

5th August 2023

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 31st Annual General Meeting held on 4th August 2023

Dear Madam/Sirs,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 31st Annual General Meeting (AGM) of Gujarat Pipavav Port Limited (the Company) was convened yesterday i.e. 4th August 2023 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 24th May 2023 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 4th 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 24th May 2023 of the 31st 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

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

4th August, 2023

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 31st Annual General Meeting of the Members of Gujarat Pipavav Port Limited held on 4th August, 2023.**

Gujarat Pipavav Port Limited ("the Company") vide resolution passed by its Board of Directors at their meeting held on 24th May, 2023 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting prior to and e-voting at the 31st Annual General Meeting ("AGM") on the resolutions contained in the Notice dated 24th May, 2023 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 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 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

Page 1 of 7



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 31st March, 2023 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 31st March, 2023 along with the Auditors Report thereon.
2. **Resolution No. 2** as an Ordinary Resolution for declaration of final dividend of Rs. 3.40 per Equity share and confirmation of interim dividend of Rs. 2.70 per Equity share already paid during the year, for the financial year ended 31st March, 2023.
3. **Resolution No. 3** as an Ordinary Resolution for re-appointment of Mr. Keld Pedersen (DIN: 07144184) who retired by rotation and being eligible, had offered himself for re-appointment.
4. **Resolution No. 4** as an Ordinary Resolution for re-appointment of Mr. Jonathan Richard Goldner (DIN: 09311803) 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 Tuesday, 1st August, 2023 upto 5:00 p.m. IST on Thursday, 3rd August, 2023. Accordingly, votes cast through remote e-voting upto 5:00 p.m. IST on Thursday, 3rd August, 2023, have been considered for my scrutiny.



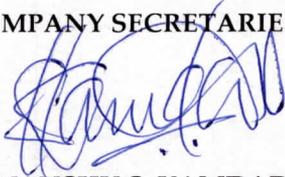
After conclusion of 31st Annual General Meeting, the voting through remote e-voting prior to the AGM and e-voting at the AGM were unlocked. In case of shareholders who cast votes through remote e-voting prior to the AGM as well as e-voting at the AGM, the voting through remote e-voting of such shareholders 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: F005171E000744767

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 31st March, 2023 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 31st March, 2023 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	19	16,453
b.	Votes cast through remote e-voting prior to AGM	489	408,298,211
	Total	508	408,314,664
c.	Less: Invalid voting	0	0
d.	Net Valid voting	*508	408,314,664
	(i) Voting with assent for the Resolution	354	323,250,328
		% of Assent	79.17
	(ii) Voting with dissent for the Resolution	154	85,064,336
		% of Dissent	20.83

*includes votes cast by one shareholder partially in favour and partially against the resolution.



Resolution No. 2 as an Ordinary Resolution for declaration of final dividend of Rs. 3.40 per Equity share and confirmation of interim dividend of Rs. 2.70 per Equity share already paid during the year, for the financial year ended 31st March, 2023

Sr. No.	Particulars	Resolution No. 2	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting at AGM	19	16,453
b.	Votes cast through remote e-voting prior to AGM	491	410,918,128
	Total	510	410,934,581
c.	Less: Invalid voting	0	0
d.	Net Valid voting	510	410,934,581
	(i) Voting with assent for the Resolution	507	410,934,442
		% of Assent	*100
	(ii) Voting with dissent for the Resolution	3	139
		% of Dissent	0

*Rounded off to the nearest decimal.



Resolution No. 3 as an Ordinary Resolution for re-appointment of Mr. Keld Pedersen (DIN: 07144184) 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	19	16,453
b.	Votes cast through remote e-voting prior to AGM	495	410,917,052
	Total	514	410,933,505
c.	Less: Invalid voting	0	0
d.	Net Valid voting	*514	410,933,505
	(i) Voting with assent for the Resolution	377	361,572,741
		% of Assent	87.99
	(ii) Voting with dissent for the Resolution	137	49,360,764
		% of Dissent	12.01

*includes votes cast by one shareholder partially in favour and partially against the resolution.



Resolution No.4 as an Ordinary Resolution for re-appointment of Mr. Jonathan Richard Goldner (DIN: 09311803) 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	19	16,453
b.	Votes cast through remote e-voting prior to AGM	494	410,917,071
	Total	513	410,933,524
c.	Less: Invalid voting	0	0
d.	Net Valid voting	*513	410,933,524
	(i) Voting with assent for the Resolution	370	356,103,036
		% of Assent	86.66
	(ii) Voting with dissent for the Resolution	143	54,830,488
		% of Dissent	13.34

*includes votes cast by one shareholder partially in favour and partially against the resolution.



	GUJARAT PIPAVAV PORT LIMITED
Date of the AGM/EGM	04-08-2023
Total number of shareholders on record date	141523
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:	41

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2023, along with the Reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2023, 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	212,738,931	212,738,931	100.0000	212,738,931	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		212,738,931	100.0000	212,738,931	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	198,185,063	185,341,433	93.5194	100,277,247	85,064,186	54.1040	45.8959	0	2,619,867
	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		185,341,433	93.5194	100,277,247	85,064,186	54.1041	45.8959	0	2619867
Public- Non Institutions	E-Voting	72,515,916	10,217,847	14.0905	10,217,697	150	99.9985	0.0014	0	460
	Poll		16,453	0.0227	16,453	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,234,300	14.1132	10,234,150	150	99.9985	0.0015	0	460
Total		483,439,910	408,314,664	84.4603	323,250,328	85,064,336	79.1670	20.8330	0	2620327

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare a final dividend of Rs. 3.40 per equity share and to confirm the interim dividend of Rs. 2.70 per equity share already paid during the year, for the financial year ended 31st March 2023.									
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	212,738,931	212,738,931	100.0000	212,738,931	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		212,738,931	100.0000	212,738,931	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	198,185,063	187,961,300	94.8413	187,961,300	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		187,961,300	94.8413	187,961,300	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	72,515,916	10,217,897	14.0906	10,217,758	139	99.9986	0.0013	0	410
	Poll		16,453	0.0227	16,453	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,234,350	14.1133	10,234,211	139	99.9986	0.0014	0	410
Total		483,439,910	410,934,581	85.0022	410,934,442	139	100.0000	0.0000	0	410

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Keld Pedersen (DIN: 07144184) 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	212,738,931	212,738,931	100.0000	212,738,931	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		212,738,931	100.0000	212,738,931	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	198,185,063	187,961,300	94.8413	138,601,324	49,359,976	73.7392	26.2607	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		187,961,300	94.8413	138,601,324	49,359,976	73.7393	26.2607	0	0
Public- Non Institutions	E-Voting	72,515,916	10,216,821	14.0891	10,216,033	788	99.9922	0.0077	0	1,461
	Poll		16,453	0.0227	16,453	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,233,274	14.1118	10,232,486	788	99.9923	0.0077	0	1461
Total		483,439,910	410,933,505	85.0020	361,572,741	49,360,764	87.9881	12.0119	0	1461

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Jonathan Richard Goldner (DIN: 09311803) 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	212,738,931	212,738,931	100.0000	212,738,931	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		212,738,931	100.0000	212,738,931	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	198,185,063	187,961,300	94.8413	133,131,646	54,829,654	70.8292	29.1707	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		187,961,300	94.8413	133,131,646	54,829,654	70.8293	29.1707	0	0
Public- Non Institutions	E-Voting	72,515,916	10,216,840	14.0891	10,216,006	834	99.9918	0.0081	0	1,467
	Poll		16,453	0.0227	16,453	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,233,293	14.1118	10,232,459	834	99.9919	0.0081	0	1467
Total		483,439,910	410,933,524	85.0020	356,103,036	54,830,488	86.6571	13.3429	0	1467