



## VOTING RESULTS FOR 34<sup>TH</sup> ANNUAL GENERAL MEETING

### Consolidated voting results (Remote e-voting & e-voting during AGM) for 34<sup>th</sup> Annual General Meeting held on Saturday, 30<sup>th</sup> August, 2025 (“AGM”)

As per the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2, the Company had provided the facility of remote e-voting and e-voting facilities during the AGM to the members to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 34<sup>th</sup> Annual General Meeting (“AGM”) held on Saturday, 30<sup>th</sup> August, 2025. The remote e-voting was open from Wednesday, 27<sup>th</sup> August, 2025 at 09:00 a.m. (IST) to Friday, 29<sup>th</sup> August, 2025 at 05:00 p.m. (IST). Members who were present at the AGM and had not cast their vote through remote e-voting were provided an opportunity to cast their votes through e-voting during the AGM and upto 30 minutes of the closure of AGM.

CS Niraj Trivedi, Practicing Company Secretary (Membership No. FCS 3844), has been appointed as the Scrutinizer for remote e-voting and e-voting during AGM, have carried out the scrutiny of all the electronic votes received up to the closure of AGM. The consolidated results (remote e-voting & e-voting during the AGM), as per the Scrutinizers’ Report dated 30<sup>th</sup> August, 2025 is as follows:

Item No. of the Notice	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
	Nos.	% of Total Number of Valid Votes cast (Favour)	Nos.	% of Total Number of Valid Votes cast (Against)	
<b>Item No. 1: Ordinary Business: (Ordinary Resolution)</b>  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, 2025 and the Report of the Board of Directors and the Auditors thereon for the Financial year ended 31 <sup>st</sup> March, 2025	30,02,08,193	99.9139	2,58,813	0.0861	0
<b>Item No. 2: Ordinary Business: (Ordinary Resolution)</b>  To declare Final Dividend of Rs. 0.25/- (25%) per equity shares for the FY 2024-25	30,05,93,735	99.9923	23,253	0.0077	0



<b>Item No. 3: Ordinary Business: (Ordinary Resolution)</b>  To appoint a Director in place of Mr. Sandeep Agrawal (DIN: 00027244), who retires by rotation and being eligible, offers himself for re-appointment.	30,04,46,796*	99.9435	1,69,992*	0.0565	0
<b>Item No. 4: Special Business: (Ordinary Resolution)</b>  Ratification of remuneration of Cost Auditors for the FY 2025-26	30,05,91,222	99.9923	23,046	0.0077	0
<b>Item No. 5: Special Business: (Ordinary Resolution)</b>  Appointment of M/s. TNT & Associates as Secretarial Auditors of the Company	30,01,16,562	99.8336	5,00,376	0.1664	0
<b>Item No. 6: Special Business: (Special Resolution)</b>  Alteration in Articles of Association of the Company	30,05,90,804	99.9913	26,134	0.0087	0

\* Total 304 members have cast their vote in this resolution, of which 3 members being body Corporates (9,62,978 Shares in aggregate) have voted partially (8,86,088 Shares) in favour of this resolution and for remaining (76,890 Shares) have voted against this resolution. Therefore, we have considered them in both i.e. "voted in favour" and "voted against".

Based on the consolidated report of the Scrutinizer, all the Resolution as set out in the Notice of 34<sup>th</sup> Annual General Meeting have been duly approved by the members with requisite majority prescribed under the applicable Laws.

A copy of the Scrutinizers' report dated 30<sup>th</sup> August, 2025 is attached herewith.



## SCRUTINIZER'S REPORT

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

To,  
The Chairman,  
of 34<sup>th</sup> Annual General Meeting of the Members of Gujarat Ambuja Exports Limited  
(CIN: L15140GJ1991PLC016151)  
Held on Saturday, 30<sup>th</sup> August, 2025, at 11:00 A.M. (IST)  
Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

1. I, Niraj Trivedi, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of **Gujarat Ambuja Exports Limited** (the "Company") at their Meeting held on 02<sup>nd</sup> August, 2025, for the purpose of scrutinizing the e-voting process i.e. remote e-voting and electronic voting during the 34<sup>th</sup> Annual General Meeting of the Company ("AGM"), under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (the "Rules") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Notice of 34<sup>th</sup> Annual General Meeting of the Company dated 02<sup>nd</sup> August, 2025 (the "Notice") as confirmed by the Board of Directors of the Company was sent to the members in respect of the below mentioned Resolutions, passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company / Depositories, in compliance with the MCA General Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 05<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 05<sup>th</sup> May, 2022, 10/2022 dated 28<sup>th</sup> December, 2022, 09/2023 dated 25<sup>th</sup> September, 2023 and 09/2024 dated 19<sup>th</sup> September, 2024 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/R/2021/11 dated 15<sup>th</sup> January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07<sup>th</sup> October, 2023, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03<sup>rd</sup> October, 2024 (collectively referred to as "SEBI Circulars").

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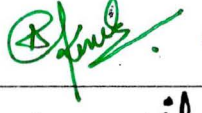

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3. The Company had availed e-voting facilities both for the remote e-voting facility and e-voting at the AGM provided by Central Depository Services (India) Limited ("CDSL"). The remote e-voting period commenced at 9:00 a.m. (IST) on Wednesday, the 27<sup>th</sup> of August, 2025 and ended on 5:00 p.m. (IST) on Friday, the 29<sup>th</sup> of August, 2025. The Company had provided facilities of remote e-voting and e-voting at the Meeting by members to exercise their right to vote.
4. The members of the Company holding shares as on the cut-off date i.e. Saturday, 23<sup>rd</sup> August, 2025, were entitled to vote on the Resolutions as contained in the Notice.
5. After the conclusion of voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked in the presence of the following two witnesses who are not in the employment of the Company, namely: -

Sr. No.	Name of Witness	Signature of Witness
1	CS Kamal A Lalani	
2	CS Ismail Shaikhjiwala	

6. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from CDSL e-voting system.
7. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means by remote e-voting and e-voting at the AGM for the Resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of electronic means by remote e-voting and e-voting at the AGM is restricted to make Scrutinizer's Report of votes cast "in favour" or "against" the Resolutions stated in the Notice, based on the reports generated from the e-voting system provided by CDSL, the agency authorized under the Rules.
8. I submit herewith my combined Scrutinizer's Report on the results of voting through both the remote e-voting and e-voting at the AGM, based on the data downloaded from CDSL, e-voting system, the total votes cast "in favour" or "against" all the Resolutions proposed in the Notice are as under: -



**Item No. 1:**

**Ordinary Business (Ordinary Resolution):**

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, 2025 and the Report of the Board of Directors and the Auditors thereon for the financial year ended 31<sup>st</sup> March, 2025.

**(i) Voted in favour of the Resolution: -**

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	287	30,01,95,413	99.9096%
E-voting at AGM conducted through VC	3	12,780	0.0043%
<b>Total</b>	<b>290</b>	<b>300208193</b>	<b>99.9139%</b>

**(ii) Voted against the Resolution: -**

Mode of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	11	258813	0.0861%
E-voting at AGM conducted through VC	0	0	0.0000%
<b>Total</b>	<b>11</b>	<b>258813</b>	<b>0.0861%</b>

**(iii) Invalid Votes: -**

Mode of voting	Total number of members whose votes were declared invalid	Total number of Votes cast by them
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Item No. 2:**

**Ordinary Business (Ordinary Resolution):**

**To declare Final Dividend of Rs. 0.25/- (25%) per equity shares, having face value of Rs. 1/- each for the FY 2024-25.**

(i) Voted **in favour** of the Resolution: -

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	288	30,05,80,955	99.9880%
E-voting at AGM conducted through VC	3	12,780	0.0043%
<b>Total</b>	<b>291</b>	<b>30,05,93,735</b>	<b>99.9923%</b>

(ii) Voted **against** the Resolution: -

Mode of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	12	23,253	0.0077%
E-voting at AGM conducted through VC	0	0	0.0000%
<b>Total</b>	<b>12</b>	<b>23,253</b>	<b>0.0077%</b>

(iii) Invalid Votes: -

Mode of Voting	Total number of members whose votes were declared invalid	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>





**Item No. 3:**

**Ordinary Business (Ordinary Resolution):**

**To appoint a Director in place of Mr. Sandeep Agrawal (DIN: 00027244), who retires by rotation and being eligible, offers himself for re-appointment.**

**(i) Voted in favour of the Resolution: -**

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	283	30,04,34,016	99.9392%
E-voting at AGM conducted through VC	3	12,780	0.0043%
<b>Total</b>	<b>286</b>	<b>30,04,46,796</b>	<b>99.9435%</b>

**(ii) Voted against the Resolution: -**

Mode of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	18	1,69,992	0.0565%
E-voting at AGM conducted through VC	0	0	0.0000%
<b>Total</b>	<b>18</b>	<b>1,69,992</b>	<b>0.0565%</b>

**(iii) Invalid Votes: -**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*Note: - Total 304 members have cast their vote in this resolution, of which 3 members being body Corporates (9,62,978 Shares in aggregate) have voted partially (8,86,088 Shares) in favour of this resolution and for remaining (76,890 Shares) have voted against this resolution. Therefore, we have considered them in both i.e. "voted in favour" and "voted against".*



**Item No. 4:**

**Special Business (Ordinary Resolution):**

**Ratification of remuneration payable to the Cost Auditors for the FY 2025-26**

**(i) Voted in favour of the Resolution: -**

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	286	30,05,78,442	99.9881%
E-voting at AGM conducted through VC	3	12,780	0.0043%
<b>Total</b>	<b>289</b>	<b>30,05,91,222</b>	<b>99.9923%</b>

**(ii) Voted against the Resolution: -**

Mode of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	12	23,046	0.0077%
E-voting at AGM conducted through VC	0	0	0.0000%
<b>Total</b>	<b>12</b>	<b>23,046</b>	<b>0.0077%</b>

**(iii) Invalid Votes: -**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Item No. 5:**

**Special Business (Ordinary Resolution):**

**Appointment of M/s. TNT & Associates as Secretarial Auditors of the Company.**

(i) Voted **in favour** of the Resolution: -

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	281	30,01,03,782	99.8293%
E-voting at AGM conducted through VC	3	12,780	0.0043%
<b>Total</b>	<b>284</b>	<b>30,01,16,562</b>	<b>99.8336%</b>

(ii) Voted **against** the Resolution: -

Mode of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	18	5,00,376	0.1664%
E-voting at AGM conducted through VC	0	0	0.0000%
<b>Total</b>	<b>18</b>	<b>5,00,376</b>	<b>0.1664%</b>

(iii) Invalid Votes: -

Mode of Voting	Total number of members whose votes were declared invalid	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Item No. 6:**

**Special Business (Special Resolution):**

**Alteration in Articles of Association of the Company.**

**(i) Voted in favour of the Resolution: -**

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	285	30,05,78,024	99.9870%
E-voting at AGM conducted through VC	3	12,780	0.0043%
<b>Total</b>	<b>288</b>	<b>30,05,90,804</b>	<b>99.9913%</b>

**(ii) Voted against the Resolution: -**

Mode of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	14	26,134	0.0087%
E-voting at AGM conducted through VC	0	0	0.0000%
<b>Total</b>	<b>14</b>	<b>26,134</b>	<b>0.0087%</b>

**(iii) Invalid Votes: -**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**CS NIRAJ TRIVEDI**  
**PRACTICING COMPANY SECRETARY**

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9. It is to be noted:

- a. The members who abstained from voting were not considered; and
- b. The Members whose share were already transferred to IEPF, Escrow accounts were not considered.

10. The electronic data and all other relevant records relating to the remote e-voting and e-voting at the AGM is under my safe custody and will be handed over to the Company Secretary & Compliance Officer of the Company for safe keeping as provided in the Act read with the relevant rules and regulations.

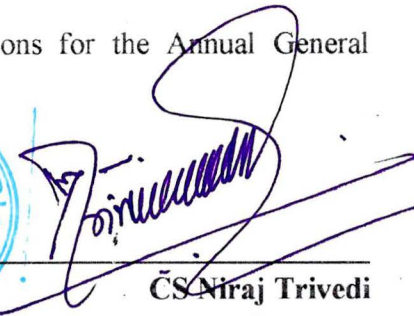
11. You may accordingly declare the result of above Resolutions for the Annual General Meeting of the Company held on 30<sup>th</sup> August, 2025.

Thanking You,  
Yours faithfully,

Date : 30<sup>th</sup> August, 2025

Place : Vadodara



  
CS Niraj Trivedi  
Practicing Company Secretary

FCS: 3844

CP. No.: 3123

UDIN: F003844G001122491

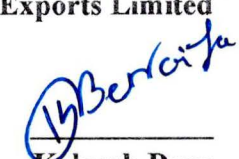
Peer Review Cert. No.: 1014/2020





**COUNTERSIGNED BY**

For Gujarat Ambuja Exports Limited  


  
Kalpesh Dave  
Company Secretary & Compliance Officer  
Membership No: A32878