



# GUJARAT AMBUJA EXPORTS LIMITED

CIN - L15140GJ1991PLC016151

Regd. Off.: "Ambuja Tower", Opp. Sindhu Bhavan, Sindhu Bhavan Road, Bodakdev,  
P.O. Thaltej, Ahmedabad - 380 059. Phone: +91 79 - 61556677, Fax: +91 79 - 61556678  
Email Id: info@ambujagroup.com, Website: www.ambujagroup.com

REF : GAEL/STOCK28/2017/124

Date : 30<sup>th</sup> January, 2017

## BY E-FILING

To, The General Manager- Listing Department The National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 <b>Ref. :- Symbol GAEL</b>	To, The General Manager- Market Operations BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 <b>Ref.:- Security Code: 524226</b>
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**Sub: - Details of Voting results - Postal Ballot and remote e-voting (EVSN-161217002) and disclosure pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/ Madam,

This is to inform you that pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, approval of Shareholders of the Company was sought for buyback of shares, by means of Postal Ballot vide Notice dated 13<sup>th</sup> December, 2016.


In terms of Regulation 44(3) of Listing Regulations, please find enclosed the details of voting results of the Postal Ballot and remote e-voting, conducted by the Company on and from Friday, 30<sup>th</sup> December, 2016 (09.00 a.m.) till Saturday, 28<sup>th</sup> January, 2017 (05.00 p.m.) IST, as per the prescribed format along with the report of the Scrutinizer. The same shall also be uploaded on Website of the Company and CDSL.

You are requested to take note of the same and to inform members accordingly.

Thanking you,

Yours faithfully,

For, GUJARAT AMBUJA EXPORTS LIMITED

  
**VIJAY KUMAR GUPTA**  
**CHAIRMAN & MANAGING DIRECTOR**



Encl.: As above

## REPORT OF SCRUTINIZER

To,

**Shri Vijaykumar Gupta**  
Chairman & Managing Director  
**GUJARAT AMBUJA EXPORTS LIMITED**  
"Ambuja Tower", Opp. Sindhu Bhavan,  
Sindhu Bhavan Road,  
Bodakdev,  
P.O. Thaltej,  
Ahmedabad - 38 0059

### **Report on Result of Postal Ballot / E-Voting**

Dear Sir,

In terms of the provision of Section 108 and 110 of the Companies Act, 2013 and other applicable provisions, if any, read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, I have been appointed as Scrutinizer by **M/s. GUJARAT AMBUJA EXPORTS LIMITED** ('the Company') in the Board Meeting held on Tuesday, the 13<sup>th</sup> December, 2016 to conduct the Postal Ballot / E-voting Process in a fair and transparent manner in respect of the following resolution:

Resolution Number	Type of Resolution	Resolution
1.	Special Resolution	Approval for Buyback of Equity Shares not exceeding 25% of the total number of equity shares in the Paid up Share Capital of the Company.



1/7

I submit my report as under:

1. The Company completed dispatch of postal ballot notice(s), forms/or electronic ballot and postage prepaid business reply envelope(s) on Thursday, 29<sup>th</sup> December, 2016 to its Members whose name(s) appeared in the Register of Members as on Friday, 16<sup>th</sup> December, 2016.
2. The Company has published an advertisement regarding dispatch of postal ballot forms in The Indian Express (English) Ahmedabad Edition and The Financial Express (Gujarati) both on Friday, 30<sup>th</sup> December, 2016.
3. The shareholders of the Company had option to vote either through the postal ballot or through e-voting facility. Shareholders opting for e-voting facility, casted their votes on the designated website [www.evotingindia.com](http://www.evotingindia.com) via CDSL platform.
4. I have monitored the process of electronic voting through the scrutinizer's secured link provided by CDSL on the designated website.
5. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the Registrar & Share Transfer Agent (R&TA) and the authorization / power of attorney etc. were lodged. The voters were also scrutinized for the purpose of eliminating duplicate voting and no ballot was rejected on duplicate voting i.e. on e-voting as well as by physical ballot. For processing postal ballots, necessary technical support was provided by M/s. Jupiter Corporate Services Limited, Ahmedabad, R&TA of the Company.
6. The votes were unblocked on Saturday, 28<sup>th</sup> January, 2017 at 05:13 p.m. in the presence of two witnesses namely Mr. Shalin Patel, S/o Mr. Mukesh Patel and Ms. Riya Pandya, D/o Mr. Vinodbhai Pandya, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Shalin  
(CS. SHALIN PATEL)

Riya Pandya  
(MS. RIYA PANDYA)



7. The particulars of all postal ballot forms received from the Members in physical form(s) and electronic voting report generated from CDSL Website (the Authorized Agency for e-voting) have been entered in a separate Register maintained for the purpose.
8. The physical postal ballots received by post/courier/by hand were kept under safe custody with the Company, at its registered office situated at "Ambuja Tower", Opp. Sindhu Bhavan, Sindhu Bhavan Road, Bodakdev, P.O. Thaltej, Ahmedabad - 380 059 in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms. The electronic ballots were maintained by the CDSL in electronic registry.
9. All postal ballot forms received and e-votes casted up to 05:00 p.m. on Saturday, 28<sup>th</sup> January, 2017, the last date and time fixed by the Company for receipt of the postal ballot forms, were considered and none of the envelopes containing postal ballot forms received after 5:00 p.m. on Saturday, 28<sup>th</sup> January, 2017 were considered for the purpose of this report.
10. The Total Paid up Equity Share Capital of the Company as on 16<sup>th</sup> December, 2016 was ` 276,703,750/- (Rupees Twenty Seven Crores Sixty Seven Lacs Three Thousand Seven Hundred Fifty Only) divided into 138,351,875 (Thirteen Crores Eighty Three Lacs Fifty One Thousand Eight Hundred Seventy Five) Equity shares of ` 2/- (Rupees Two Only) each.
11. A Summary of the postal ballot (e-voting and physical mode both) is given hereinafter below:



**Resolution No. 1: Approval for Buyback of Equity Shares not exceeding 25% of the total number of equity shares in the Paid up Share Capital of the Company.**

Particulars	No. of Share Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital (Approx.)
a) Total votes received	687	93,567,915	187,135,830	67.63
b) Less: Invalid/abstained votes *	112	70,025	1,40,050	0.05
c) Net valid votes	576	93,497,890	186,995,780	67.58
d) Votes with assent	537	93,376,476	186,752,952	67.49
e) Votes with dissent	39	1,21,414	2,42,828	0.09

The detailed break up of voting through electronic mode and voting through postal ballot forms in respect of the Resolution is attached to this report and marked as 'Annexure A'.

12. I have, on reckoning the voting rights of the shareholders, on the basis of the paid up value of the shares registered in their names, found as under:

Resolution Number	Total Valid Votes (A)	Votes with Assent (B)	Percentage (Approx.) (B/A*100)
1	93,497,890	93,376,476	99.87

Accordingly, above-mentioned resolution has been passed by requisite majority.

**CS NIRAJ TRIVEDI**  
B.Com, FCS, ACIS (U.K.), DLP, LLB (Spl.), PGDCL  
**Practicing Company Secretary**

13. No Shares are lying in the Unclaimed Suspense A/c. / demat suspense a/c of which voting rights are frozen till the rightful owners claim these shares.
14. The Registers, other relevant papers, documents and records relating to e-voting and postal ballot, etc will be handed over to Ms. Chetna Dharajiya, Company Secretary, after the Chairman considers, approves and signs the minutes who will hand over the same to you for declaration.
15. You may accordingly declare the result of the voting by Postal Ballot.

Place: Vadodara

Date: 28<sup>th</sup> January, 2017



Signature :

Name of Scrutinizer: **Niraj Trivedi - PCS**

C. P. No. : **3123**

Annexure - A

A detailed summary of the postal ballot in respect of **Resolution-1 (Approval for Buyback of Equity Shares not exceeding 25% of the total number of equity shares in the Paid up Share Capital of the Company)** is given herein below:

**A1. VOTING THROUGH ELECTRONIC MODE:**

Particulars	No. of Share Holders	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In `)	(Approx.)
a) Net Valid Votes	56	60,699,243	121,398,486	43.87
b) Less: Invalid / abstained Votes	--	--	--	--
c) Net Valid Votes casted	56	60,699,243	121,398,486	43.87
d) Votes with Assent	49	60,598,424	121,196,848	43.80
e) Votes with dissent	7	1,00,819	2,01,638	0.07



**A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:**

Particulars	No. of Share Holders	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In `)	(Approx.)
a) Total Votes received	631	32,868,672	65,737,344	23.76
b) Less: Invalid / abstained Votes*	112	70,025	1,40,050	0.05
c) Net Valid Votes casted	520	32,798,647	65,597,294	23.71
d) Votes with Assent for the Resolution	488	32,778,052	65,556,104	23.69
e) Votes with dissent for the Resolution	32	20,595	41,190	0.02

\* The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately and are not considered for the purpose of calculating the percentage.

\* One Shareholder has casted vote partially and for balance shares abstained from voting.







Company Name	GUJARAT AMBUJA EXPORTS LIMITED
Date of the AGM	NOT APPLICABLE - POSTAL BALLOT
Total number of shareholders on record date	52700
Cut off Date	16th December, 2016
Total number of shareholders on record date	52700
No. of shareholders present in the meeting either in person	NOT APPLICABLE
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video	NOT APPLICABLE
Promoters and Promoter Group:	0
Public:	0

Resolution required: Special Resolution	Resolution No : 1 - Approval for Buyback of Equity Shares not exceeding 25% of the total number of equity shares in the Paid up Share Capital of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	YES TO THE EXTENT OF THEIR HOLDING									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	E-Voting	99564393	60032672	60.2953	60032672	0	100.0000	0.0000		
	Poll	0	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		32508468	32.6507	32508468	0	100.0000	0.0000		
Public- Institutions	Total	99564393	92541140	92.9460	92541140	0				
	E-Voting	826829	652918	78.9665	553776	99142	84.8156	15.1844		
	Poll		0	0.0000	00	0	0.0000	0.0000		
Public- Non institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total	826829	652918	78.9665	553776	99142	84.8156	15.1844		
	E-Voting	37960653	13653	0.0360	11976	1677	87.7170	12.2830		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		360204	0.9489	269584	20595	74.8420	5.7176		
	Total	37960653	373857	0.9849	281560	22272	75.3122	5.9574		
	Total	138351875	93567915	67.6304	93376476	121414	99.7954	0.1298		