               |   |   |
|   | Total                                       | 18,842,573                | 0                          | 0.00   | 0                               | 0                             | 0.000   | 0.000   |
| Public- Non Institutions  | E-Voting Poll Postal Ballot (if applicable) | 34,212,673                | 2,862<br>197               |  | 2,749<br>197                    |                               |   |   |
|   | Total                                       | 34,212,673                | 3,059                      | 0.01   | 2,946                           | 113                           | 96.306  | 3.694   |
|   | Total                                       | 206,976,072               | 145,771,832                | 70.43  | 145,771,719                     | 113                           | 100.000   | 0.000   |

| Resolution No.  | 6                                  |               |              |   |                |                |  |   |
|---|------------------------------------|---------------|--------------|---|----------------|----------------|--|---|
| Resolution required:  | Ordinary Resolu                    | tion          |              |   |                |                |  |   |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No                                 |               |              |   |                |                |  |   |
| Category  | Mode of Voting                     | No. of shares | No. of votes | % of Votes                                      | No. of Votes – | No. of Votes – | % of Votes in                                      | % of Votes  |
|   |                                    | held (1)      | polled (2)   | Polled on outstanding shares (3)=[(2)/(1)]* 100 | in favour (4)  | against (5)    | favour on votes<br>polled<br>(6)=[(4)/(2)]*10<br>0 | against on<br>votes polled<br>(7)=[(5)/(2)]*10<br>0 |
| Promoter and Promoter Group   | E-Voting                           | 153,920,826   |              | 0.00  |                |                | 0  |   |
| ·   | Poll                               |               | 145,768,773  | 94.70   | 145,768,773    |                | 100.000  | 0.000   |
|   | Postal Ballot (if applicable)      |               |              |   |                |                |  |   |
|   | Total                              | 153,920,826   | 145,768,773  | 94.70   | 145,768,773    |                | 0 100.000  | 0.000   |
| Public- Institutions  | E-Voting                           | 18,842,573    |              | 0.00  |                |                |  |   |
|   | Poll Postal Ballot (if applicable) |               |              |   |                |                |  |   |
|   | Total                              | 18,842,573    | 0            | 0.00  | 0              |                | 0  | 0   |
| Public- Non Institutions  | E-Voting                           | 34,212,673    | 3,031        | 0.01  | 2,702          | 32             | 9 89.145   | 10.855  |
|   | Poll                               |               | 197          | 0.00  | 197            |                | 0 100.000  | 0.000   |
|   | Postal Ballot (if applicable)      |               |              |   |                |                |  |   |
|   | Total                              | 34,212,673    | 3,228        | 0.01  | 2,899          | 32             | 9 89.808   | 10.192  |
|   | Total                              | 206,976,072   | 145,772,001  | 70.43   | 145,771,672    | 32             | 9 100.000  | 0.000   |

# MARTINHO FERRAO & ASSOCIATES

Company Secretaries



Level 3, Office # 301, Dhun Building, 23/25 Janmabhoomi Marg, Fort, Mumbai - 400 001
Tel: +91 22 2202 4366 Email: mferraocs@yahoo.com Website: www.csmartinhoandassociates.com

#### CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To, The Chairman, 09th Annual General Meeting ESSAR SHIPPING LIMITED

held at EBTSL Premises, ER-2 Building (Admin. Building), Salaya, 44 KM, P.O. Box No. 7, Taluka Khambhalia, Devbhumi Dwarka, Gujarat - 361 305

Sub: Passing of Resolution through Electronic Voting and Voting conducted at 09<sup>th</sup> Annual General Meeting of Essar Shipping Limited (the Company) held on Monday, 23<sup>rd</sup> December, 2019 at the registered office of the Company situated at EBTSL Premises, ER-2 Building (Admin. Building), Salaya, 44 KM, P.O. Box No. 7, Taluka Khambhalia, Devbhumi Dwarka, Gujarat - 361 305.

Dear Sir,

The Company had appointed me as Scrutinizer to scrutinize the E-voting process and also for the voting by shareholders at 09<sup>th</sup> Annual General Meeting of the Company held on 23<sup>rd</sup> December 2019.

The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Friday, December 20, 2019 at 9:00 a.m. to Sunday, December 22, 2019 at 5:00 p.m. Data Software Research Company Pvt. Limited are the Registrar and Share Transfer Agents of the Company.

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At the 09<sup>th</sup> AGM of the Company held on 23<sup>rd</sup> December, 2019, the Chairman of the Company had called for a voting to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The results of the E-voting together with those of the Poll are as under:

Item No. 1 - Ordinary Resolution

a. Adoption of the Audited Standalone Balance Sheet, Statement of Profit and loss Account together with Statement of Cash Flow of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon:

| Method<br>of<br>Voting | of resolution |       |      | gainst the<br>lution | Invalid Votes/<br>Abstained |  |
|------------------------|---------------|-------|------|----------------------|-----------------------------|--|
|                        | Nos.          | %     | Nos. | %                    | Nos.                        |  |
| E-voting               | 2759          | 96.40 | 103  | 3.60                 | 0                           |  |
| Poll                   | 145768970     | 100   | 0    | 0                    | 0                           |  |
| TOTAL                  | 145771729     | 99.99 | 103  | 0.01                 | 0                           |  |

b. Adoption of the Audited Consolidated Balance Sheet and Statement of Profit and loss Account together with Statement of Cash Flow Statement of the Company for the financial year ended March 31, 2019 and report of Auditors thereon:

| Method<br>of<br>Voting | Votes in Favo<br>resolut |       |      | against the<br>olution | Invalid Votes/<br>Abstained |  |
|------------------------|--------------------------|-------|------|------------------------|-----------------------------|--|
|                        | Nos.                     | %     | Nos. | %                      | Nos.                        |  |
| E-voting               | 2759                     | 96.40 | 103  | 3.60                   | 0                           |  |
| Poll                   | 145768970                | 100   | 0    | 0                      | 0                           |  |
| TOTAL                  | 145771729                | 99.99 | 103  | 0.01                   | 0                           |  |



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#### Item No. 2 - Ordinary Resolution

# To consider the retirement of Ms. Neelam Kapoor (DIN:07895198), who is liable to retire by rotation:

| Method<br>of<br>Voting | Votes in Fav<br>resolu |       |      | Against the olution | Invalid Votes/<br>Abstained |  |
|------------------------|------------------------|-------|------|---------------------|-----------------------------|--|
|                        | Nos.                   | %     | Nos. | %                   | Nos.                        |  |
| E-voting               | 2701                   | 94.37 | 161  | 5.63                | 0                           |  |
| Poll                   | 145768970              | 100   | 0    | 0                   | 0                           |  |
| TOTAL                  | 145771671              | 99.99 | 161  | 0.01                | 0                           |  |

#### Item No. 3 - Special Resolution

#### To approve the Related Party Transaction for the Company:

| Method<br>of<br>Voting | Votes in Favoresolut |       |      | gainst the<br>olution | Invalid Votes/<br>Abstained |  |
|------------------------|----------------------|-------|------|-----------------------|-----------------------------|--|
|                        | Nos.                 | %     | Nos. | %                     | Nos.                        |  |
| E-voting               | 2675                 | 93.47 | 187  | 6.53                  | 0                           |  |
| Poll                   | 145768970            | 100   | 0    | 0                     | 0                           |  |
| TOTAL                  | 145771645            | 99.99 | 187  | 0.01                  | 0                           |  |

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### Item No. 4 – Special Resolution

# To approve Alteration of Memorandum of Association:

| Method<br>of<br>Voting | resolution |       |      | gainst the<br>lution | Invalid Votes/<br>Abstained |  |
|------------------------|------------|-------|------|----------------------|-----------------------------|--|
|                        | Nos.       | %     | Nos. | %                    | Nos.                        |  |
| E-voting               | 2759       | 96.40 | 103  | 3.60                 | 0                           |  |
| Poll                   | 145768970  | 100   | 0    | 0                    | 0                           |  |
| TOTAL                  | 145771729  | 99.99 | 103  | 0.01                 | 0                           |  |

## Item No. 5 – Special Resolution

## To approve Alteration of Articles of Association:

| Method<br>of<br>Voting | Votes in Fav<br>resolut |       |      | gainst the<br>lution | Invalid Votes/<br>Abstained |  |
|------------------------|-------------------------|-------|------|----------------------|-----------------------------|--|
|                        | Nos.                    | %     | Nos. | %                    | Nos.                        |  |
| E-voting               | 2749                    | 96.05 | 113  | 3.95                 | 0                           |  |
| Poll                   | 145768970               | 100   | 0    | 0                    | 0                           |  |
| TOTAL                  | 145771719               | 99.99 | 113  | 0.01                 | 0                           |  |





Item No. 6 – Ordinary Resolution

# To appoint Mr. Ramesh Krishnan (DIN:08633771) as Non-Executive Director of the Company:

| Method<br>of<br>Voting | Votes in Favour of the resolution |       | Votes Against the resolution |       | Invalid Votes/<br>Abstained |
|------------------------|-----------------------------------|-------|------------------------------|-------|-----------------------------|
|                        | Nos.                              | %     | Nos.                         | %     | Nos.                        |
| E-voting               | 2702                              | 89.15 | 329                          | 10.85 | 0                           |
| Poll                   | 145768970                         | 100   | 0                            | 0     | 0                           |
| TOTAL                  | 145771672                         | 99.99 | 329                          | 0.01  | 0                           |

All resolutions stand passed with requisite majority after combining the results of e-voting and poll.

I hereby confirm that I am maintaining the Registers received from the Service provider both electronically and manually, in respect of the votes cast through e-voting and voting by the shareholder at AGM of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

To Ferrao & Asia

F. C. S. No. 6221 G. P. No. 5676

Wany Secretary

Thanking you,

FOR MARTINHO FERRAO & ASSOCIATES

MARTINHO FERRAO

enas

Scrutinizer

**Practicing Company Secretary** 

UDIN: F006221A000467935

Date: 23rd December, 2019

Place: Mumbai

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