

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD BENCH, AHMEDABAD
C.A. (CAA)/ 60 (AHM) 2024**

In the matter of Sections 230 to 232 read with other applicable provisions of the Companies Act, 2013 and in the matter of Composite Scheme of Arrangement among Savi Jana Sea Foods Private Limited ("Transferor Company") and Adani Harbour Services Limited ("Transferee Company/Demerged Company") and Shanti Sagar International Dredging Limited ("Resulting Company") and their respective shareholders and creditors

SHANTI SAGAR INTERNATIONAL DREDGING LIMITED, a company incorporated under the provisions of the Companies Act, 2013 and having its registered office at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad, Gujarat - 382 421, India.
CIN: U01403GJ2015PLC083090

... APPLICANT NO. 3 /
RESULTING COMPANY

**NOTICE AND ADVERTISEMENT OF NOTICE OF THE MEETINGS OF
THE SECURED CREDITORS AND UNSECURED CREDITORS**

Notice is hereby given that by an order dated January 07, 2025 ("Order"), the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") has directed convening of the separate meetings of the secured creditors and unsecured creditors of Shanti Sagar International Dredging Limited (hereinafter referred to as the "Resulting Company"), for the purpose of considering, and if thought fit, approving the arrangement embodied in the Composite Scheme of Arrangement among Savi Jana Sea Foods Private Limited (hereinafter referred to as the "Transferor Company") and Adani Harbour Services Limited (hereinafter referred to as the "Transferee Company" or the "Demerged Company") and the Resulting Company and their respective shareholders and creditors (hereinafter referred to as the "Scheme") pursuant to the provisions of Sections 230-232 of the Companies Act, 2013 ("the Act") and other applicable provisions thereof and applicable rules thereunder.

In pursuance of the Order and as directed therein, further Notice is hereby given that separate meetings of the secured creditors and unsecured creditors of the Resulting Company will be held, through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") in compliance with the applicable laws including circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") from time to time, as per the details mentioned below and the secured creditors and unsecured creditors of the Resulting Company are requested to attend the respective meetings both to be held on **Friday, February 14, 2025**:

Sr. No.	Class of Meetings	Day and Date of Meetings	Time (IST)	Mode of Meetings
1.	Secured Creditors	Friday, February 14, 2025	12:00 p.m.	Through VC/OAVM
2.	Unsecured Creditors	Friday, February 14, 2025	1:00 p.m.	Through VC/OAVM

Copies of the respective Notices both dated January 09, 2025, the Scheme and the explanatory statement, under Sections 230(3), 232(1) and (2) and 102 of the Act read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, along with the annexures to the said explanatory statement (hereinafter collectively referred to as the "Particulars"), have already been sent through electronic mode to the secured creditors and unsecured creditors of the Resulting Company whose e-mail IDs are registered with the Resulting Company.

Dispatch of the aforesaid Particulars have been completed to the secured creditors and unsecured creditors of the Resulting Company on January 09, 2025.

The aforesaid Particulars, which were sent to the secured creditors and unsecured creditors of the Resulting Company, will be available on the website at www.adaniports.com and on the website of Central Depository Services (India) Limited ("CDSL") at www.evotingindia.com.

If so desired, copies of the aforesaid Particulars can be obtained free of charge within 1 (one) working day on a requisition being so made for the same by the secured creditors and unsecured creditors of the Resulting Company at the registered office of the Resulting Company on all working days or at the office of their advocates, M/s Singh & Co. Singh House, 1, Magnet Corporate Park, Off Sola Bridge, S. G. Highway, Ahmedabad - 380 059, Gujarat, India.

Since, the meetings are being held pursuant to order passed by the NCLT and in compliance of MCA Circulars through VC/OAVM, physical attendance of the secured creditors and unsecured creditors of the Resulting Company, have been dispensed with. Accordingly, the facility for appointment of proxies by the secured creditors and unsecured creditors of the Resulting Company will not be available for the said meetings.

NCLT has appointed Hon'ble Mr. Justice S. H. Vora, former Judge of the High Court of Gujarat, and in his absence, Hon'ble Mr. Justice K. A. Puj, former Judge of the High Court of Gujarat, to be the Chairman of the meeting of the secured creditors and unsecured creditors of the Resulting Company.

Mr. Chirag Shah, Practising Company Secretary (Membership No. 5545 & C.P. No. 3498) has been appointed as the scrutinizer to scrutinize the e-voting during the meetings and the remote e-voting process.

The Scheme, if approved in the aforesaid meetings, will be subject to the subsequent approval of the NCLT.

Further Notice is hereby given that:

- the facility of voting through remote e-voting and e-voting during the relevant meetings have been provided so as to enable the secured creditors and unsecured creditors of the Resulting Company to consider and approve the Scheme. The Resulting Company has engaged the services of CDSL for facilitating remote e-voting and e-voting during the respective meetings;
- the Scheme shall be acted upon if a majority of persons representing three fourth in value of the secured creditors and unsecured creditors of the Resulting Company, voting through remote e-voting and e-voting during the relevant meetings, agree to the Scheme in accordance with the provisions of Sections 230-232 of the Act;
- the cut-off date for determining the eligibility of the secured creditors and unsecured creditors, as the case may be, of the Resulting Company for voting through remote e-voting and e-voting during the relevant meetings is Sunday, December 15, 2024. The secured creditors and the unsecured creditors, as the case may be, as per the books of accounts of the Resulting Company as on the cut-off date i.e. Sunday, December 15, 2024, shall be entitled to exercise their right to vote in the said meetings. The voting rights of the secured creditors and the unsecured creditors, as the case may be, of the Resulting Company shall be in proportion to the value of their debts as per the records of the Resulting Company as on the cut-off date i.e. Sunday, December 15, 2024;
- voting through remote e-voting by the secured creditors and unsecured creditors of the Resulting Company will commence on Monday, February 10, 2025, at 9:00 a.m. IST (0900 hours) and end on Thursday, February 13, 2025, at 5:00 p.m. IST (1700 hours). The e-voting module shall be disabled by CDSL for voting thereafter and the secured creditors and unsecured creditors of the Resulting Company will not be allowed to vote electronically beyond the said date and time. Any vote(s) received after the aforesaid date and time [i.e. Thursday, February 13, 2025, at 5:00 p.m. IST (1700 hours)] will be treated as invalid;
- during the voting period, the secured creditors and unsecured creditors of the Resulting Company can opt for only one mode for voting i.e. either through remote e-voting or e-voting during the respective meetings. In case any secured creditors and unsecured creditors of the Resulting Company cast the vote both via remote e-voting and e-voting during the respective meetings, then voting validly done through remote e-voting shall prevail. Secured creditors and unsecured creditors of the Resulting Company who have cast their vote(s) through remote e-voting may attend the respective meetings but shall not be entitled to cast their vote(s) again;
- the facility to join the aforesaid meetings will be opened fifteen minutes before the scheduled time of the relevant meetings and will be kept open throughout the proceedings of the respective meetings;
- secured creditors and unsecured creditors of the Resulting Company who need assistance before or during the relevant meetings or having any grievance connected with the facility for voting by electronic means may contact CDSL at helpdesk.evoting@cdslindia.com or contact at 1800 201 09911;
- the results of the respective meetings, together with the scrutinizer's reports, will be announced on or before close of business hours on Monday, February 17, 2025 and will be placed on the website at www.adaniports.com and on the website of CDSL www.evotingindia.com;
- the necessary instructions for remote e-voting and e-voting at the time of the relevant meetings of the secured creditors and unsecured creditors of the Resulting Company along with other necessary instructions/particulars have been set out in the respective Notices all dated January 09, 2025, and the secured creditors and unsecured creditors of the Resulting Company are requested to read the Notes to the respective Notices;
- secured creditors/unsecured creditors, whose email IDs are not registered with the Resulting Companies, may register the same by sending email to investor.registration@adanil.com. The respective Notices sent to the secured creditors and unsecured creditors of the Resulting Company are also available on the website at www.adaniports.com.

Sd/-
Justice (Retd.) S. H. Vora
Chairman appointed for the Meetings

Dated: January 10, 2025