



## शिपिंग कॉर्पोरेशन ऑफ इंडिया लैंड एंड एसेट्स लिमिटेड

(भारत सरकार का उद्यम)

पंजीकृत कार्यालय : शिपिंग हाउस, 245, मैडम कामा रोड, नरीमन पॉइंट, मुंबई, महाराष्ट्र, भारत - 400 021.

दूरभाष : 91-22-2202 6666 • फैक्स : 91-22-2202 6905 • ईमेल : cmdoffice@scilal.com

Web. : www.scilal.com • CIN : L70109MH2021GOI371256

### Shipping Corporation of India Land and Assets Limited

(A Government of India Enterprise)

Registered Office: Shipping House, 245, Madame Cama Road, Nariman Point, Mumbai, Maharashtra,

India-400021 • Tel. : 91-22-2202 6666 • Fax : 91-22-2202 6905 • Email : cmdoffice@scilal.com

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Date: 17.09.2025

To,

Listing Compliance Department <b>BSE Limited,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	The Manager - Listing Compliance <b>National Stock Exchange of India Limited,</b> 'Exchange Plaza' C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
<b>Security Code: 544142</b>	<b>Trading Symbol: SCILAL</b>

Dear Sir / Madam,

#### **Sub: Proceedings of 04<sup>th</sup> Annual General Meeting held on 17.09.2025**

Pursuant to Regulation 30 and Schedule III, Part A, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 enclosed herewith are the proceedings of 04<sup>th</sup> Annual General Meeting of Shipping Corporation of India Land and Assets Limited ("SCILAL"/ "Company") held on Wednesday, September 17, 2025 at 1200 hours IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and concluded at 1300 hours IST.

The proceedings of the AGM are also being uploaded on the Company's website [www.scilal.com](http://www.scilal.com).

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

Thanking You.

Yours faithfully,

**For Shipping Corporation of India Land and Assets Limited**

**Shri Mohammad Firoz**  
**Company Secretary and Compliance Officer**



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## **PROCEEDINGS OF 04<sup>TH</sup> ANNUAL GENERAL MEETING**

### **A. DAY, DATE, TIME AND VENUE OF THE ANNUAL GENERAL MEETING:**

- In compliance with various circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) in this regard, the 04<sup>th</sup> Annual General Meeting ("AGM"/ "Meeting") of the Company was held on Wednesday, September 17, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").
- The Meeting commenced on 1200 hours IST and concluded at 1300 hours IST on the same day.
- The deemed venue for the AGM is the Registered Office of the Company. Thus, the deemed venue for the AGM is "Shipping House", 245, Madame Cama Road, Nariman Point, Mumbai City, Mumbai, Maharashtra, India, 400021.

### **B. 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 Sunday, September 14, 2025 at 09.00 A.M. IST to Tuesday, September 16, 2025 at 05.00 P.M. IST, to cast votes electronically on all the resolutions set out in the Notice.
- Further, e-voting facility was made available during the AGM to the Members who were present at the Meeting through VC/ OAVM and who did not cast votes through remote e-voting and were otherwise not barred from doing so.

### **C. BRIEF ABOUT THE CHAIRMAN, QUORUM, COMPLIANCE REGARDING CALLING, CONVENING AND CONDUCTING THE MEETING ETC.**

- Capt. B. K. Tyagi, Chairman & Managing Director of the Company chaired the 04<sup>th</sup> AGM and called the AGM in order.
- Shri Mohammad Firoz, Company Secretary and Compliance Officer of the Company informed that the requisite quorum was present to commence the Meeting (30 Members in terms of section 103 of the Companies Act, 2013). A total of **66** members attended the AGM through VC/ OAVM.
- The Chairman informed that for the third consecutive year the AGM is being conducted through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) without the physical



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presence of Members at a common venue. Participation of Members through video conferencing was being reckoned for the purpose of quorum as per the relevant circulars issued by MCA and Section 103 of the Companies Act, 2013. 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.

- d) The Chairman informed that, all necessary steps had been taken by the Company so that Members can attend and vote in a seamless manner. He also stated that the Company had kept the registration window open well before the scheduled time of AGM. He also informed that the Company had appointed National Securities Depositories Limited (NSDL) to provide the facility of remote e-voting, for participation in the AGM through VC/OAVM platform and e-voting during AGM including any assistance thereof.
- e) The Chairman thereafter introduced Functional Director, Company Secretary, Chief Financial Officer of SCILAL and Shri Vikram Dingley, Director (Finance), SCI and Smt. Charusheela Golapalli, Chief Financial Officer, SCI who attended the Meeting from 'Deemed Venue'. He further introduced Shri Venkatesapathy S, IAS, Joint Secretary, Ministry of Ports, Shipping and Waterways (MoPSW), Representative of Government of India and Prof. (Dr.) K. Jayaprasad, Independent Director who is Chairman of Audit Committee, Nomination & Remuneration Committee, and Stakeholders Relationship Committee who joined Meeting through VC/ OAVM platform. He further introduced Scrutinizer, Secretarial Auditors and Statutory Auditors who joined Meeting through VC/ OAVM platform.
- f) The Chairman, thereafter, stated that Notice of the 04<sup>th</sup> AGM and the Annual Report for the financial year ended March 31<sup>st</sup> 2025, have been sent electronically to members whose email addresses are registered with the Company or with the depositories, within the statutory timelines. He also informed that the Company has sent a letter to shareholders whose email addresses are not registered with the Company or depository participants, providing the web link from where the annual report can be accessed on the Company's website. It was also informed that physical copies of the Annual Report have been sent to the members who have requested for the same.
- g) The Chairman, thereafter, stated that Members who are 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 Company Secretary at cs@scilal.com. He also informed that Members can view the Audited Financial Statements of the Company for the FY 2024-2025 on the website of the Company.



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- h) The Chairman informed that remote e-voting commenced on Sunday, September 14, 2025 at 09.00 A.M. IST and ended on Tuesday, September 16, 2025 at 05.00 P.M. IST. 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 and within 15 minutes from the conclusion of AGM.
- i) The Chairman also informed the Shareholders that the Company had appointed M/s Mehta and Mehta, Company Secretaries as Scrutinizer to scrutinize the entire e-voting process in a fair and transparent manner. Ms. Ashwini Inamdar, (M. No. F9409), failing her, Ms. Alifya Sapatwala, (M. No. A24091), Partner, will represent M/s Mehta & Mehta, Company Secretaries at the 04<sup>th</sup> AGM.
- j) 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 timeline.
- k) Company Secretary read the observations/ qualifications in the Secretarial Auditors' Report for FY 2024-2025 and the Managements' Reply thereto as contained in the Annual Report sent to the Shareholders.
- l) The Chairman thereafter informed the shareholders about the status of transfer of Non-Core Assets (Real-estate properties) of Shipping Corporation of India Limited (SCI) received to the Company pursuant to Demerger Scheme. He also informed that required residential apartments and office spaces have been given on lease to SCI consequent to framework agreement executed between SCILAL and SCI.
- m) The Chairman further informed about historic visit of IMO Secretary General Mr. Arsenio Dominguez to SCILAL's Maritime Training Institute (MTI), Powai, on 20.02.2025, which underscored the significance of training future leaders and investing in seafarers for a thriving and sustainable maritime industry and his lively interaction with the faculty and students of the institute and Maritime fraternity.
- n) The Chairman thereafter informed about the proposal of the MoPSW to establish Indian Ocean Centre of Excellence for Sustainable Maritime Transport (IOCE-SMarT) at Maritime Training Institute (MTI), Powai and he also informed that Consultative Document of the proposed IOCE-SMarT was released by the Hon'ble Minister of Ports, Shipping and Waterways (MoPSW) at the Green Shipping Conclave at Mumbai on 20.02.2025
- o) The Chairman also informed the Shareholders that the operations of the company are being managed by the Shipping Corporation of India Ltd. (SCI) under a service level agreement entered between your company and SCI.





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- p) The Chairman then briefed the shareholders about the Company's financial performance of FY 2024-25 and quarter one (1) of FY 2025-26, Dividend, Manpower recruitment, Corporate Governance, and Other Developments.
- D. The Chairman informed that the Company had provided window to the shareholders to register as speaker during the AGM. The Chairman thereafter invited and addressed the queries received from the Shareholders who had registered themselves as speaker shareholders.
- E. The Chairman informed that since the AGM was being held through VC/OAVM and the resolutions mentioned in the Notice convening this AGM had been already put to vote through remote e-Voting, there was no proposing and seconding of resolutions in accordance with Guidance Note of SS-2 and FAQs on Virtual Meeting issued by Institute of Company Secretaries of India.

#### F. ITEMS OF BUSINESS TRANSACTED AT THE MEETING:

##### I. ORDINARY BUSINESS

- 1) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon along with the Comments of the Comptroller and Auditor General of India (C&AG), in terms of Section 143(6) of the Companies Act, 2013.
- 2) To approve and declare Dividend of Rs. 0.55/- (Rupee Fifty Five Paise only) per Equity Share of Rs.10/- (Rupees Ten Only) each for the Financial Year 2024-25.
- 3) To appoint a Director in place of Shri Binesh Kumar Tyagi (DIN: 08966904), who retires by rotation at this meeting and being eligible, offers himself for re-appointment.
- 4) To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by Comptroller & Auditor General of India (C&AG) for the Financial Year 2025-26, on the basis of recommendations of Audit Committee.

##### II. SPECIAL BUSINESS

- 5) To approve Appointment of Prof (Dr.) K. Jayaprasad (DIN: 09585722) as a Non-official (Independent) Director of the Company.
- 6) To approve Appointment of Capt. Som Raj (DIN: 11046394) as a Director (Operations) of the Company.



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- 7) To approve Appointment of Shri Venkatesapathy S. (DIN: 07407879) as Government Nominee Director of the Company.
- 8) To approve Appointment of M/s. Upendra Shukla & Associates, Company Secretaries as the Secretarial Auditors of the Company.
- G. The Chairman informed that combined voting result will be announced within two working days from the conclusion of the Meeting and will be made available 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.scilal.com](http://www.scilal.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- H. Shri Venkatesapathy S, IAS, Joint Secretary, MoPSW, Representative of Government of India, on a request from the Chairman, gave vote of thanks.
- I. The Chairman thereafter thanked the Members for attending and participating in the Meeting and declared the Meeting as concluded.

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