

TRANSCRIPT OF THE MEETING OF EQUITY SHAREHOLDERS OF AMNS POWER
HAZIRA HELD AT 3:00 PM IST ON 28 MARCH 2024

Jeet B. Karia:

Good morning, all. I welcome you to the meeting of equity shareholders of AMNS Power Hazira Limited and thank you for your attendance.

All persons who have joined this meeting, are by default, put on mute by the host to avoid disturbances and to ensure smooth and seamless conduct of the meeting. I have been informed that no equity shareholders have registered as speakers for this meeting as per the procedure under the notice.

The meeting has been convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Ahmedabad Bench, by its order dated 15 February 2024 in the matter of Scheme of Amalgamation and Arrangement among Nand Niketan Services Private Limited, Snow White Agencies Private Limited, AMNS Power Hazira Limited, ArcelorMittal Nippon Steel India Limited and their respective shareholders under Sections 230 to 232 read with Section 66 of the Companies Act, 2013 and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, hereinafter referred as Rules.

This meeting is held through video conferencing and audiovisual means in terms of order of the Hon'ble Tribunal on the Webex Platform. The Hon'ble Tribunal has appointed me, Jeet B. Karia, as the Chairperson of the meeting. The Hon'ble Tribunal has also appointed Ms. Komal Khadaria, Practicing Company Secretary as the Scrutinizer to scrutinize the votes cast through remote e-voting and votes cast during the meeting through e-voting. Ms. Khadaria is also present in the meeting by video conferencing.

As per the order passed by the Hon'ble Tribunal, the quorum for the meeting of the equity shareholders shall be 5 (five) shareholders present and voting.

I request the Scrutinizer, Ms. Khadaria to kindly confirm whether the quorum is present.

Komal Khadaria:

The requisite quorum is present.

Jeet B. Karia:

Duly noted, thank you, Ms. Khadaria for confirming the quorum availability. As the requisite quorum is present, I, therefore, call the meeting to order and initiate the proceedings of the meeting.

Ladies and gentlemen, the notice dated 23 February 2024 convening this meeting together with the documents accompanying the same including the explanatory statement and the Scheme of Amalgamation and Arrangement among Nand Niketan Services Private Limited, Snow White Agencies Private Limited, AMNS Power Hazira Limited, ArcelorMittal Nippon Steel India Limited and their respective shareholders read with Section 66 of the Companies Act, 2013 and the said Rules and other applicable provisions of the Companies Act, have already been circulated to the equity shareholders of the company. Therefore, I take them as read.

In addition, in accordance with the directions of the Hon'ble Tribunal, advertisements containing the details of the meeting were duly published in newspapers on 24 February 2024 after the dispatch of notice of this meeting.

The company has availed electronic voting system of Central Depository Services (India) Limited to enable the equity shareholders to cast their votes.

The resolution is incorporated as part of the notice of the meeting.

Since the physical presence at the meeting is dispensed with, appointing proxies is not applicable.

The documents that are required to be kept open for inspection are open for inspection in electronic mode on the website of the company, should you wish to inspect please refer to instructions in the notice.

Equity shareholders who are present in the meeting and have not casted their vote on resolutions through remote e-voting and are otherwise not barred from doing so, are eligible to cast their votes during the meeting. Such persons may visit voting site of CDSL to cast their votes.

Before we proceed, let me brief you on the business as stated in the notice to be considered and transacted in this meeting. We are here to consider and seek approval of equity shareholders of the company to the Scheme.

The scheme broadly envisages that:

The businesses of Nand Niketan Services Private Limited, Snow White Agencies Private Limited and AMNS Power Hazira Limited get transferred and vested as a going concern into ArcelorMittal Nippon Steel India Limited upon coming into effect of the Scheme and with effect from April 1, 2023.

Overall, as per the Board of the respective scheme entities, the scheme shall be in the interest of all the stakeholders.

The applicable law provides for electronic voting. Accordingly, the company provided the equity shareholders the facility to cast their votes through remote e-voting system administered by CDSL.

Since the meeting is being held through the audio-visual means, and the resolutions forming part of the notice have already been put to vote through remote e-voting, the customary practice of proposing and seconding the resolution is not required.

I am informed that all the equity shareholders of the company have already cast their vote through remote e-voting and therefore e-voting during this meeting is being dispensed with.

I request the Scrutinizer to kindly confirm whether the quorum was present throughout the meeting.

Komal Khadaria:

The requisite quorum was present throughout the meeting.

Jeet B. Karia:

I thank the Scrutinizer and therefore confirm that the requisite quorum was present throughout the meeting.

The results will be announced within 7 days from the conclusion of this meeting and uploaded on the website of the company and CDSL.

With this, I declare the meeting as closed. I thank you all for your attendance. I also thank the Scrutinizer and the CDSL team for their cooperation.

Komal Khadaria:

Thank you.