Rathi & Associates
COMPANY SECRETARIES
A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
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September 11, 2026

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 34th Annual General Meeting of the Members of Gujarat Pipavav Port Limited held on September 9, 2026.**

Gujarat Pipavav Port Limited ("the Company") vide resolution passed by its Board of Directors at their meeting held on 28th May, 2026 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting prior to and e-voting at the 34th Annual General Meeting ("AGM") on the resolutions contained in the Notice dated 28th May, 2026 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 the latest General Circular No. 03/2025 dated September 22, 2025, read together with Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 of Ministry of Corporate Affairs ("MCA") and vide SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/ 133 and SEBI/HO/CFD/CFD-POD-2/P/CIR/2023/167 dated October 3, 2024 and October 7, 2023 respectively read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (collectively "said Circulars").

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 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 electronic means.

Following resolutions were proposed for approval by remote e-voting prior to the AGM and e-voting during 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, 2026 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, 2026 along with the Auditors' Report thereon.

2. **Resolution No. 2** as an Ordinary Resolution for declaration of final dividend of Rs. 5.00 per Equity Share and confirmation of Interim Dividend of Rs. 5.40 per Equity Share already paid during the year, for the financial year ended 31st March, 2026.

3. **Resolution No. 3** as an Ordinary Resolution for re-appointment of Mr. Timothy John Smith (DIN: 08526373) who retired by rotation at the 34th Annual General Meeting and being eligible, had offered himself for re-appointment.

4. **Resolution No. 4** as an Ordinary Resolution for re-appointment of Mr. Soren Brandt (DIN:00270435) who retired by rotation at the 34th Annual General Meeting and being eligible, had offered himself for re-appointment.

5. **Resolution No. 5** as a Special Resolution for payment of Commission to Independent Directors of the Company on annual basis, the aggregate of which shall not exceed one percent of the Net Profit of the Company per annum computed in the manner prescribed under Section 198 of the Companies Act, 2013, subject to maximum ceiling of Rs. 85,00,000/- (Rupees Eighty-Five Lakhs only) per annum for the Financial years commencing from 2026-27 to 2029-30.

6. **Resolution No. 6** as a Special Resolution for appointment of Mrs. Harjeet Kaur Joshi (DIN: 07085755) as an Independent Director of the Company for the first term of five consecutive years with effect from 1st July 2026 to 30th June 2031, not liable to retire by rotation.

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 during 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 Saturday, 5th September, 2026 upto 5:00 P.M. IST on Tuesday, 8th September, 2026. Accordingly, votes cast through remote e-voting upto 5:00 P.M. IST on Tuesday, 8th September, 2026, have been considered for my scrutiny.

After conclusion of 34th 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 during 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 SHANTILAL KAMDAR
Digitally signed by HIMANSHU SHANTILAL KAMDAR
Date: 2026.09.11 14:36:35 +05'30'

HIMANSHU S. KAMDAR
PARTNER
MEM. NO. FCS 5171
COP NO. 3030
UDIN: F005171H001451594
P.R. CERTIFICATE NO.: 6391/2025

COUNTERSIGNED BY
For **GUJARAT PIPAVAV PORT LIMITED**

MANISH RAJENDRAPRASAD AGNIHOTRI
Digitally signed by MANISH RAJENDRAPRASAD AGNIHOTRI
DN: C=IN, O=PERSONAL, T=5502, Phone=48f26790cc2b03d757f63a77f52a4461996c82a4f539af8c1bf8add58d90d8b8, PostalCode=400610, S=Maharashtra, SERIALNUMBER=a24af8c9651ad0290eb80c67d7e2c13a8075f66a9416b6b24e3324841dffb391, CN=MANISH RAJENDRAPRASAD AGNIHOTRI
Reason: I am the author of this document
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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, 2026 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, 2026 along with the Auditors' Report thereon.

Sr. No.	Particulars		Resolution No. 1	
			No. of members who voted	**No. of Votes**
a.	Votes cast through e-voting at AGM		13	13,466
b.	Votes cast through remote e-voting prior to AGM		435	36,45,90,456
	Total		**448**	**36,46,03,922**
c.	Less: Invalid voting		12	11,46,051
d.	**Net Valid voting**		**436**	**36,34,57,871**
	(i)	Voting with assent for the Resolution	431	36,34,57,694
% of Assent				***100**
	(ii)	Voting with dissent for the Resolution	5	177
% of Dissent				**0**

Rounded off to nearest decimal

Resolution No. 2 as an Ordinary Resolution for declaration of final dividend of Rs. 5.00 per Equity Share and confirmation of Interim Dividend of Rs. 5.40 per Equity Share already paid during the year, for the financial year ended 31st March, 2026.

Sr. No.	**Particulars**		**Resolution No. 2**	
			No. of members who voted	**No. of Votes**
a.	Votes cast through e-voting at AGM		13	13,466
b.	Votes cast through remote e-voting prior to AGM		436	36,83,95,589
	Total		**449**	**36,84,09,055**
c.	Less: Invalid voting		12	11,46,051
d.	**Net Valid voting**		**437**	**36,72,63,004**
	(i)	Voting with assent for the Resolution	432	36,72,62,716
% of Assent				***100**
	(ii)	Voting with dissent for the Resolution	6	288
% of Dissent				**0**

****Rounded off to nearest decimal***

Resolution No. 3 as an Ordinary Resolution for re-appointment of Mr. Timothy John Smith (DIN: 08526373) who retired by rotation at the 34th Annual General Meeting 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		13	13,466
b.	Votes cast through remote e-voting prior to AGM		442	368,395,589
	Total		**455**	**368,409,055**
c.	Less: Invalid voting		12	11,46,051
d.	**Net Valid voting**		**443**	**367,263,004**
	(i)	Voting with assent for the Resolution	407	360,655,941
% of Assent				**98.20**
	(ii)	Voting with dissent for the Resolution	36	66,07,063
% of Dissent				**1.80**

Resolution No. 4 as an Ordinary Resolution for re-appointment of Mr. Soren Brandt (DIN:00270435) who retired by rotation at the 34th Annual General Meeting 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		13	13,466
b.	Votes cast through remote e-voting prior to AGM		442	36,83,95,589
	Total		**455**	**36,84,09,055**
c.	Less: Invalid voting		12	11,46,051
d.	**Net Valid voting**		**443**	**36,72,63,004**
	(i)	Voting with assent for the Resolution	405	36,06,55,908
% of Assent				**98.20**
	(ii)	Voting with dissent for the Resolution	38	66,07,096
% of Dissent				**1.80**

Resolution No. 5 as a Special Resolution for payment of Commission to Independent Directors of the Company on annual basis, the aggregate of which shall not exceed one percent of the Net Profit of the Company per annum computed in the manner prescribed under Section 198 of the Companies Act, 2013, subject to maximum ceiling of Rs. 85,00,000 (Rupees Eighty-Five Lakhs) per annum for the Financial years commencing from 2026-27 to 2029-30.

Sr. No.	**Particulars**		**Resolution No. 5**	
			No. of members who voted	**No. of Votes**
a.	Votes cast through e-voting at AGM		13	13,466
b.	Votes cast through remote e-voting prior to AGM		435	36,83,94,872
	Total		**448**	**36,84,08,338**
c.	Less: Invalid voting		12	11,46,051
d.	**Net Valid voting**		**436**	**36,72,62,287**
	(i)	Voting with assent for the Resolution	420	36,72,60,966
% of Assent				***100**
	(ii)	Voting with dissent for the Resolution	16	1,321
% of Dissent				**0**

**Rounded off to nearest decimal*

Resolution No. 6 as a Special Resolution for appointment of Mrs. Harjeet Kaur Joshi (DIN: 07085755) as an Independent Director of the Company for the first term of five consecutive years commencing from 1st July 2026 to 30th June 2031, not liable to retire by rotation.

Sr. No.	**Particulars**		**Resolution No. 6**	
			No. of members who voted	**No. of Votes**
a.	Votes cast through e-voting at AGM		13	13,466
b.	Votes cast through remote e-voting prior to AGM		438	36,83,95,589
	Total		**451**	**36,84,09,055**
c.	Less: Invalid voting		12	11,46,051
d.	**Net Valid voting**		**439**	**36,72,63,004**
	(i)	Voting with assent for the Resolution	426	36,67,03,287
% of Assent				**99.85**
	(ii)	Voting with dissent for the Resolution	13	5,59,717
% of Dissent				**0.15**