

23<sup>rd</sup> August 2024

**BSE Limited**  
**P J Tower**  
Dalal Street  
Fort,  
Mumbai- 400 001

**National Stock Exchange of India Ltd**  
**Plot No. C/1, 'G' Block**  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai- 400 051

**Scrip Code No.: 533248**

**Scrip Symbol: GPPL**

**Subject: Declaration of E-voting Results on Resolutions set out in notice of 32<sup>nd</sup> Annual General Meeting held on 22<sup>nd</sup> August 2024**

Dear Madam/Sirs,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 32<sup>nd</sup> Annual General Meeting (AGM) of Gujarat Pipavav Port Limited (the Company) was convened yesterday i.e. 22<sup>nd</sup> August 2024 through Video Conferencing and Other Audio Visual Means at 2.30 PM to seek the approval of members of the Company on the resolutions set out in the Notice dated 22<sup>nd</sup> May 2024 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 on the resolutions by remote e-voting and at the AGM.

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

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 22<sup>nd</sup> May 2024 of the 32<sup>nd</sup> Annual General Meeting of the Company, have been approved with requisite majority by the Members of the Company.

The Company requests the Exchanges 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

# 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

August 23, 2024

The Chairman/Company Secretary

Gujarat Pipavav Port Limited

Pipavav Port,

At Post Rampara-2 via Rajula,

Dist. Amreli,

Gujarat – 365 560

Dear Sir,

Sub: **Scrutinizer's Report on the remote e-voting prior to and e-voting at the 32<sup>nd</sup> Annual General Meeting of the Members of Gujarat Pipavav Port Limited held on 22<sup>nd</sup> August, 2024.**

Gujarat Pipavav Port Limited ("the Company") vide resolution passed by its Board of Directors at their meeting held on 22<sup>nd</sup> May, 2024 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting prior to and e-voting at the 32<sup>nd</sup> Annual General Meeting ("AGM") on the resolutions contained in the Notice dated 22<sup>nd</sup> May, 2024 for the AGM, as prescribed under Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time 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 AGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with Circular No. 09/2023, dated September 25, 2023, read together with Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022 and 10/2022, dated December 28, 2022, issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as "MCA Circulars").

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The Company had provided e-voting facility during the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with Rules made thereunder and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting prior to the AGM and e-voting at the AGM on the resolutions as contained in the aforesaid Notice of the AGM of the Members of the Company. My responsibility as Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting prior to the AGM and e-voting at the 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 the AGM as per the facility provided by KFin Technologies Limited ("KFin"), the agency engaged by the Company to provide remote e-voting facility prior to the AGM and e-voting facility at the AGM.

As required under Section 101 of the Act, the Notice of AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means as per the Circulars issued by the MCA and SEBI. Following resolutions were proposed for approval by remote e-voting prior to the AGM and e-voting at the AGM by the Members of the Company:

1. **Resolution No. 1** as an Ordinary Resolution for consideration and adoption of:
  - a) the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 along with the Reports of the Board of Directors and Auditors thereon;
  - b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 along with the Auditors' Report thereon.
2. **Resolution No. 2** as an Ordinary Resolution for declaration of final dividend of Rs. 3.70 per Equity share and confirmation of interim dividend of Rs. 3.60 per Equity share already paid during the year, for the financial year ended 31<sup>st</sup> March, 2024.
3. **Resolution No. 3** as an Ordinary Resolution for appointment of Mr. Timothy John Smith (DIN: 08526373) who retired by rotation and being eligible, had offered himself for re-appointment.
4. **Resolution No. 4** as an Ordinary Resolution for appointment of Mr. Soren Brandt (DIN: 00270435) who retired by rotation and being eligible, had offered himself for re-appointment.





The Company provided remote e-voting facility to the members to cast votes on aforesaid resolutions prior to the AGM. The Company also provided e-voting facility at the AGM to those members who did not cast their votes through remote e-voting facility, to enable them 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. IST on Monday, 19<sup>th</sup> August, 2024 upto 5:00 P.M. IST on Wednesday, 21<sup>st</sup> August, 2024. Accordingly, votes cast through remote e-voting upto 5:00 P.M. IST on Wednesday, 21<sup>st</sup> August, 2024, have been considered for my scrutiny.

After conclusion of 32<sup>nd</sup> Annual General Meeting, the voting through remote e-voting prior to the AGM and e-voting at the AGM were unlocked. In case of shareholders who cast votes through remote e-voting prior to the AGM as well as e-voting at the AGM, the voting through remote e-voting of such shareholders was treated as valid. A summary of the votes cast by shareholders through remote e-voting prior to the AGM and e-voting at the AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to the AGM and e-voting at the AGM in respect of the above-mentioned resolutions may accordingly be declared by the Company Secretary of the Company who has been so authorised by the Chairman in writing and who has countersigned this Report.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES  
COMPANY SECRETARIES



HIMANSHU S. KAMDAR  
PARTNER

MEM. NO. FCS 5171

COP NO. 3030

UDIN: F005171F001032769

P.R. CERTIFICATE NO.: 668/2020



COUNTERSIGNED BY

For GUJARAT PIPAVAV PORT LIMITED

MANISH AGNIHOTRI  
COMPANY SECRETARY

MEMBERSHIP NO. ACS 12045

**ANNEXURE**

**Resolution No. 1** as an **Ordinary Resolution** for consideration and adoption of:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 along with the Reports of the Board of Directors and Auditors thereon;
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 along with the Reports of Auditors thereon

Sr. No.	Particulars	Resolution No. 1	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting at AGM	7	3,851
b.	Votes cast through remote e-voting prior to AGM	629	38,01,92,534
	<b>Total</b>	<b>*636</b>	<b>38,01,96,385</b>
c.	Less: Invalid voting	6	4,90,535
d.	<b>Net Valid voting</b>	<b>630</b>	<b>37,97,05,850</b>
	(i) Voting with assent for the Resolution	447	30,01,56,747
		<b>% of Assent</b>	<b>79.05</b>
	(ii) Voting with dissent for the Resolution	183	7,95,49,103
		<b>% of Dissent</b>	<b>20.95</b>

\*Includes votes casted by three shareholders who voted partially in favour and partially against the resolution.



**Resolution No. 2** as an **Ordinary Resolution** for declaration of final dividend of Rs. 3.70 per Equity share and confirmation of interim dividend of Rs. 3.60 per Equity share already paid during the year, for the financial year ended 31<sup>st</sup> March, 2024

Sr. No.	Particulars	Resolution No. 2	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting at AGM	7	3,851
b.	Votes cast through remote e-voting prior to AGM	631	38,10,23,078
	<b>Total</b>	<b>*638</b>	<b>38,10,26,929</b>
c.	Less: Invalid voting	6	4,90,535
d.	<b>Net Valid voting</b>	<b>632</b>	<b>38,05,36,394</b>
	(i) Voting with assent for the Resolution	623	38,04,53,447
		<b>% of Assent</b>	<b>99.98</b>
	(ii) Voting with dissent for the Resolution	9	82,947
		<b>% of Dissent</b>	<b>0.02</b>

\*Includes votes casted by three shareholders who voted partially in favour and partially against the resolution.



**Resolution No. 3** as an **Ordinary Resolution** for appointment of Mr. Timothy John Smith (DIN: 08526373) who retired by rotation and being eligible, had offered himself for re-appointment.

Sr. No.	Particulars		Resolution No. 3	
			No. of members who voted	No. of Votes
a.	Votes cast through e-voting at AGM		7	3,851
b.	Votes cast through remote e-voting prior to AGM		630	38,10,22,499
	<b>Total</b>		<b>*637</b>	<b>38,10,26,350</b>
c.	Less: Invalid voting		6	4,90,535
d.	<b>Net Valid voting</b>		<b>631</b>	<b>38,05,35,815</b>
	(i)	Voting with assent for the Resolution	591	36,64,87,393
			<b>% of Assent</b>	<b>96.31</b>
	(ii)	Voting with dissent for the Resolution	40	1,40,48,422
			<b>% of Dissent</b>	<b>3.69</b>

\*Includes votes casted by three shareholders who voted partially in favour and partially against the resolution.





**Resolution No.4** as an **Ordinary Resolution** for appointment of Mr. Soren Brandt (DIN: 00270435) who retired by rotation and being eligible had offered himself for re-appointment.

Sr. No.	Particulars	Resolution No. 4	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting at AGM	7	3,851
b.	Votes cast through remote e-voting prior to AGM	630	38,10,22,499
	<b>Total</b>	<b>*637</b>	<b>38,10,26,350</b>
c.	Less: Invalid voting	6	4,90,535
d.	<b>Net Valid voting</b>	<b>631</b>	<b>38,05,35,815</b>
	(i) Voting with assent for the Resolution	593	36,64,87,593
		<b>% of Assent</b>	<b>96.31</b>
	(ii) Voting with dissent for the Resolution	38	1,40,48,222
		<b>% of Dissent</b>	<b>3.69</b>

\*Includes votes casted by three shareholders who voted partially in favour and partially against the resolution.





	GUJARAT PIPAVAV PORT LIMITED
Date of the AGM/EGM	22-08-2024
Total number of shareholders on record date	236419
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	40

Resolution No.	1									
	ORDINARY - 1.To receive, consider and adopt:									
	a.the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2024, along with the Reports of the Board of Directors and Auditors thereon; and									
Resolution required: (Ordinary/ Special)	b.the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, along with the Auditors Report 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	Votes Abstained
Promoter and Promoter Group	E-Voting	21,27,38,931	21,27,38,931	100.0000	21,27,38,931	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		21,27,38,931	100.0000	21,27,38,931	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	17,28,15,018	15,77,13,420	91.2614	7,81,64,828	7,95,48,592	49.5613	50.4386	4,90,535	8,30,143
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		15,77,13,420	91.2614	7,81,64,828	7,95,48,592	49.5613	50.4387	4,90,535	830143
Public- Non Institutions	E-Voting	9,78,85,961	92,49,648	9.4494	92,49,137	511	99.9944	0.0055	0	407
	Poll		3,851	0.0039	3,851	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		92,53,499	9.4533	92,52,988	511	99.9945	0.0055	0	407
Total		48,34,39,910	37,97,05,850	78.5425	30,01,56,747	7,95,49,103	79.0498	20.9502	4,90,535	830550

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare a final dividend of Rs. 3.70 per equity share and to confirm the interim dividend of Rs. 3.60 per equity share already paid during the year, for the financial year ended 31st March 2024.									
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	Votes Abstained
Promoter and Promoter Group	E-Voting	21,27,38,931	21,27,38,931	100.0000	21,27,38,931	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>21,27,38,931</b>	<b>100.0000</b>	<b>21,27,38,931</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	17,28,15,018	15,85,43,563	91.7418	15,84,61,211	82,352	99.9480	0.0519	4,90,535	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>15,85,43,563</b>	<b>91.7418</b>	<b>15,84,61,211</b>	<b>82,352</b>	<b>99.9481</b>	<b>0.0519</b>	<b>4,90,535</b>	<b>0</b>
Public- Non Institutions	E-Voting	9,78,85,961	92,50,049	9.4498	92,49,454	595	99.9935	0.0064	0	306
	Poll		3,851	0.0039	3,851	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>92,53,900</b>	<b>9.4537</b>	<b>92,53,305</b>	<b>595</b>	<b>99.9936</b>	<b>0.0064</b>	<b>0</b>	<b>306</b>
<b>Total</b>		<b>48,34,39,910</b>	<b>38,05,36,394</b>	<b>78.7143</b>	<b>38,04,53,447</b>	<b>82,947</b>	<b>99.9782</b>	<b>0.0218</b>	<b>4,90,535</b>	<b>306</b>

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Timothy John Smith (DIN:08526373) 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	Votes Abstained
Promoter and Promoter Group	E-Voting	21,27,38,931	21,27,38,931	100.0000	21,27,38,931	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		21,27,38,931	100.0000	21,27,38,931	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	17,28,15,018	15,85,43,563	91.7418	14,44,96,789	1,40,46,774	91.1401	8.8598	4,90,535	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		15,85,43,563	91.7418	14,44,96,789	1,40,46,774	91.1401	8.8599	4,90,535	0
Public- Non Institutions	E-Voting	9,78,85,961	92,49,470	9.4492	92,47,822	1,648	99.9821	0.0178	0	585
	Poll		3,851	0.0039	3,851	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		92,53,321	9.4531	92,51,673	1,648	99.9822	0.0178	0	585
Total	48,34,39,910	38,05,35,815	78.7142	36,64,87,393	1,40,48,422	96.3083	3.6917	4,90,535	585	



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Soren Brandt (DIN:00270435) 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	Votes Abstained
Promoter and Promoter Group	E-Voting	21,27,38,931	21,27,38,931	100.0000	21,27,38,931	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>21,27,38,931</b>	<b>100.0000</b>	<b>21,27,38,931</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	17,28,15,018	15,85,43,563	91.7418	14,44,96,789	1,40,46,774	91.1401	8.8598	4,90,535	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>15,85,43,563</b>	<b>91.7418</b>	<b>14,44,96,789</b>	<b>1,40,46,774</b>	<b>91.1401</b>	<b>8.8599</b>	<b>4,90,535</b>	<b>0</b>
Public- Non Institutions	E-Voting	9,78,85,961	92,49,470	9.4492	92,48,022	1,448	99.9843	0.0156	0	585
	Poll		3,851	0.0039	3,851	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>92,53,321</b>	<b>9.4531</b>	<b>92,51,873</b>	<b>1,448</b>	<b>99.9844</b>	<b>0.0156</b>	<b>0</b>	<b>585</b>
<b>Total</b>		<b>48,34,39,910</b>	<b>38,05,35,815</b>	<b>78.7142</b>	<b>36,64,87,593</b>	<b>1,40,48,222</b>	<b>96.3083</b>	<b>3.6917</b>	<b>4,90,535</b>	<b>585</b>