



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: info@ambujagroup.com, Website: www.ambujagroup.com

28th Annual General Meeting held on 3rd August, 2019

Declaration of Results – Consolidated (Remote e-voting & Poll)

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 to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 28th Annual General Meeting (AGM). The remote e-voting was open from 31st July, 2019 (9.00 AM) to 2nd August, 2019 (5.00 PM).

Shri Niraj Trivedi, Practicing Company Secretary (Membership No. FCS 3844), as the Scrutinizer for remote e-voting, have carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 2nd August, 2019 (5.00 PM). He was also appointed as the Scrutinizer for conducting Poll at the 28th Annual General Meeting and they submitted their report(s) in Form No. MGT-13. The combined (remote e-voting & poll) results, as per the Scrutinizers' Report dated 3rd August, 2019 is as follows:





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Item No. of the Notice	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid / abstained Votes
	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.
Item No. 1: Ordinary Business: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2019 and the Reports of the Board of Directors' and the Auditors' thereon for the financial year ended 31 st March, 2019	7,51,01,856	100	150	0	63,876
Item No. 2: Ordinary Business: To declare Final Dividend on equity shares for the Financial Year 2018-19	7,51,65,717	100	165	0	0
Item No. 3: Ordinary Business: To appoint a Director in place of Shri Sandeep Agrawal (holding DIN 00027244), who retires by rotation and being	7,51,65,712	100	170	0	0





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eligible, offers himself for re-appointment					
Item No. 4: Special Business: Ratification of remuneration of Cost Auditors for the Financial Year 2019-20	7,51,65,727	100	155	0	0
Item No. 5: Special Business: Remuneration to Non-Executive Directors of the Company	7,51,65,727	100	155	0	0
Item No. 6: Special Business: Appointment of Ms. Maitri Mehta (DIN 07549243) as an Independent Director of the Company	7,51,65,732	100	150	0	0
Item No. 7: Special Business: Re-appointment of Shri Sandeep Agrawal as Whole – Time Director of the Company w.e.f. 1 st August, 2019 till 31 st July, 2024	7,51,65,692	100	150	0	40





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Based on the consolidated report of the Scrutinizer, all the Resolution as set out in the Notice of 28th Annual General Meeting have been duly approved by the shareholders with requisite majority prescribed under the applicable Laws. A copy of the Scrutinizers' report dated 3rd August, 2019 is attached herewith.

This is for your information, records and necessary action. Kindly acknowledge receipt.

Thanking you.

Yours faithfully,

FOR, GUJARAT AMBUJA EXPORTS LIMITED

MANISH GUPTA
CHIEF MANAGER & MANAGING DIRECTOR



Encl.: As above

CONSOLIDATED SCRUTINIZER'S REPORT

(E-Voting & Poll)

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman

of **28th** Annual General Meeting of the Equity Shareholders of
GUJARAT AMBUJA EXPORTS LIMITED held at
H.T.Parekh Hall, 1st Floor,
Ahmedabad Management Association (AMA),
AMA Complex, Dr. Vikram Sarabhai Marg,
Vastrapur, Ahmedabad - 380 015.
on Saturday, the 03rd August, 2019 at 11:00 a.m.

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 25th May, 2019, for the purpose of:
 - (i). Scrutinizing the E-Voting process (Remote E-Voting) under the provisions of Section 108 of the Companies Act, 2013 (The 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and,
 - (ii). Poll through Polling Papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules 2014 as amended (Rules), on the resolutions contained in the Notice to the **28th** Annual General Meeting (AGM) of the Equity Shareholders of the Company held on the Saturday, the 03rd August, 2019 at 11:00 a.m.



CS NIRAJ TRIVEDI

B.Com, FCS, ACIS (U.K.), DLP, LLB (Spl.), PGDCL

Practicing Company Secretary

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting i.e. by Remote E-Voting and voting by Poll at the AGM for the resolutions contained in the Notice to the 28th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means i.e. through Remote E-Voting and also through Poll at AGM is restricted to make a consolidated 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 **Central Depository Services (India) Limited (CDSL)**, the agency authorized under the Rules and on voting by Poll at the AGM.
3. The Company had availed the Remote E-Voting facility provided by **Central Depository Services (India) Limited (CDSL)**, for conducting the Remote E-Voting by the shareholders of the Company. The Remote E-Voting period commenced at 9:00 a.m. on Wednesday, 31st July, 2019 and ended on 5:00 p.m. on Friday, 02nd August, 2019. The Company had provided facilities of Remote E-Voting and Poll was also taken at the meeting by members to exercise their right to vote.
4. I, as a Scrutinizer for scrutinizing the entire voting process carried out by electronic means and by poll at the Annual General Meeting have issued two separate Scrutinizer's Reports both dated, 03rd August 2019.
5. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through electronic mode and voting through poll as under:-



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Practicing Company Secretary

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	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.
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Item No. 2: Ordinary Business: To declare Final Dividend on equity shares for the Financial Year 2018-19.	7,51,65,717	100	165	0	0

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Item No. 3: Ordinary Business: To appoint a Director in place of Shri Sandeep Agrawal (holding DIN 00027244), who retires by rotation and being eligible, offers himself for re-appointment.	7,51,65,712	100	170	0	0
Item No. 4: Special Business: Ratification of remuneration of Cost Auditors for the Financial Year 2019-20.	7,51,65,727	100	155	0	0
Item No. 5: Special Business: Remuneration to Non-Executive Directors of the Company.	7,51,65,727	100	155	0	0
Item No. 6: Special Business: Appointment of Ms. Maitri Mehta (DIN 07549243) as an Independent Director of the Company.	7,51,65,732	100	150	0	0

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Item No. 7: Special Business:	7,51,65,692	100	150	0	40
Re-appointment of Shri Sandeep Agrawal as Whole – Time Director of the Company w.e.f. 1 st August, 2019 till 31 st July, 2024.					

The invalid votes are not considered for the purpose of calculating the percentage.

6. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You
Yours faithfully,


NIRAJ TRIVEDI

–Practicing Company Secretary
FCS – 3844(CP No. 3123)

Place: Ahmedabad

Date: 03rd August, 2019

Countersigned by:
For GUJARAT AMBUJA EXPORTS LIMITED


SHRI MANISH GUPTA
(Chairman of 28th Annual General Meeting)