



# Notice

Notice is hereby given that the Thirty Fifth (35<sup>th</sup>) Annual General Meeting ("AGM") of the Members of **GUJARAT AMBUJA EXPORTS LIMITED** (the "Company") will be held on Saturday, 5<sup>th</sup> September, 2026 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at "Ambuja Tower", Opp. Sindhu Bhavan, Sindhu Bhavan Road, Bodakdev, PO. Thaltej, Ahmedabad – 380 054 Gujarat.

## ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March, 2026 and the Reports of the Board of Directors and the Auditors thereon for the financial year ended 31<sup>st</sup> March, 2026.
2. To declare Final Dividend of ₹ 0.30/- (30%) per equity shares, having face value of ₹ 1/- each for the FY 2025-26.
3. To appoint a Director in place of Mr. Manish Vijaykumar Gupta (DIN: 00028196), who retires by rotation and being eligible, offers himself for re-appointment.

Place: Ahmedabad

Date: 1<sup>st</sup> August, 2026

## Registered Office:

"Ambuja Tower", Opp. Sindhu Bhavan, Sindhu Bhavan Road, Bodakdev, P.O. Thaltej, Ahmedabad – 380 054 (Gujarat)

CIN: L15140GJ1991PLC016151

Phone: 079-61556677

Fax: 079-61556678

Website: [www.ambujagroup.com](http://www.ambujagroup.com)

Email address: [cs@ambujagroup.com](mailto:cs@ambujagroup.com)

## SPECIAL BUSINESS:

### 4. Ratification of remuneration payable to the Cost Auditors for the FY 2026-27

To consider and if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other Rules framed there under, payment of remuneration of ₹ 2,20,000/- (Rupees Two Lakhs Twenty Thousand) plus out of pocket expenses incurred in connection with the audit and applicable taxes payable to M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad (Membership No. 7907), who have been appointed by the Board of Directors of the Company on the recommendation of the Audit Committee of the Company, as cost auditor of the Company for the FY 2026-27, be and is hereby approved and ratified.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to above resolution."

**By Order of the Board**

**KALPESH BHUPATBHAI DAVE**

Company Secretary  
(ACS-32878)



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### NOTES

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 21/2021 dated 14<sup>th</sup> December, 2021, 02/2022 dated 5<sup>th</sup> May, 2022, 10/2022 dated 28<sup>th</sup> December, 2022, 09/2023 dated 25<sup>th</sup> September, 2023, 9/2024 dated 19<sup>th</sup> September, 2024 and subsequent circulars issued in this regard, the latest being 03/2025 dated 22<sup>nd</sup> September, 2025 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "**MCA Circulars**") and Securities and Exchange Board of India vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, SEBI/HO/CFD/PoD-2/P/CIR2023/4 dated 5<sup>th</sup> January, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October, 2024 (collectively referred to as "**SEBI Circulars**") and other applicable circulars issued in this regard, has provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"). In compliance with the provisions of the Companies Act, 2013 (the "**Act**"), the Listing Regulations and MCA Circulars, the 35<sup>th</sup> Annual General Meeting ("**AGM**") of the Company is being held through VC/OAVM. The proceedings of 35<sup>th</sup> AGM shall be deemed to be conducted at the Registered Office of the Company.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Pursuant to MCA Circulars and SEBI Circulars, physical attendance of the Members is not required. Hence, Members will have to attend and participate in the ensuing AGM through VC / OAVM only.
3. Body Corporates whose Authorised Representatives are intending to attend the Meeting are requested to send to the Company's Registrar and Share Transfer Agent M/s. Jupiter Corporate Services Limited ("RTA") on its email address investor-jcsl@ambujagroup.com, certified copy of the Board Resolution / Authority Letter authorising their representative to attend and vote on their behalf during the AGM and through remote e-voting.
4. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Instructions and other information for Members for attending the AGM through VC / OAVM are given in this Notice under Note No. 27.
5. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. **Record Date for Dividend:** The Company has fixed Friday, 28<sup>th</sup> August, 2026 as the "**Record Date**" for determining entitlement of members to receive dividend for the FY 2025-26, if approved at the AGM.
7. **Payment of Dividend for FY 2025-26:** Final dividend on equity shares, as recommended by the Board of Directors ("**Board**"), if declared at the ensuing AGM, payment of such dividend will be paid on or after Thursday, 10<sup>th</sup> September, 2026 to:
  - a. to all Beneficial Owners in respect of shares held in dematerialised form as per the data as may be made available by the National Securities Depository Limited ("**NSDL**") and the Central Depository Services (India) Limited ("**CDSL**") as of the close of business hours on Record Date i.e. Friday, 28<sup>th</sup> August, 2026; and
  - b. to all Members in respect of shares held in physical form, after giving effect to all the valid transfer, transmission and transposition requests lodged with the Company / Registrar and Share Transfer Agent as of the close of business hours on Record Date i.e. Friday, 28<sup>th</sup> August, 2026.
8. **Despatch of Integrated Annual Report:** Pursuant to the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Integrated Annual Report for FY 2025-26 is being sent by electronic mode only to those Members

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whose email address are registered with the Company/ Registrar and Share Transfer Agent / Depositories / Depository Participants. Additionally, the Company will also send a Letter to Shareholders providing the web-link and QR code, including the exact path for accessing the Notice of the AGM along with the Integrated Annual Report for the FY 2025-26 to those Members who have not registered their email address with the Company / Registrar and Share Transfer Agent / Depositories / Depository Participants, in compliance with Regulation 36(1) of the Listing Regulations. However, the Members of the Company may also request physical copy of the Notice of AGM and Integrated Annual Report to the Company by sending a request at investor-jcsl@ambujagroup.com mentioning their DP ID and Client ID/Folio No., in case they wish to obtain the same.

9. **MEMBERS WHOSE E-MAIL ADDRESS / MOBILE NUMBER ARE NOT REGISTERED CAN GET THEIR E-MAIL ADDRESS / MOBILE NUMBER, REGISTERED AS FOLLOWS:**

- a. Members holding shares in demat form can get their email address registered / updated by contacting their respective Depository Participants.
- b. Members holding shares in the physical form can get their email address registered by contacting our Registrar and Share Transfer Agent "Jupiter Corporate Services Limited" on their email address investor-jcsl@ambujagroup.com or by sending the duly filled in E-communication registration form enclosed with this Notice to our Registrar and Share Transfer Agent on their email address investor-jcsl@ambujagroup.com.
- c. Members can also get their email address and other details registered by following the steps as mentioned on the website of the Company at <https://www.ambujagroup.com/email-registration>.

10. **UPDATION OF MANDATE FOR RECEIVING DIVIDENDS DIRECTLY IN BANK ACCOUNT THROUGH ELECTRONIC CLEARING SYSTEM OR ANY OTHER MEANS IN A TIMELY MANNER:**

Pursuant to various SEBI Circulars / Master Circulars latest being Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated 6<sup>th</sup> February, 2026, as amended, SEBI has mandated that, with effect from 1<sup>st</sup> April, 2024, dividend shall be paid only through electronic mode to Members holding shares in physical form if the folio is KYC compliant. Further, pursuant to

SEBI Notification No. SEBI/LAD-NRO/GN/2025/273 dated 18<sup>th</sup> November, 2025, payment through dividend warrants or cheques has been discontinued with effect from 19<sup>th</sup> November, 2025. A folio will be considered as KYC compliant on registration of all details viz. full Postal Address with Pin code, Mobile Number, email address, Bank Account details, valid PAN linked to Aadhaar of all holders in the folio, Choice of Nomination and Specimen Signature etc.

SEBI has, vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10<sup>th</sup> June, 2024 read with Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated 6<sup>th</sup> February, 2026, provided relaxation for ease of compliance and investor convenience that, Members holding securities in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as well as to lodge grievance or avail any service request from the Registrar and Share Transfer Agent even if 'Choice of Nomination' is not submitted by these Members and Payments including dividend, interest or redemption payment withheld by the Listed Companies/ Registrar and Share Transfer Agents, only for want of 'choice of nomination' shall be processed accordingly.

**Shares held in physical form:** Members are requested to send the following documents in original to Registrar and Share Transfer Agent of the Company M/s. Jupiter Corporate Services Limited having address at "Ambuja Tower", Opp. Sindhu Bhavan, Sindhu Bhavan Road, Bodakdev, P.O. Thaltej, Ahmedabad – 380 059, latest by Monday, 24<sup>th</sup> August, 2026:

- a. Form ISR-1 along with the supporting documents are required to be submitted to the Registrar and Share Transfer Agent of the Company. The said Form is available on the website of the Company at <https://www.ambujagroup.com/investors-downloads>
- b. Original cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly. In case name of the holder is not available on the cheque, kindly submit the following documents: -
  - i. Cancelled cheque in original.
  - ii. Bank attested legible copy of the first page of the Bank Passbook / Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and the full address of the Bank branch.



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- c. Self-attested photocopy of the PAN Card of all the holders; and
- d. Self-attested photocopy of any document (such as Aadhaar Card, Driving Licence, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

**Shares held in electronic form:** Members may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not be able to accede to any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to ensure that their respective Depository Participants update their Electronic Bank Mandate details by Monday, 24<sup>th</sup> August, 2026.

Further, please note that instructions, if any, already given by the Members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form.

11. The Explanatory Statement pursuant to Section 102 of the Act read with Regulation 17 of Listing Regulations (including any statutory modification(s) or re-enactment thereof, for the time being in force) setting out material facts concerning the business under Item No. 4 of the Notice are annexed hereto.

The relevant details with respect to Item No. 3 of the Notice pursuant to Regulation 36(3) of the Listing Regulations, and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India in respect of the Directors seeking re-appointment at this AGM are also annexed. Requisite declarations have been received from the Directors seeking re-appointment.

12. Members who hold shares in physical form in multiple folios, in identical names or joint holding in the same order of names are requested to send share certificates to Registrar and Share Transfer Agent of the Company, for consolidation into a single folio.
13. **Green Initiative:** To support the 'Green Initiative', we request the Members of the Company to register their email address with their Depository Participants or with the Registrar and Share Transfer Agent of the Company, to receive documents / notices electronically from the Company in lieu of physical copies. Please note that, in case you have already registered your email address, you are not

required to re-register unless there is any change in your email address. Members holding shares in physical form are requested to send email address at investor-jcsl@ambujagroup.com to update their email address.

14. In accordance with Regulation 40 of the Listing Regulations, as amended, the Company had stopped accepting any fresh transfer requests for securities held in physical form. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.

Further, Members may please note that SEBI has, vide its Master Circular dated 6<sup>th</sup> February, 2026 mandated Listed Companies to issue securities in demat form only while processing any service requests viz. issue of duplicate securities certificate; claim from Unclaimed Suspense Account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available at <https://www.ambujagroup.com/investors-downloads>. It may be noted that any service request can be processed only after the folio is KYC compliant.

15. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants in case the shares are held by them in electronic form and to Registrar and Share Transfer Agent of the Company M/s. Jupiter Corporate Services Limited having address at "Ambuja Tower", Opp. Sindhu Bhavan, Sindhu Bhavan Road, Bodakdev, P.O. Thaltej, Ahmedabad – 380 059, in case the shares are held by them in physical form.
16. Members holding shares in physical form are advised to update their PAN, KYC details and Nominations with the Company / Registrar and Share Transfer Agent as mentioned in 'Shareholders Referencer' attached along with the Notice.
17. **Unclaimed Dividend and Investor Education and Protection Fund ("IEPF"):** Pursuant to the provisions of Sections 124, 125 and other applicable provisions of the Act and rules made thereunder (including



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any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the amount of dividend remaining unpaid or unclaimed for a period of 7 (seven) years from the date of transfer to the unpaid dividend account of the Company is required to be transferred to the IEPF established by the Central Government. The attention of Members is particularly drawn to the Corporate Governance Report forming part of this Report, in respect of Transfer of unpaid / unclaimed amount and shares to the IEPF. Further, the Company is sending request letters to eligible shareholders whose dividend remains unclaimed and whose shares are eligible for transfer to IEPF Authority during FY 2026-27, requesting them to claim their dividends from the Company.

Pursuant to the applicable provisions of the Act and rules made thereunder, the Company has uploaded the details of unpaid and unclaimed amounts of dividend lying with the Company as on 30<sup>th</sup> August, 2025 (date of last Annual General Meeting) on the website of the Company at <https://www.ambujagroup.com/documents/dividend-iepf/unclaimed-unpaid-dividends/unclaimed-unpaid-dividend-as-on-04062026.pdf> and also on the website of IEPF Authority i.e. [www.iepf.gov.in](http://www.iepf.gov.in).

18. **TDS on Dividend:** Pursuant to the Finance Act, 2020, dividend is taxable in the hands of the Members and the Company is required to deduct tax at source ("TDS") from the dividend paid to Shareholders if so approved at the AGM at the prescribed rates. To enable compliance with TDS requirements, Members are requested to complete and / or update their Residential Status, PAN, Category as per the Income Tax Act, 2025 ("IT Act") with their Depository Participants or in case shares are held in physical form, by sending the above referred documents, duly completed and signed to the Registrar and Share Transfer Agent of the Company, M/s. Jupiter Corporate Services Limited through registered email address by quoting your Name, Folio number / Demat Account No., number of shares and PAN details at its email address [investor-jcsl@ambujagroup.com](mailto:investor-jcsl@ambujagroup.com) on or before Tuesday, 25<sup>th</sup> August, 2026 in order to enable the Company to determine and deduct appropriate TDS / withholding Tax. For details, Members may refer to the website of the Company [https://www.ambujagroup.com/documents/investors-downloads/tds-on-dividend/1-deduction-of-tax-at-source-\(tds\)-on-dividend.pdf](https://www.ambujagroup.com/documents/investors-downloads/tds-on-dividend/1-deduction-of-tax-at-source-(tds)-on-dividend.pdf)

19. Members desiring any information as regards to Accounts are requested to send an email address to [cs@ambujagroup.com](mailto:cs@ambujagroup.com), 14 days in advance before the date of the AGM to enable the Management to keep full information ready on the date of AGM.
20. The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and relevant documents referred to in the Notice of this AGM and explanatory statement, will be available for inspection by the Members. Members who wish to inspect such documents can send their requests to the Company at [cs@ambujagroup.com](mailto:cs@ambujagroup.com) by mentioning their Name and Folio Number / DP ID and Client ID.
21. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 26.
22. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
23. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialised form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
24. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

Further, pursuant to SEBI Circular No. SEBI/HO/OIAE/OIAE\_IAD-3/P/CIR/2025/32 dated 19<sup>th</sup> March, 2025, as amended, SEBI has introduced DigiLocker as a Digital Public Infrastructure aimed at reducing unclaimed securities in the Indian securities market. DigiLocker, a digital document wallet of the Government of India, enables investors to securely store and access issued documents, including details of demat holdings, and provides a facility for nomination within the DigiLocker account. In the event of the demise of an investor, such nominee(s) shall be granted access to the digital



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information of the deceased investor to facilitate initiation of the transmission process of financial assets or to share the relevant information with the surviving joint holder(s) or legal heir(s), as the case may be.

25. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.

### 26. INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING:

- a. In compliance with provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Secretarial Standard- 2 issued by the Institute of Company Secretaries of India, as amended from time to time, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of Central Depository Services Limited ("CDSL") as the Agency to provide e-voting facility. The facility of casting votes by a Member using remote e-voting system as well as e-voting on the date of the AGM will be provided by CDSL.
- b. The Board of Directors of the Company has appointed CS Niraj Trivedi, (Membership No. FCS-3844) Partner of M/s. TNT & Associates, Practicing Company Secretaries as the Scrutiniser, to scrutinise the e-voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- c. **Cut-off Date for Remote E-voting and E-voting During the AGM:** The Company has fixed Saturday, 29<sup>th</sup> August, 2026 as the "**Cut-off Date**" for determining the eligibility of Members to cast their votes through remote e-voting or e-voting during the AGM. Only those Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date shall be entitled to avail the facility of remote e-voting or e-voting during the AGM.
- d. Voting rights shall be reckoned on the paid-up value of shares registered in the name of

the member / beneficial owner (in case of electronic shareholding) as on the Cut-off Date i.e. Saturday, 29<sup>th</sup> August, 2026.

- e. The Scrutiniser shall after the conclusion of voting at the Meeting, will first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and shall provide, not later than two (2) working days of the conclusion of the Meeting, a consolidated Scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing and declare the result of the voting forthwith.
- f. The results shall be declared forthwith by the Chairman or a person so authorised by him in writing on receipt of consolidated report from the Scrutiniser. The Results declared along with Scrutiniser's Report shall be placed on the website of the Company at [www.ambujagroup.com](http://www.ambujagroup.com) and on the website of CDSL and shall also be communicated to the BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**").
- g. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.
- h. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as of the Cut-off Date i.e. Saturday, 29<sup>th</sup> August, 2026 may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or Registrar and Share Transfer Agent email address at [investor-jcsl@ambujagroup.com](mailto:investor-jcsl@ambujagroup.com).

### THE INSTRUCTIONS FOR E-VOTING AND JOINING AGM ARE AS UNDER:

- (i) **The e-voting period begins on Wednesday, 2<sup>nd</sup> September, 2026 (9:00 a.m. IST) and ends on Friday, 4<sup>th</sup> September, 2026 (5:00 p.m. IST).** During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the Cut-off Date i.e. Saturday, 29<sup>th</sup> August, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter and the same will be enabled during the AGM for the Shareholders who have not casted their vote through remote e-voting.



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- (ii) Shareholders who have already voted prior to the meeting date may also attend/participate in the AGM through VC/OAVM; however, they shall not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020, under Regulation 44 of Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional Shareholders/retail Shareholders is at a negligible level.

Currently, there are multiple e-voting service providers ("ESPs") providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/

websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email address in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| Type of shareholders                                                                 | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
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| Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b> | <p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting Service Providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; email address as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |



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| <b>Type of shareholders</b>                                                                                   | <b>Login Method</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
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| Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>                          | <p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining meeting through VC / OAVM &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining meeting through VC / OAVM &amp; voting during the meeting.</p> <p>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email address/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining meeting through VC / OAVM &amp; voting during the meeting.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned website.



## Notice (Contd.)

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

| Login type                                                                | Helpdesk details                                                                                                                                                                                                           |
|---------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022-4886 7000 and 022-2499 7000         |

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on "Login".
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

**For Physical shareholders and other than individual shareholders holding shares in Demat.**

|                                                        |                                                                                                                                                                                                                                                                                                                                                                                                    |
|--------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PAN                                                    | Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)<br><br>➤ Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/Registrar and Share Transfer Agent or contact Company/ Registrar and Share Transfer Agent. |
| Dividend Bank Details<br><b>OR</b> Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login.<br><br>➤ If both the details are not recorded with the depository or company, please enter the member id/folio number in the Dividend Bank details field.                                                                                   |

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.



## Notice (Contd.)

- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the Electronic Voting Sequence Number ("EVSN") of the **Gujarat Ambuja Exports Limited i.e. 260807016**.
- 11) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 13) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutiniser for verification.

### **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutiniser to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorised signatory who are authorised to vote, to the Scrutiniser and to the Company at the email address viz; [investor-jcsl@ambujagroup.com](mailto:investor-jcsl@ambujagroup.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutiniser to verify the same.

### **27. INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING AGM ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the Meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their



## Notice (Contd.)

respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least seven (7) days prior to the AGM mentioning their name, demat account number/folio number, email address, mobile number at investor-jcsl@ambujagroup.com. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

The Members who do not wish to speak during the AGM but have queries may send their queries in advance seven (7) days prior to the AGM mentioning their name, demat account number/folio number, email address, mobile number at investor-jcsl@ambujagroup.com. These queries will be replied to by the Company suitably by email.

8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
9. The shareholders who have cast their vote by remote e-voting prior to the AGM may also attend / participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, Central Depository Services (India) Limited,

A-Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 09911.

28. In line with the Ministry of Corporate Affairs General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 and General Circular No. 02/2022 dated 5<sup>th</sup> May, 2022 and Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, the Notice calling AGM has been uploaded on the website of the Company at [www.ambujagroup.com](http://www.ambujagroup.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of CDSL (agency for providing the e-voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).
29. **Nomination facility:** As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Shareholders in respect of the shares held by them. Shareholders who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Shareholder desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website at <https://www.ambujagroup.com/investors-downloads>. Shareholders are requested to submit the said form to their Depository Participants in case the shares are held in demat form and to the Registrar and Share Transfer Agent in case the shares are held in physical form.
30. **Dispute Resolution Mechanism:** SEBI has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance investors can initiate dispute with the Registrar and Share Transfer Agent / Company directly and through existing SCORES platform, the resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's Website at <https://www.ambujagroup.com/investors-contacts>.
31. **Investor Grievance Redressal:** The Company has adopted Investor Grievance Redressal Policy for redressal of the grievance/complaint of the investor, which is also available on the website of the Company at <https://www.ambujagroup.com/documents/corporate-governance-and-statutory-disclosures/policies/investor-grievance-redressal-policy.pdf>



**Notice (Contd.)**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (THE "ACT") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("Listing Regulations")**

**ITEM NO. 4**

**Ratification of remuneration of Cost Auditors for the FY 2026-27**

The Board of Directors (the "Board"), on the recommendation of the Audit Committee at their respective Meetings held on 9<sup>th</sup> May, 2026, had approved the appointment and remuneration of M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad (Membership No. 7907) as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the Financial Year ended on 31<sup>st</sup> March, 2026.

In accordance with the provisions of Section 148 of the Act, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to the Cost Auditors has to be subsequently ratified and confirmed by the Members of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the FY 2026-27.

None of the Directors / Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the resolution set out at item No. 4.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members of the Company.

**By Order of the Board**

**KALPESH BHUPATBHAI DAVE**

Company Secretary  
(ACS-32878)

Place: Ahmedabad

Date: 1<sup>st</sup> August, 2026

**Registered Office:**

"Ambuja Tower", Opp. Sindhu Bhavan, Sindhu Bhavan Road,

Bodakdev, P.O. Thaltej, Ahmedabad – 380 054 (Gujarat)

CIN: L15140GJ1991PLC016151

Phone: 079-61556677

Fax: 079-61556678

Website: [www.ambujagroup.com](http://www.ambujagroup.com)

Email address: [cs@ambujagroup.com](mailto:cs@ambujagroup.com)



## ANNEXURE TO NOTICE

## DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE AGM

[PURSUANT TO REGULATION 36(3) OF THE LISTING REGULATIONS AND  
SECRETARIAL STANDARD-2 ON GENERAL MEETINGS]

|                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|-------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of Director</b>                               | <b>Mr. Manish Vijaykumar Gupta</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Directors Identification Number (DIN)                 | 00028196                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Designation / Category of Director                    | Chairman & Managing Director                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Date of Birth (Age)                                   | 18 <sup>th</sup> September, 1971 (54 Years)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Nationality                                           | Indian                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Qualification                                         | B. Com.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Brief Resume & Experience / expertise                 | <p>Mr. Manish Vijaykumar Gupta, Chairman &amp; Managing Director of the Company, is a distinguished visionary and entrepreneurial leader with extensive experience in the agro-processing, maize processing, and allied industries. Through his strategic acumen, unwavering commitment, and dynamic leadership, the Company has evolved from a regional enterprise into one of India's leading integrated agro-based organizations. Under his guidance, the Company has established a strong presence in maize processing and value-added agricultural products, while consistently driving innovation, operational excellence, and sustainable growth.</p> <p>Over the years, he has been the driving force behind the Company's sustained expansion, diversification, and technological advancement. With a steadfast focus on operational excellence, financial discipline, and continuous innovation, he has successfully navigated the organization through changing market dynamics, evolving regulatory frameworks, and global economic challenges. His strategic vision has enabled the Company to strengthen its competitive position, expand its product portfolio, enhance operational efficiencies, and create long-term value for stakeholders.</p> <p>Mr. Gupta has consistently championed the highest standards of corporate governance, ethical business practices, and responsible leadership. His emphasis on transparency, accountability, sustainability, and stakeholder engagement has played a pivotal role in reinforcing the Company's market leadership, credibility, and long-term resilience. He has also been instrumental in fostering a culture of innovation, integrity, inclusiveness, and performance excellence across the organization.</p> <p>Mr. Gupta continues to provide strategic direction and visionary leadership, guiding the Company's long-term growth agenda and transformation journey. Under his stewardship, the Company remains focused on strengthening its leadership position in the agro-processing sector, pursuing new opportunities for value creation, and expanding its footprint in both domestic and international markets. His enduring commitment to excellence, sustainable development, and nation-building continues to inspire the organization and drive its pursuit of growth and innovation.</p> |
| Date of first Appointment on the Board of the Company | 21 <sup>st</sup> August, 1991                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| No. of Shares held in Gujarat Ambuja Exports Limited  | 240342112 Equity Shares of ₹ 1 each                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |



| <b>Name of Director</b>                                                                                                                     | <b>Mr. Manish Vijaykumar Gupta</b>                                                                                                                                                                                                                                                                                                  |
|---------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Terms and conditions of re-appointment                                                                                                      | Mr. Manish Vijaykumar Gupta retires by rotation at the ensuing AGM and being eligible, seeks re-appointment.<br><br>The terms and conditions of re-appointment of Mr. Manish Vijaykumar Gupta are in accordance with the provisions of the Companies Act, 2013, Listing Regulation and other applicable laws, as may be applicable. |
| Remuneration last drawn                                                                                                                     | The details of last drawn remuneration is provided in the Corporate Governance Report, which forms part of this Report.                                                                                                                                                                                                             |
| Number of Meetings of the Board attended during the year                                                                                    | All meetings (i.e. 4 out of 4 Board Meetings)                                                                                                                                                                                                                                                                                       |
| Directorship in other Companies including Listed entities (excluding foreign companies)                                                     | 1. Maiz Citchem Limited<br>2. Jay Ambe Infra Projects Private Limited<br>3. Jay Agriculture and Horticulture Products Private Limited                                                                                                                                                                                               |
| Membership/ Chairpersonship of Committees in other companies including Listed entities (excluding foreign companies) (Statutory Committees) | Nil                                                                                                                                                                                                                                                                                                                                 |
| Relationships between Directors and Key Managerial Personnel inter-se                                                                       | Mr. Manish Vijaykumar Gupta is the Father of Mr. Shreyaan Manish Gupta, Whole-time Director of the Company. Except for this, there is no inter-se relationship among the Directors and Key Managerial Personnel of the Company.                                                                                                     |
| Listed entities from which the Director has resigned from directorship in last three (3) years:                                             | Nil                                                                                                                                                                                                                                                                                                                                 |

**E-COMMUNICATION REGISTRATION FORM**

(Only for Members holding shares in physical form)

Date:

To,

**Jupiter Corporate Services Limited**

"Ambuja Tower", Opp. Sindhu Bhavan, Sindh Bhavan Road,

Bodakdev, P.O. Thaltej, Ahmedabad – 380 059

**UNIT – GUJARAT AMBUJA EXPORTS LIMITED**

Dear Sir,

**Sub: Registration of Email address for serving of Notices / Annual Reports through electronic mode by Company**

We hereby register our Email address for the purpose of receiving the notices, Annual Reports and other documents / information in electronic mode to be sent by the Company:

|                                             |   |
|---------------------------------------------|---|
| <b>Folio Number</b>                         | : |
| <b>Email address</b>                        | : |
| <b>Mobile Number</b>                        | : |
| <b>Name of the First / Sole Shareholder</b> | : |
| <b>Signature</b>                            | : |

**Note** : Shareholder(s) are requested to notify the Company as and when there is any change in the email address.



## Shareholders' Referencer

### EXCHANGE OF SHARES:

#### (a) Members holding shares in physical form:

1. Members of erstwhile Gujarat Ambuja Cotspin Limited ("GAEL") (Also known as Gujarat Ambuja Steel Limited and Ambuja Foods Limited), Gujarat Ambuja Proteins Limited ("GAPL") and Jupiter Biotech Limited (Formerly known as Gujarat Vita Pharma Limited) (hereinafter also referred as Amalgamating Companies) are requested to send their share certificates of above companies for exchange at the Registered Office of the Company to get shares of Gujarat Ambuja Exports Limited ("GAEL" / the "Company").
2. Members holding equity share certificates of face value of ₹10/- each or ₹2/- each of GAEL, as applicable, are requested to submit their existing share certificates at the Registered Office of the Company and/or to the Registrar and Share Transfer Agent of the Company. Upon receipt of the same, the Company / Registrar and Share Transfer Agent of the Company shall issue sub-divided equity share certificates of face value of ₹1/- each in lieu thereof.
3. The Equity Shares of the Company are under compulsory dematerialisation. Accordingly, members are requested to avail the benefits of dematerialisation by submitting their equity shares of the Company having a face value of ₹1/- each for dematerialisation through their respective Depository Participants. The ISIN of the Company is INE036B01030.
4. In the event of the death of the first holder or the sole holder, as the case may be, the concerned stakeholders are requested to initiate and complete the transmission of shares in favour of the second holder or the legal heir(s), at the earliest, in accordance with the applicable procedures.
5. Members are requested to promptly intimate any change in their address to the Company and/or Registrar and Share Transfer Agent of the Company and ensure that an acknowledgement for the same is duly obtained for record purposes.
6. Members are advised to quote their Folio Number and other relevant details in all communications and correspondence with the Company and/or Registrar and Share Transfer

Agent of the Company to ensure prompt and accurate processing.

#### (b) Members holding shares in dematerialised form:

1. Members are requested to update their Address, Bank Details, and other relevant particulars, including MICR Code and Core Banking Account Number, with their respective Depository Participants to enable the Company to provide corporate benefits efficiently and serve them better.
2. Members are advised to quote their Client ID and DP ID in all communications and correspondence with the Company and/or Registrar and Share Transfer Agent of the Company to ensure prompt and accurate processing.

### PROCESS FOR CLAIM FROM INVESTOR EDUCATION AND PROTECTION FUND ("IEPF"):

In the event of transfer of shares and the unclaimed dividends to IEPF, members are entitled to claim the same from IEPF by submitting an online application in the prescribed e-Form IEPF-5 available on the website [www.iepf.gov.in](http://www.iepf.gov.in) and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in the e-Form IEPF-5. It is advised to read the instructions given in the help-kit carefully before filling the form. Members can file only one consolidated claim in a financial year as per the IEPF Rules. Please go through this link placed on the website of the Company <https://www.ambujagroup.com/documents/dividend-iepf/process-for-refund--claim-from-iepf/faqs-on-iepf-claim-process.pdf> for refund of claims from IEPF authority.

### DEMATERIALISATION OF EQUITY SHARES:

Trading in the shares of the Company can be done in dematerialised form only. Dematerialisation would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to Members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate and will not attract any stamp duty. Hence, we request all those Members who have still not dematerialised their shares to get their shares dematerialised at the earliest.

### FURNISHING OF PAN, KYC DETAILS AND NOMINATION BY HOLDERS OF PHYSICAL SECURITIES:

Pursuant to Securities and Exchanges Board of India ("SEBI") Circulars / Master Circulars latest being Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated



## Shareholders' Referencer (Contd.)

6<sup>th</sup> February, 2026, as amended, issued to the Registrar and Share Transfer Agent, SEBI has mandated that, with effect from 1<sup>st</sup> April, 2024, dividend, interest or redemption payment in respect of such folios, only through electronic mode to the security holders holding shares in physical mode shall be paid only through electronic mode. Such payment to the eligible shareholders holding physical shares shall be made only after they have furnished their PAN, Choice of Nomination, Contact details (Postal Address with PIN and Mobile Number), Bank Account details and Specimen Signature etc., for their corresponding physical folios with the Company or its Registrar and Share Transfer Agent. Relevant FAQs have been published by SEBI in this regard. The FAQs are available on SEBI's website and the website of the Company at <https://www.ambujagroup.com/investors-downloads>.

Further, Members holding shares in physical form are requested to ensure that their PAN is linked to their Aadhaar card.

Pursuant to various circulars issued by SEBI from time to time, the Company has been taking continuous steps to facilitate compliance by Members holding shares in physical form with the prescribed KYC requirements, including updation of PAN, Choice of Nomination, Contact details (Postal Address with PIN and Mobile Number), Bank Account details and Specimen Signature and other relevant information.

As part of such initiatives, the Company sent an email communication to its Members of the Company on 17<sup>th</sup> May, 2025 along with the intimation of the Audited Financial Results for the quarter and Financial Year ended 31<sup>st</sup> March, 2025, requesting them to update their PAN, Choice of Nomination, Contact details (Postal Address with PIN and Mobile Number), Bank A/c details and Specimen Signature etc. Further, Newspaper advertisements were published on 14<sup>th</sup> August, 2025 and 10<sup>th</sup> February, 2026, which also included a request to Members of the Company to update their PAN, Choice of Nomination, Contact details (Postal Address with PIN and Mobile Number), Bank Account details and Specimen Signature etc. In addition, a reminder letter was dispatched to the concerned shareholders on 23<sup>rd</sup> September, 2025 for completion and updation of PAN, Choice of Nomination, Contact details (Postal Address with PIN and Mobile Number), Bank Account details and Specimen Signature etc.

Keeping the above statutory requirements in view, Members holding shares in physical form are requested to furnish PAN, Choice of Nomination, Contact details (Postal Address with PIN and Mobile Number), Bank

Account details and Specimen Signature etc. immediately to the Registrar and Share Transfer Agent / Company and Members holding shares in demat form are requested to update their KYC details, Bank Details and Choice of Nomination with their respective depository participants ("DP").

In this regard, the Members who have not yet submitted the above-mentioned documents are requested to furnish the above-mentioned details in Forms ISR-1, ISR-2, ISR-3, SH-13 etc. The forms are available on the Company's website at [www.ambujagroup.com](http://www.ambujagroup.com). Alternatively, the Members may also dematerialise all the shares held by them.

### DISPUTE RESOLUTION MECHANISM (SMART ODR)

In order to strengthen the dispute resolution mechanism for all disputes between a listed company and/or Registrars & Share transfer agents and its Shareholder(s)/Investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated 30<sup>th</sup> May, 2022. As per this Circular, Shareholder(s)/Investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its Registrars & Share transfer agents.

Further, SEBI vide Circular dated 31<sup>st</sup> July, 2023 (updated as on 20<sup>th</sup> December, 2023), read with Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated 6<sup>th</sup> February, 2026, introduced the Online Dispute Resolution Portal ('ODR Portal'). Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System ('SCORES') platform. The Company has complied with the above circulars and the same are available at the website of the Company at <https://www.ambujagroup.com/investors-contacts>.

### UPDATION OF E-MAIL ADDRESS - A GREEN INITIATIVE:

As a responsible corporate citizen, the Company remains committed to sustainable business practices and the conservation of natural resources. In furtherance of this commitment, the Company actively supports the "Green Initiative" introduced by the Ministry of Corporate Affairs ("MCA"), Government of India, aimed at promoting environmentally sustainable and paperless communication practices.

The adoption of electronic communication not only contributes towards reduction in paper consumption and carbon footprint but also ensures faster, secure, efficient, and cost-effective dissemination of information to Members.



## Shareholders' Referencer (Contd.)

To support the Green Initiative, we request the Members of the Company to register their email address with their Depository Participants or with the Registrar and Share Transfer Agent of the Company, to receive documents / notices electronically from the Company in lieu of physical copies. Please note that, in case you have already registered your email address, you are not required to re-register unless there is any change in your email address. Members holding shares in physical form are requested to send email address at [investor-jcsl@ambujagroup.com](mailto:investor-jcsl@ambujagroup.com) to update their email address.

We sincerely appreciate your cooperation and support in this initiative, as we collectively work towards adopting greener

and more efficient business practices. Let us join hands in building a sustainable future.

### **REGISTRAR AND SHARE TRANSFER AGENT:**

Kindly note that Registrar and Share Transfer Agent of the Company is Jupiter Corporate Services Limited, "Ambuja Tower", Opp. Sindhu Bhavan, Sindhu Bhavan Road, Bodakdev, P.O. Thaltej, Ahmedabad - 380 059, Tel.: +91-79-61556677, email address: [investor-jcsl@ambujagroup.com](mailto:investor-jcsl@ambujagroup.com), website: [www.jcsl.co.in](http://www.jcsl.co.in).

Members / beneficial owners of equity shares are requested to address all correspondences to Jupiter Corporate Services Limited and / or to the Company only.