



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

29th Annual General Meeting held on 29th August, 2020

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

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 to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 29th Annual General Meeting (AGM). The remote e-voting was open from 26th August, 2020 (9.00 AM) to 28th August, 2020 (5.00 PM). 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 Meeting and upto 30 minutes of the closure of AGM.

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 28th August, 2020 (5.00 PM). He was also appointed as the Scrutinizer for conducting voting facilities during the AGM at the 29th Annual General Meeting and they submitted their report(s) in Form No. MGT-13. The combined (remote e-voting & e-voting facilities) results, as per the Scrutinizers' Report dated 29th August, 2020 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)	Nos.	% of Total Number of Valid Votes cast (Against)	Nos.
Item No. 1: Ordinary Business: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2020 and the Reports of the Board of Directors and the Auditors thereon for the financial year ended 31 st March, 2020	74,176,477	100	150	0	1,699,781
Item No. 2: Ordinary Business: To confirm the payment of interim dividend on Equity Shares for the financial year 2019-2020 as final dividend for the financial year 2019-2020	75,876,208	100	200	0	0
Item No. 3: Ordinary Business: To appoint a Director in place of Smt. Sulochana Gupta (holding DIN 00028225), who retires by rotation and being eligible, offers herself for re-appointment	75,873,202	100	3,206	0	0





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Item No. 4: Special Business: Ratification of remuneration of Cost Auditors for the Financial Year 2020-2021	75,876,258	100	150	0	0
Item No. 5: Special Business: Re-appointment of Shri Vishwavir Saran Das (DIN 03627147) as an Independent Director of the Company	75,876,208	100	200	0	0
Item No. 6: Special Business: Re-appointment of Shri Sandeep Singhi (DIN 01211070) as an Independent Director of the Company	75,296,221	99.23	580,187	0.77	0
Item No. 7: Special Business: Re-appointment of Ms. Maitri Mehta (DIN 07549243) as an Independent Director of the Company	75,876,258	100	150	0	0
Item No. 8: Special Business: To approve the sub-division of one Equity Share of face value of ₹ 2/- (Rupees Two only) each into two Equity	75,826,133	99.93	50,275	0.07	0





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Shares of face value of ₹ 1/- (Rupee One only) each					
Item No. 9: Special Business:	75,876,228	100	150	0	30
To approve alteration of the Capital Clause of Memorandum of Association of the Company					





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Based on the consolidated report of the Scrutinizer, all the Resolution as set out in the Notice of 29th 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 29th August, 2020 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
CHAIRMAN & MANAGING DIRECTOR

Encl.: As above



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 29th Annual General Meeting of the Equity Shareholders of

GUJARAT AMBUJA EXPORTS LIMITED

(CIN: L15140GJ1991PLC016151)

held on Saturday, the 29th August, 2020, at 11:00 a.m.

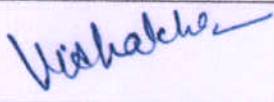
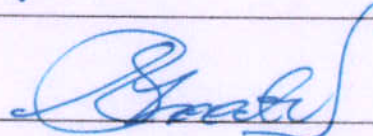
Through Video Conferencing (VC).

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 Saturday, 23rd May, 2020, for the purpose of scrutinizing the e-voting process i.e. remote e-voting and electronic voting during the Annual General Meeting (AGM) 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 ("The Rules") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



2. The notice dated 25th July, 2020, as confirmed by the Company was sent to the shareholders 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 Circular dated 5th May, 2020 read with Circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020.
3. The Company had availed e-voting facilities both for the remote e-voting facility and electronic voting at the AGM provided by **Central Depository Services (India) Limited (CDSL)**. The remote e-voting period commenced at 9:00 a.m. on Wednesday, 26th August, 2020 and ended on 5:00 p.m. on Friday, 28th August, 2020. The Company had provided facilities of remote e-voting and electronic voting at the meeting by members to exercise their right to vote.
4. The shareholders of the Company holding shares as on the cut-off date i.e. Saturday, 22nd August, 2020, were entitled to vote on the resolutions as contained in the notice of the AGM.
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 Vishakha Mahesh Phadke	
2	CS Shital Mistry	

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 the CDSL e-voting system.

7. The Management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act, and the Rules relating to voting through electronic means by remote e-voting and electronic voting at the AGM for the resolutions contained in the notice to the 29th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of electronic means by remote e-voting and electronic voting at the AGM is restricted to make a 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 Scrutinizer's Report on the results of voting through both the remote e-voting and electronic 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 of the AGM are as under:-



Item No. 1:-

Ordinary Business:-

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon for the financial year ended 31st March, 2020:-

(i) Voted in favour of the resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	112	74,153,373	99.97 %
E-voting at AGM conducted through VC	4	23,104	0.03 %
Total	116	74,176,477	100 %

(ii) Voted against the resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	01	150	0.00 %
E-voting at AGM conducted through VC	0	0	0
Total	01	150	0

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	3	1,699,781
E-voting at AGM conducted through VC	0	0
Total	3	1,699,781

Item No. 2:-

Ordinary Business:-

To confirm the payment of interim dividend on Equity Shares for the financial year 2019-2020 as final dividend for the financial year 2019-2020:-

(i) Voted in favour of the resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	114	75,853,104	99.97 %
E-voting at AGM conducted through VC	04	23,104	0.03 %
Total	118	75,876,208	100 %

(ii) Voted against the resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	2	200	0.00 %
E-voting at AGM conducted through VC	0	0	0
Total	2	200	0

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0

Item No. 3:-

Ordinary Business:-

To appoint a Director in place of Smt. Sulochana Gupta (holding DIN: 00028225), who retires by rotation and being eligible, offers herself for re-appointment:-

(i) Voted in favour of the resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	114	75,850,098	99.97 %
E-voting at AGM conducted through VC	4	23,104	0.03 %
Total	118	75,873,202	100 %

(ii) Voted against the resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	2	3,206	0.00 %
E-voting at AGM conducted through VC	0	0	0
Total	2	3,206	0

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0

Item No. 4:-

Special Business:-Ordinary Resolution:-

Ratification of remuneration of Cost Auditors for the Financial Year 2020-2021:-

(i) Voted in favour of the resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	115	75,853,154	99.97 %
E-voting at AGM conducted through VC	4	23,104	0.03 %
Total	119	75,876,258	100 %

(ii) Voted against the resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	150	0.00 %
E-voting at AGM conducted through VC	0	0	0
Total	1	150	0

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0

Item No. 5:-

Special Business:-Special Resolution:-

Re-appointment of Shri Vishwavir Saran Das (DIN: 03627147) as an Independent Director of the Company:-

(i) Voted in favour of the resolution:-

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	114	75,853,104	99.97 %
E-voting at AGM conducted through VC	4	23,104	0.03 %
Total	118	75,876,208	100 %

(ii) Voted against the resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	2	200	0.00 %
E-voting at AGM conducted through VC	0	0	0
Total	2	200	0

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0

Item No. 6:-

Special Business:-Special Resolution:-

Re-appointment of Shri Sandeep Singhi (DIN: 01211070) as an Independent Director of the Company:-

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

Type of Voting	Number of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	95	75,273,117	99.20 %
E-voting at AGM conducted through VC	4	23,104	0.03 %
Total	99	75,296,221	99.23 %

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

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	21	580,187	0.77 %
E-voting at AGM conducted through VC	0	0	0
Total	21	580,187	0.77 %

(iii) **Invalid / Abstained** Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0



Item No. 7:-

Special Business:-Special Resolution:-

Re-appointment of Ms. Maitri Mehta (DIN: 07549243) as an Independent Director of the Company:-

(i) Voted in favour of the resolution:-

Type of Voting	Number of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	115	75,853,154	99.97 %
E-voting at AGM conducted through VC	4	23,104	0.03 %
Total	119	75,876,258	100 %

(ii) Voted against the resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	150	0.00 %
E-voting at AGM conducted through VC	0	0	0
Total	1	150	0

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0

Item No. 8:-

Special Business:- Ordinary Resolution:-

To approve the sub-division of one Equity Share of face value of ₹ 2/- (Rupees Two only) each into two Equity Shares of face value of ₹ 1/- (Rupee One only) each:-

(i) Voted in favour of the resolution:-

Type of Voting	Number of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	111	75,803,029	99.90 %
E-voting at AGM conducted through VC	4	23,104	0.03 %
Total	115	75,826,133	99.93 %

(ii) Voted against the resolution:-

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	5	50,275	0.07 %
E-voting at AGM conducted through VC	0	0	0
Total	5	50,275	0.07 %

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	0	0
E-voting at AGM conducted through VC	0	0
Total	0	0

Item No. 9:-

Special Business:-Special Resolution:-

To approve alteration of the Capital Clause of Memorandum of Association of the Company:-

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

Type of Voting	Number of Members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	114	75,853,124	99.97 %
E-voting at AGM conducted through VC	4	23,104	0.03 %
Total	118	75,876,228	100 %

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

Type of Voting	Number of members voted	Number of Votes cast by them	% of total Number of Valid Votes cast
Remote E-voting	1	150	0.00 %
E-voting at AGM conducted through VC	0	0	0
Total	1	150	0

(iii) Invalid / Abstained Votes:-

Type of Voting	Total number of members whose votes were declared invalid / who abstained from voting	Total number of Votes
Remote E-voting	1	30
E-voting at AGM conducted through VC	0	0
Total	1	30

CS NIRAJ TRIVEDI
PRACTICING COMPANY SECRETARY

9. 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.
10. You may accordingly declare the result of above resolutions for the Annual General Meeting of the Company held on 29th August, 2020.

Thanking You,

Yours faithfully,

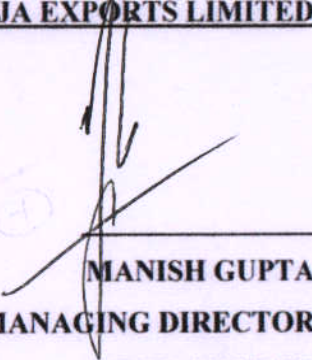


DATE: 29TH AUGUST, 2020
PLACE: VADODARA

NIRAJ TRIVEDI
PRACTICING COMPANY SECRETARY
FCS: 3844 (C. P. No.: 3123)
UDIN: F003844B000633198

COUNTERSIGNED BY:
FOR GUJARAT AMBUJA EXPORTS LIMITED




MANISH GUPTA
CHAIRMAN & MANAGING DIRECTOR
(DIN: 00028196)