

9<sup>th</sup> August 2018

Department of Corporate Services  
BSE Limited  
P.J. Towers, Dalal Street  
Mumbai- 400 001

The Listing Department  
National Stock Exchange of India  
Limited  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai 400 051  
*Scrip Symbol: GPPL*

**Scrip Code: 533248**

**Subject: Declaration of E-voting Results on Resolutions set out in notice of 26<sup>th</sup> Annual General Meeting held on 9<sup>th</sup> August 2018**

Dear Madam/Sirs,

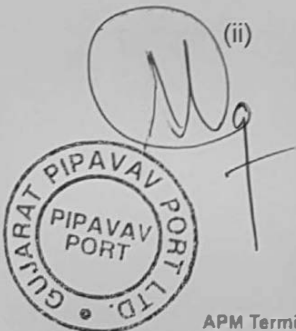
Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 26<sup>th</sup> Annual General Meeting (AGM) of Gujarat Pipavav Port Limited (the Company) was convened on Thursday, 9<sup>th</sup> August 2018 at its Registered Office at Pipavav Port, At Post Rampara-2 via Rajula, District Amreli- 365 560 at 2.00 p.m. to seek the approval of members of the Company on the resolutions set out in the Notice dated 17<sup>th</sup> May 2018 for the said AGM.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to the members to vote electronically by remote e-voting and also by e-voting at the AGM, on the resolutions.

The Company had appointed Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

In furtherance thereto, kindly find attached the following documents for reference:

- (i) Voting results of the Resolutions, in the format prescribed as per SEBI's Circular CIR/CFD/CMD/8/2015 dated 4<sup>th</sup> November 2015; and
- (ii) The Scrutinizer's report on the remote e-voting and e-voting at the AGM



APM Terminals Pipavav  
Gujarat Pipavav Port Ltd.  
Post Office : Rampara No.2  
Via : Rajula  
District - Amreli, Gujarat - 365 560  
India  
CIN : L63010GJ1992PLC018106  
T +91-2794 - 302400  
F +91-2794 - 302413  
[www.apmtpipavav.com](http://www.apmtpipavav.com)

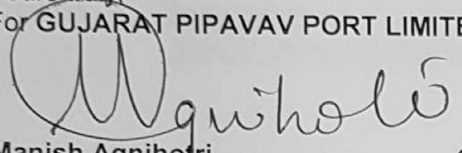
Accordingly, I, Manish Agnihotri, Company Secretary and Compliance Officer of Gujarat Pipavav Port Limited, confirm that all the 4 (Four) resolutions as set out in the Notice dated 17<sup>th</sup> May 2018 of the 26<sup>th</sup> Annual General Meeting of the Company, have been approved with requisite majority by the Members of the Company.

We request you to kindly take the E-voting results and the Scrutinizer's Report on record. These are also being made available on the Company website [www.pipavav.com](http://www.pipavav.com)

Thank you,

Yours truly,

For **GUJARAT PIPAVAV PORT LIMITED**

  
**Manish Agnihotri**  
Company Secretary and Compliance Officer



End: As above

	GUJARAT PIPAVAV PORT LIMITED
Date of the AGM/EGM	09-08-2018
Total number of shareholders on record date	51316
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	38
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

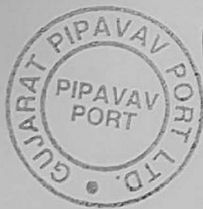
Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt: _x00D_ a.the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2018, along with the Reports of the Board of Directors and Auditors thereon; and _x00D_ b.the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2018, along with the Report of the Auditors thereon.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
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	Votes Invalid
Promoter and Promoter Group	E-Voting	207903931	0	0.0000	00	0	0.0000	0.0000	0
	Poll		207903931	100.0000	207903931	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		207903931	100	207903931	0	100.0000	0.0000	0
Public- Institutions	E-Voting	242858602	173712807	71.5284	113660279	60052528	65.4299	34.5700	23187668
	Poll		5277189	2.1729	5277189	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		178989996	73.7013	118937468	60052528	66.4492	33.5508	23187668
Public- Non Institutions	E-Voting	32677377	5611889	17.1736	5611889	0	100.0000	0.0000	300
	Poll		9356	0.0286	9356	0	100.0000	0.0000	2240
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		5621245	17.2022	5621245	0	100.0000	0.0000	2540
Total		483439910	392515172	81.1921	332462644	60052528	84.7006	15.2994	23190208



Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To declare a final dividend of Rs. 1.70 per equity share and to approve the interim dividend of Rs. 1.70 per equity share already paid during the year, for the financial year ended 31st March 2018.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
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	Votes Invalid
Promoter and Promoter Group	E-Voting	207903931	0	0.0000	00	0	0.0000	0.0000	0
	Poll		207903931	100.0000	207903931	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		207903931	100	207903931	0	100.0000	0.0000	0
Public- Institutions	E-Voting	242858602	196900475	81.0762	196900475	0	100.0000	0.0000	0
	Poll		5277189	2.1729	5277189	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		202177664	83.2491	202177664	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	32677377	5611889	17.1736	5611889	0	100.0000	0.0000	300
	Poll		9356	0.0286	9356	0	100.0000	0.0000	2240
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		5621245	17.2022	5621245	0	100.0000	0.0000	2540
Total		483439910	415702840	85.9885	415702840	0	100.0000	0.0000	2540



Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. David Skov (DIN: 07810539) who retires by rotation and being eligible, offers himself for re-appointment.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
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	Votes Invalid
Promoter and Promoter Group	E-Voting	207903931	0	0.0000	00	0	0.0000	0.0000	0
	Poll		207903931	100.0000	207903931	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		207903931	100	207903931	0	100.0000	0.0000	0
Public- Institutions	E-Voting	242858602	196900475	81.0762	194711872	2188603	98.8884	1.1115	0
	Poll		5277189	2.1729	5277189	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		202177664	83.2491	199989061	2188603	98.9175	1.0825	0
Public- Non Institutions	E-Voting	32677377	5594389	17.1201	5594259	130	99.9976	0.0023	17800
	Poll		9356	0.0286	9356	0	100.0000	0.0000	2240
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		5603745	17.1487	5603615	130	99.9977	0.0023	20040
<b>Total</b>		<b>483439910</b>	<b>415685340</b>	<b>85.9849</b>	<b>413496607</b>	<b>2188733</b>	<b>99.4735</b>	<b>0.5265</b>	<b>20040</b>



Resolution No.	4								
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Keld Pedersen (DIN: 07144184) as Managing Director of the Company and approve payment of his remuneration								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
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	Votes Invalid
Promoter and Promoter Group	E-Voting	207903931	0	0.0000	00	0	0.0000	0.0000	0
	Poll		207903931	100.0000	207903931	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		207903931	100	207903931	0	100.0000	0.0000	0
Public- Institutions	E-Voting	242858602	196900475	81.0762	193980362	2920113	98.5169	1.4830	0
	Poll		5277189	2.1729	5277189	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		202177664	83.2491	199257551	2920113	98.5557	1.4443	0
Public- Non Institutions	E-Voting	32677377	5594389	17.1201	5594244	145	99.9974	0.0025	17800
	Poll		9356	0.0286	9356	0	100.0000	0.0000	2240
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		5603745	17.1487	5603600	145	99.9974	0.0026	20040
Total		483439910	415685340	85.9849	412765082	2920258	99.2975	0.7025	20040



# Rathi & Associates

## COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.  
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

09<sup>th</sup> August 2018

The Chairman

Gujarat Pipavav Port Limited

Pipavav Port,

At Post Rampara 2 via Rajula, Amreli,

Gujarat – 365 560

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and e-voting conducted at the 26<sup>th</sup> Annual General Meeting of the Members of Gujarat Pipavav Port Limited held on 9<sup>th</sup> August 2018:

Gujarat Pipavav Port Limited ("the Company") vide resolution of its Board of Directors dated 17<sup>th</sup> May, 2018 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and e-voting at the 26<sup>th</sup> Annual General Meeting (26<sup>th</sup> AGM) on the resolutions contained in the Notice dated 17<sup>th</sup> May, 2018 for the 26<sup>th</sup> AGM, as prescribed under Section 108 of the Companies Act, 2013 ("the Act") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and e-voting at 26<sup>th</sup> AGM on the resolutions contained in the aforesaid Notice of the 26<sup>th</sup> AGM of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting and e-voting at 26<sup>th</sup> AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system and e-voting at 26<sup>th</sup> AGM as per the facility provided by Karvy Computershare Private Limited (Karvy), Registrar and Share Transfer Agents of the Company appointed by the Company for the said purpose.



As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the 26<sup>th</sup> AGM was sent to the Members by permitted means (i.e. by courier or through e-mail), for seeking approval of members on following resolutions:

1. **Resolution No. 1** as an Ordinary Resolution for consideration and adoption of:
  - a. Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2018, along with the Reports of the Board of Directors and Auditors thereon; and
  - b. Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2018, along with the Report of the Auditors thereon.
2. **Resolution No. 2** as an Ordinary Resolution for declaration of final dividend of Rs. 1.70 per Equity Share and approval of interim dividend of Rs. 1.70 per Equity Share already paid during the year, for the financial year ended 31<sup>st</sup> March 2018.
3. **Resolution No. 3** as an Ordinary Resolution for appointment of Mr. David Skov (DIN: 07810539), who retired by rotation and being eligible, had offered himself for re-appointment as Director of the Company.
4. **Resolution No. 4** as a Special Resolution for re-appointment of Mr. Keld Pedersen (DIN: 07144184), as Managing Director of the Company for a term upto 3 years from 1<sup>st</sup> May 2018 and to approve the payment of his remuneration and authority to the Board of Directors/ Nomination and Remuneration Committee of the Company to deal with matters related thereto.

The Company provided the remote e-voting facility offered by Karvy Computershare Private Limited (Karvy) to cast votes on aforesaid resolutions by the members of the Company. The Company had also made available e-voting facilities at the 26<sup>th</sup> AGM to enable the members to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to shareholders of the Company to exercise their voting rights from 9.00 a.m. of Monday, 6<sup>th</sup> August 2018 upto 5.00 p.m. of Wednesday, 8<sup>th</sup> August 2018.

Accordingly, votes casted upto 5.00 p.m. of 8<sup>th</sup> August 2018 have been considered for my scrutiny. The facility of e-voting provided at the 26<sup>th</sup> AGM has also been considered for the scrutiny.

After the conclusion of the 26<sup>th</sup> AGM, first the voting conducted through e-voting at the 26<sup>th</sup> AGM was considered and thereafter voting through remote e-voting was unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Komal Binwani and Mr. Yash Jain.





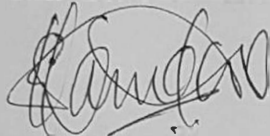
A summary of the votes casted by shareholders through remote e-voting and e-voting at the 26<sup>th</sup> AGM with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through remote e-voting and e-voting at the 26<sup>th</sup> Annual General Meeting in respect of the above-mentioned resolutions may accordingly be declared by the Company Secretary and Compliance Officer of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned this Report.

Thanking you,

Yours sincerely,

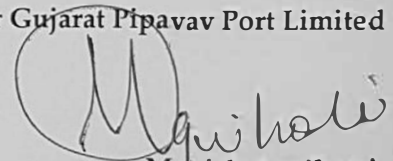
For RATHI & ASSOCIATES  
COMPANY SECRETARIES



HIMANSHU S. KAMDAR  
PARTNER  
MEMBERSHIP NO. FCS 5171  
COP NO. 3030



COUNTERSIGNED BY  
For Gujarat Pipavav Port Limited



Manish Agnihotri  
Company Secretary and Compliance Officer  
Membership No. ACS 12045

2. For Resolution 1: As an Ordinary Resolution for consideration and adoption of:

- a. Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2018, along with the Reports of the Board of Directors and Auditors thereon; and
- b. Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2018, along with the Report of the Auditors thereon.

Sr. No.	Particulars	Resolution 1	
		No. of e-voting at AGM/Remote e-voting confirmations	No. of Shares voted
a.	Votes cast through e-voting at AGM	34	213,190,476
b.	Remote e-voting confirmations received	171	179,324,696
	<b>Total</b>	<b>205</b>	<b>392,515,172</b>
c.	Less: Invalid e-voting at AGM/Remote e-voting confirmations	0	0
d.	<b>Net Valid e-voting at AGM/Remote e-voting confirmations</b>	<b>205</b>	<b>392,515,172</b>
	(i) e-voting at AGM/Remote e-voting confirmations with assent for the Resolution	160 *	332,462,644
	<b>% of Assent</b>		<b>84.70</b>
	(ii) e-voting at AGM/Remote e-voting confirmations with dissent for the Resolution	45 *	60,052,528
	<b>% of Dissent</b>		<b>15.30</b>

\* includes votes casted by a shareholder partly in favour and partly against the resolution.



For Resolution 2: As an Ordinary Resolution for declaration of final dividend of Rs. 1.70 per Equity Share and approval of interim dividend of Rs. 1.70 per Equity Share already paid during the year, for the financial year ended 31<sup>st</sup> March 2018.

Sr. No.	Particulars	Resolution 2	
		No. of e-voting at AGM/Remote e-voting confirmations	No. of Shares voted
a.	Votes cast through e-voting at AGM	34	213,190,476
b.	Remote e-voting confirmations received	177	202,512,364
	<b>Total</b>	<b>211</b>	<b>415,702,840</b>
c.	Less: Invalid e-voting at AGM/Remote e-voting confirmations	0	0
d.	<b>Net Valid e-voting at AGM/Remote e-voting confirmations</b>	<b>211</b>	<b>415,702,840</b>
	(i) e-voting at AGM/Remote e-voting confirmations with assent for the Resolution	211	415,702,840
	<b>% of Assent</b>		<b>100.00</b>
	(ii) e-voting at AGM/Remote e-voting confirmations with dissent for the Resolution	0	0
	<b>% of Dissent</b>		<b>0.00</b>



**For Resolution 3:** As an Ordinary Resolution for appointment of Mr. David Skov (DIN: 07810539) who retired by rotation and being eligible, offered himself for re-appointment as Director of the Company.

Sr. No.	Particulars	Resolution 3	
		No. of e-voting at AGM/Remote e-voting confirmations	No. of Shares voted
a.	Votes cast through e-voting at AGM	34	213,190,476
b.	Remote e-voting confirmations received	176	202,494,864
	<b>Total</b>	<b>210</b>	<b>415,685,340</b>
c.	Less: Invalid e-voting at AGM/Remote e-voting confirmations	0	0
d.	<b>Net Valid e-voting at AGM/Remote e-voting confirmations</b>	<b>210</b>	<b>415,685,340</b>
	(i) e-voting at AGM/Remote e-voting confirmations with assent for the Resolution	206	413,496,607
	<b>% of Assent</b>		<b>99.47</b>
	(ii) e-voting at AGM/Remote e-voting confirmations with dissent for the Resolution	4	2,188,733
	<b>% of Dissent</b>		<b>0.53</b>



**For Resolution 4:** As a Special Resolution for re-appointment of Mr. Keld Pedersen (DIN: 07144184), as Managing Director of the Company for a term upto 3 years from 1<sup>st</sup> May 2018 and to approve the payment of his remuneration and authority to the Board of Directors/ Nomination and Remuneration Committee of the Company to deal with matters related thereto.

Sr. No.	Particulars	Resolution 4	
		No. of e-voting at AGM/Remote e-voting confirmations	No. of Shares voted
a.	Votes cast through e-voting at AGM	34	213,190,476
b.	Remote e-voting confirmations received	177	202,494,864
	<b>Total</b>	<b>211</b>	<b>415,685,340</b>
c.	Less: Invalid e-voting at AGM/Remote e-voting confirmations	0	0
d.	<b>Net Valid e-voting at AGM/Remote e-voting confirmations</b>	<b>211</b>	<b>415,685,340</b>
	(i) e-voting at AGM/Remote e-voting confirmations with assent for the Resolution	202 *	412,765,082
	<b>% of Assent</b>		<b>99.30</b>
	(ii) e-voting at AGM/Remote e-voting confirmations with dissent for the Resolution	9 *	2,920,258
	<b>% of Dissent</b>		<b>0.70</b>

\* includes votes casted by a shareholder partly in favour and partly against the resolution.

