GUJARAT AMBUJA EXPORTS LIMITED

CIN - L15140GJ1991PLC016151
Regd. Off.: "AMBUJA TOWER", Opp. Memnagar Fire Station, P. O. Navjivan, Navrangpura, Ahmedabad-380 014. Phone: 079-26423316-20, Fax: 079-26423079
Email: info@ambujagroup.com, Website: www.ambujagroup.com

REF: GAEL\STOCK27/2015/85
Date: 12th September, 2015

BY EMAIL & E-FILING

To,
The General Manager- Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), MUMBAI - 400 051

Ref. :- Symbol GAEL
Sub.:- Summary of proceedings of the 24th Annual General Meeting held on Saturday, the 12th September, 2015 and combined voting results (e-voting and poll) along with Scrutinizer's Report thereon

Dear Sir/Madam,

With reference to above, we are pleased to inform you that the 24th Annual General Meeting(AGM) of the Members of the Company was held today i.e. 12th September, 2015 at 11.00 a.m. Proceedings of the 24th Annual General Meeting is enclosed herewith in compliance with provisions of clause 31 of the Listing Agreement.

In accordance with the provisions of the Companies Act, 2013 read with rules framed thereunder, Listing Agreement and Secretarial Standard - 2, the Company had provided remote e-voting facility to the members entitled to cast their vote at the AGM, from 9th September, 2015 (09:00 a.m.) to 11th September, 2015 (05:00 p.m.). The Chairman of the meeting ordered a, suo moto, poll to provide similar right to the members present, in person, at the AGM, to vote in proportion to the shares held by them, on all the resolutions as set out in the Notice convening the AGM.

We are also enclosing herewith the combined voting results (e-voting & poll) along with Scrutinizers report (e-voting & poll) for the information of the Stock Exchange. The same shall also be uploaded on Website of the Company and NDSL.

You are requested to take note of the same and to inform members accordingly.

Thanking you.

Yours faithfully,

FOR GUJARAT AMBUJA EXPORTS LIMITED

(CHETNA DHARAJIYA)
COMPANY SECRETARY

GUJARAT AMBUJA EXPORTS LTD. AHMEDABAD

Encl: As above

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Gist of the Proceedings of the 24th Annual General Meeting of Gujarat Ambuja Exports Limited held on September 12, 2015

The 24th Annual General Meeting of the Members of the Company commenced at 11.00 a.m. at H. T. Parekh Hall, 1st Floor, Ahmedabad Management Association (AMA), AMA Complex, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad – 380015.

FOLLOWING DIRECTORS WERE PRESENT:

1. Mr. Vijaykumar Gupta (Chairman & Managing Director)
2. Mr. Manish V. Gupta (Managing Director)
3. Mr. Mohit V. Gupta (Joint Managing Director)
4. Mrs. Sulochana V. Gupta (Non- Executive Director)
5. Mr. Sudhin B. Choksey (Independent Director and Chairman- Audit Committee)
6. Mr. Prakash G. Ramrakhiani (Independent Director)
7. Mr. Ashok C. Gandhi (Independent Director and Chairman – Nomination and Remuneration Committee & Stakeholders Relationship Committee)
8. Mr. Rohit J. Patel (Independent Director)
9. Mr. Rashmikant N. Joshi (Independent Director)

IN ATTENDANCE:

1. Mr. Arpit Patel (Representative from M/s. Kantilal Patel & Co., Statutory Auditors)
2. Mr. N. Giridhar (Chief Financial Officer)
3. Ms. Chetna Dharajiya (Company Secretary)

The Chairman informed that due to preoccupancy, Mr. Sandeep Agrawal, the Whole-time Director of the Company was not able to attend the Annual General Meeting.

Shri Vijaykumar Gupta chaired the proceedings of the Meeting.

Total 114 Members attended the Meeting as per the records of attendance. As the requisite quorum was present, the proceedings of the meeting commenced.

With the permission of the members present at the meeting, the notice convening the 24th Annual General Meeting of the Company was taken as read. Since there were no qualifications, observations or comments in the Auditor's Report on the Financial Statements of the Company for the financial year ended 31st March, 2015, the same was not required to be read at the meeting.

Members were informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement and Secretarial Standard-2, the Company had extended the remote e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The remote e-voting commenced at 9.00 a.m. on 9th September, 2015 and ended at 5.00 p.m. on

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11th September, 2015. Shri Premnarayan Tripathi, the Practicing Company Secretary was appointed as the Scrutinizer by the Board for scrutinizing the remote e-voting process.

The Chairman informed the Members that the Company had arranged for a poll on all the 9 resolutions to be passed at the Meeting. Thereafter, the Chairman briefed on all the 9 resolutions and all the 9 resolutions were proposed and seconded by the Members of the Company. Several Members addressed the Meeting, given their suggestions and raised queries on the Company's accounts and businesses and such other matters, which were replied by Mr. Manish Gupta, the Managing Director of the Company.

Thereafter, the Chairman ordered for a poll to be taken at the meeting and appointed Shri Premnarayan Tripathi, the Practicing Company Secretary as the Scrutinizer for the poll process and requested him for conducting the poll process. The Chairman announced that the combined result of remote e-voting and poll will be placed on the Company's website and NSDL. Mr. Premnarayan Tripathi had, in accordance with the law, submitted the consolidated report (remote e-voting and poll) to the Chairman.

The resolutions passed by the Members, briefly, related to:

ORDINARY BUSINESSES:

1. To consider and adopt:
   (a) the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015, 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, 2015.
2. To confirm the payment of interim dividend on Equity Shares for the Financial Year 2014-15 as final dividend for the Financial Year 2014-15.
3. To appoint a Director in place of Mr. Vijaykumar Gupta (holding DIN 00028173), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Manish Gupta (holding DIN 00028196), who retires by rotation and being eligible, offers himself for re-appointment.
5. To ratify appointment of the Auditors and to fix their remuneration.

SPECIAL BUSINESSES:

6. Appointment of Mr. Rashmikant N. Joshi (holding DIN 06930067) as an Independent Director of the Company (Ordinary Resolution).
7. Offer and Issue Non-Convertible Securities/Commercial Papers under Private Placement (Special Resolution).
8 Revision in terms of remuneration of Shri Siddharth Agrawal, the Vice President (Works) of the Company (Special Resolution).
9. Approval of remuneration of Cost Auditors for the financial year 2015-16 (Ordinary Resolution).

Details of the said results are available on the Company's website.

For Gujarat Ambuja Exports Limited

Dharajiya

Chetna Dharajiya
(Company Secretary)

GUJARAT AMBUJA EXPORTS LTD. AHMEDABAD

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24th Annual General Meeting held on 12th September, 2015

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

As per the provisions of the Companies Act, 2013, the Listing Agreement 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 24th Annual General Meeting (AGM). The remote e-voting was open from 9th September, 2015 (9.00 AM) to 11th September, 2015 (5.00 PM).

Mr. Premnarayan Tripathi, Practicing Company Secretary (Membership No. A20345) 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 11th September, 2015. He was also appointed as the Scrutinizer for conducting Poll at the 24th Annual General Meeting and submitted their report. The combined (remote e-voting & poll) results, as per the Scrutinizers' Report dated 12th September, 2015 is as follows:

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Item No of Notice	Mode of Voting	Total Valid Votes	In Favour			Against			Invalid/Abstain	
			No. of Ballot received	No. of Votes Cast	%age	No. of Shareholders	No. of Votes Cast	%age	No. of Shareholders	No. of Votes Cast
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting	99685907	167	99685752	99.99	2	155	0.00	0	0
	Poll	7974	25	7564	0.01	2	110	0.00	2	300
	Total	99693581	192	99693316	100.00	4	265	0.00	2	300
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting	99685902	167	99685752	99.99	1	150	0.00	0	0
	Poll	7974	25	7564	0.01	2	110	0.00	2	300
	Total	99693576	192	99693316	100.00	3	260	0.00	2	300
Item No. 3 of the Notice (As an Ordinary Resolution)	E-voting	99684907	166	99684752	99.99	2	155	0.00	0	0
	Poll	7974	25	7564	0.01	2	110	0.00	2	300
	Total	99692581	191	99692316	100.00	4	265	0.00	2	300
Item No. 4 of the Notice (As an Ordinary Resolution)	E-voting	99684907	165	99684552	99.99	3	355	0.00	0	0
	Poll	7974	25	7564	0.01	2	110	0.00	2	300
	Total	99692581	190	99692116	100.00	5	465	0.00	2	300
Item No. 5 of the Notice (As an Ordinary Resolution)	E-voting	99684907	165	99684552	99.99	3	355	0.00	0	0
	Poll	7974	25	7564	0.01	2	110	0.00	2	300
	Total	99692581	190	99692116	100.00	5	465	0.00	2	300
Item No. 6 of the Notice (As an Ordinary Resolution)	E-voting	99684907	165	99684552	99.99	3	355	0.00	0	0
	Poll	7974	25	7564	0.01	2	110	0.00	2	300
	Total	99692581	190	99692116	100.00	5	465	0.00	2	300
Item No. 7 of the Notice (As a Special Resolution)	E-voting	99684907	164	99653972	99.96	4	30935	0.03	0	0
	Poll	7974	25	7564	0.01	2	110	0.00	2	300
	Total	99692581	189	99661536	99.97	6	31045	0.03	2	300
Item No. 8 of the Notice (As a Special Resolution)	E-voting	99683907	164	99683552	99.99	3	355	0.00	0	0
	Poll	7974	25	7564	0.01	2	110	0.00	2	300
	Total	99691581	189	99691116	100.00	5	465	0.00	2	300
Item No. 9 of the Notice (As an Ordinary Resolution)	E-voting	99683907	164	99683552	99.99	3	355	0.00	0	0
	Poll	7974	25	7564	0.01	2	110	0.00	2	300
	Total	99691581	189	99691116	100.00	5	465	0.00	2	300

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Based on the consolidated report of the Scrutinizer, all Ordinary and Special Resolution as set out in the Notice of 24th 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 12th September, 2015 is attached herewith.

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

Thanking you.

Yours faithfully,

For Gujarat Ambuja Exports Limited

Vijaykumar Gupta

Chairman & Managing Director

GUJARAT AMBUJA EXPORTS LTD. AHMEDABAD

Encl.: As above

PRT & ASSOCIATES

COMPANY SECRETARIES

201, Sarthik Square,
Nr. GNFC Infotower,
S. G. Highway,
Ahmedabad – 380054,
Gujarat, India

M.: +91 89800 26497
E-mail: premnarayan.cs@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

To,
The Chairman
Gujarat Ambuja Exports Limited
"Ambuja Tower", Opp. Memnagar Fire Station,
Navrangpura , PO. Navjivan,
Ahmedabad – 380 014,
Gujarat, INDIA

Respected Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and clause 35B of the Listing Agreement and Secretarial Standards – 2 and report on poll conducted at the AGM under the provisions of Section 109 of the Companies Act, 2013 ("the Act") read with Rule 21 of the Companies (Management and Administration) Rules, 2014.

I, Premnarayan R Tripathi, Proprietor of M/s. PRT & Associates, Practicing Company Secretary, having office at 201, Sarthik Square, Nr. GNFC Infotower, S. G. Highway, Ahmedabad – 380054, Gujarat, India had been appointed as Scrutinizer by the Board of Directors of M/s. Gujarat Ambuja Exports Limited, ("the Company") for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions contained in the Notice dated 25th July, 2015 convening the 24th Annual General Meeting (AGM) of members of the Company held on 12th September, 2015 at 11.00 a.m.

1) The management of the Company is responsible to ensure the compliances with the requirements of the provisions of the Companies Act, 2013 and Rules related thereto. My responsibility as a scrutinizer for the remote e-voting process and voting through ballot process conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast **'in favour'** or **'against'** the resolutions stated in the said Notice, based on the Reports generated from the remote e-voting system provided by National Securities Depository Limited (NSDL).

PRT & ASSOCIATES
Mem. No.
A 20345
CP No. 10029
AHMEDABAD
COMPANY SECRETARIES

2) The Notice dated 25th July, 2015 convening the AGM of the Company along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders. The said Notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depository National Securities Depository Limited (NSDL) as on 25th July, 2015.

3) The Shareholders of the Company holding shares as on the "cut-off" date i.e. Saturday, 5th September, 2015 were entitled to vote on the resolutions as set out in item nos. 1 to 9 in the Notice of the AGM of the Company.

4) As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, the Company has published advertisement about having sent the Notice of the AGM and providing e-voting facility in the English edition of "The Indian Express" and the Gujarati edition of "The Financial Express" on **Friday, 14th August, 2015**.

5) The remote e-voting period commenced on Wednesday, 9th September, 2015 (9:00 am) and ended on Friday, 11th September, 2015 (5:00 pm).

6) The facility for voting through ballot paper was given to members at the AGM and the members who have not casted their vote by remote e-voting have exercised their right at the meeting through ballot paper.

7) The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agent (RTA) of the Company and the authorizations/proxies lodged with the Company.

8) After the closure of the voting at the AGM, the votes casted through ballot papers were counted. Thereafter the votes casted under remote e-voting facility were unblocked in the presence of undersigned 2 (two) witnesses who are not in the employment with the Company.

9) The ballot papers, which were incomplete and/or which are otherwise found defective have been treated as invalid and kept separately.

10) I now submit my Report based on the reports generated from the remote e-voting system provided by the NDSL and report on votes casted through ballot papers at the AGM.

PRT & ASSOCIATES COMPANY SECRETARIES Mem. No. A 20345 CP No. 10029 AHMEDABAD

I. **Resolution No. 1:- ORDINARY RESOLUTION**

To consider and adopt the
(a) The Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015, 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, 2015

(i) Voted in favour of the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	167	9,96,85,752	99.99
Physical	25	7,564	0.01
Total	**192**	**9,96,93,316**	**100.00**

(ii) Voted against the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	2	155	0.00
Physical	2	110	0.00
Total	**4**	**265**	**0.00**

(iii) Invalid votes:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)
Remote E-voting	0	0
Physical	2	300
Total	**2**	**300**

PRT & ASSOCIATES COMPANY SECRETARIES Mem. No. A 20345 CP No. 10029 AHMEDABAD

II. **Resolution No. 2:- ORDINARY RESOLUTION**

To confirm the payment of interim dividend on Equity Shares for the Financial Year 2014-15 as final dividend for the Financial Year 2014-15.

(i) Voted in favour of the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	167	9,96,85,752	99.99
Physical	25	7,564	0.01
Total	**192**	**9,96,93,316**	**100.00**

(ii) Voted against the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	1	150	0.00
Physical	2	110	0.00
Total	**3**	**260**	**0.00**

(iii) Invalid votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-voting	0	0
Physical	2	300
Total	**2**	**300**

PRT & ASSOCIATES COMPANY SECRETARIES Mem. No. A 20345 CP No. 10029 AHMEDABAD

III. **Resolution No. 3:- ORDINARY RESOLUTION**

To appoint a Director in place of Mr. Vijaykumar Gupta (holding DIN 00028173), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	166	9,96,84,752	99.99
Physical	25	7,564	0.01
Total	**191**	**9,96,92,316**	**100.00**

(ii) Voted against the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	2	155	0.00
Physical	2	110	0.00
Total	**4**	**265**	**0.00**

(iii) Invalid votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-voting	0	0
Physical	2	300
Total	**2**	**300**

PRT & ASSOCIATES COMPANY SECRETARIES Mem. No. A 20345 CP No. 10029 AHMEDABAD

IV. **Resolution No. 4:- ORDINARY RESOLUTION**

To appoint a Director in place of Mr. Manish Gupta (holding DIN 00028196), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	165	9,96,84,552	99.99
Physical	25	7,564	0.01
Total	**190**	**9,96,92,116**	**100.00**

(ii) Voted against the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	3	355	0.00
Physical	2	110	0.00
Total	**5**	**465**	**0.00**

(iii) Invalid votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-voting	0	0
Physical	2	300
Total	**2**	**300**

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V. **Resolution No. 5:- ORDINARY RESOLUTION**

To ratify appointment of the Auditors and to fix their remuneration.

(i) Voted in favour of the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	165	9,96,84,552	99.99
Physical	25	7,564	0.01
Total	**190**	**9,96,92,116**	**100.00**

(ii) Voted against the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	3	355	0.00
Physical	2	110	0.00
Total	**5**	**465**	**0.00**

(iii) Invalid votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-voting	0	0
Physical	2	300
Total	**2**	**300**

PRT & ASSOCIATES COMPANY SECRETARIES Mem. No. A 20345 CP No. 10029 AHMEDABAD

VI. **Resolution No. 6:- ORDINARY RESOLUTION**

Appointment of Mr. Rashmikant N. Joshi (holding DIN 06930067) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	165	9,96,84,552	99.99
Physical	25	7,564	0.01
Total	**190**	**9,96,92,116**	**100.00**

(ii) Voted against the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	3	355	0.00
Physical	2	110	0.00
Total	**5**	**465**	**0.00**

(iii) Invalid votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-voting	0	0
Physical	2	300
Total	**2**	**300**

PRT & ASSOCIATES COMPANY SECRETARIES Mem. No. A 20345 CP No. 10029 AHMEDABAD

VII. **Resolution No. 7:- SPECIAL RESOLUTION**

Offer and issue of Non-Convertible Securities/Commercial Papers under Private Placement.

(i) Voted in favour of the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	164	9,96,53,972	99.96
Physical	25	7,564	0.01
Total	**189**	**9,96,61,536**	**99.97**

(ii) Voted against the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	4	30,935	0.03
Physical	2	110	0.00
Total	**6**	**31,045**	**0.03**

(iii) Invalid votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-voting	0	0
Physical	2	300
Total	**2**	**300**

PRT & ASSOCIATES COMPANY SECRETARIES Mem. No. A 20345 CP No. 10029 AHMEDABAD

VIII. **Resolution No. 8:- SPECIAL RESOLUTION**

Revision in terms of remuneration of Shri Siddharth Agrawal, the Vice President (Works) of the Company.

(i) Voted in favour of the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	164	9,96,83,552	99.99
Physical	25	7,564	0.01
Total	**189**	**9,96,91,116**	**100.00**

(ii) Voted against the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	3	355	0.00
Physical	2	110	0.00
Total	**5**	**465**	**0.00**

(iii) Invalid votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-voting	0	0
Physical	2	300
Total	**2**	**300**

PRT & ASSOCIATES COMPANY SECRETARIES Mem. No. A 20345 CP No. 10029 AHMEDABAD

IX. **Resolution No. 9:- ORDINARY RESOLUTION**

Approval of remuneration of Cost Auditors for the financial year 2015-16.

(i) Voted in favour of the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	164	9,96,83,552	99.99
Physical	25	7,564	0.01
Total	**189**	**9,96,91,116**	**100.00**

(ii) Voted against the resolution:

Particulars	Number of Members (in person or by proxy) voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-voting	3	355	0.00
Physical	2	110	0.00
Total	**5**	**465**	**0.00**

(iii) Invalid votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast (Shares)
Remote E-voting	0	0
Physical	2	300
Total	**2**	**300**

PRT & ASSOCIATES COMPANY SECRETARIES Mem. No. A 20345 CP No. 10029 AHMEDABAD

The Registers, all other papers and relevant records relating to remote e-voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Premnarayan R Tripathi
PRT & Associates
Practicing Company Secretary
ACS : **20345**
COP : **10029**

Place : **Ahmedabad**
Dated : 12-Sep-2015

PRT & ASSOCIATES * COMPANY SECRETARIES * Mem. No. A 20345 CP No. 10029 AHMEDABAD

Witnesses:

Witness 1: _____
Name: Bimita Shah
Address: B-6 Avadh Appt. Bhuyangdev Ahmedabad

Witness 2: _____
Name: Krunal Jain
Address: 1, Mamta Flat, Bansidhar Society, Vasna, Ahmedabad.

COUNTER SIGNED

Vijaykumar Gupta
Chairman of 24th Annual General Meeting
Gujarat Ambuja Exports Limited

GUJARAT AMBUJA EXPORTS LTD * AHMEDABAD