Gandhi Special Tubes Ltd.

Regd. Off.: 201-204, Plaza, 2nd Floor, 55 Hughes Road, Next to Dharam Palace, Mumbai - 400 007.
Tel.: 2363 4179 / 2363 4183 / 2363 5042 • Fax : 91-22-2363 4392
E-mail : info@gandhitubes.com • Website : www.gandhitubes.com
CIN.: L27104MH1985PLC036004

TÜV ISO 9001:2008 & ISO/TS 16949:2009 Certified Company

July 31, 2019

Corporate Relationship Department BSE LIMITED 1st floor, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001. **Scrip Code: 513108**	The Manager Listing Department THE NATIONAL STOCK EXCHANGE OF INDIA LTD Exchange Plaza Plot No C/1., G Block Bandra-Kurla Complex, Bandra (East) Mumbai - 400051. **Company Code : GANDHITUBE**

Dear Sir / Madam,

Sub: Voting Results of 34th Annual General Meeting held on Wednesday, July 31, 2019

In continuation to our letter dated May 28, 2019, and pursuant to the provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the scrutinizers report on voting results conducted through e-voting and poll. Kindly take the above document on your record and acknowledge.

Also arrange to disseminate the voting results on the Exchange website

Thanking you,

Yours faithfully,
For Gandhi Special Tubes Limited

Jeegeesha Shroff
Company Secretary & Compliance Officer
(Membership No: A48091)

Gandhi Special Tubes Ltd.

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CIN.: L27104MH1985PLC036004

NAME: **GANDHI SPECIAL TUBES LIMITED**

SLNO	DESCRIPTION					
A	DATE OF AGM			**31-07-2019**		
B	BOOK CLOSURE DATE			**13-07-2019** TO **15-07-2019** (BOTH DAYS INCLUSIVE)		
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE			**8758**		
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			**46**		
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	**15**	**1**	**16**	**8875449**	**64.22820**
	PUBLIC	**29**	**1**	**30**	**297077**	**2.14983**
	TOTAL	**44**	**2**	**46**	**9172526**	**66.37803**
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					



	GANDHI SPECIAL TUBES LIMITED
Date of the AGM/EGM	31-07-2019
Total number of shareholders on record date	8758
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	16
Public:	30
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 received, consider and adopt the Audited Financial Statements and the reports of the Board of Directors and Auditors thereon for the Financial Year ended March 31, 2019.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes- to the extent of their shareholding							
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
Promoter and Promoter Group	E-Voting	1,01,23,612	1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
Public- Institutions	E-Voting	2,66,263	1,75,292	65.8342	1,75,292	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,292	65.8342	1,75,292	0	100.0000	0.0000
Public- Non Institutions	E-Voting	34,28,741	4,207	0.1227	4,125	82	98.0508	1.9491
	Poll		60,134	1.7538	60,134	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		64,341	1.8765	64,259	82	99.8726	0.1274
	Total	1,38,18,616	1,03,63,245	74.9948	1,03,63,163	82	99.9992	0.0008



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare a Dividend on Equity Shares for the Financial Year ended March 31, 2019.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes- to the extent of their shareholding							
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
Promoter and Promoter Group	E-Voting	1,01,23,612	1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
Public- Institutions	E-Voting	2,66,263	1,75,292	65.8342	1,75,292	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,292	65.8342	1,75,292	0	100.0000	0.0000
Public- Non Institutions	E-Voting	34,28,741	4,207	0.1227	4,125	82	98.0508	1.9491
	Poll		60,134	1.7538	60,134	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		64,341	1.8765	64,259	82	99.8726	0.1274
	Total	1,38,18,616	1,03,63,245	74.9948	1,03,63,163	82	99.9992	0.0008



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shre Jayesh Gandhi DIN 00041330, whoe retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes- to the extent of their shareholding							
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
Promoter and Promoter Group	E-Voting	1,01,23,612	1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
Public- Institutions	E-Voting	2,66,263	1,75,292	65.8342	1,75,292	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,292	65.8342	1,75,292	0	100.0000	0.0000
Public- Non Institutions	E-Voting	34,28,741	4,207	0.1227	4,125	82	98.0508	1.9491
	Poll		60,134	1.7538	60,134	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		64,341	1.8765	64,259	82	99.8726	0.1274
	Total	1,38,18,616	1,03,63,245	74.9948	1,03,63,163	82	99.9992	0.0008



Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - To approve Buyback of Shares through Tender Offer Route.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes- to the extent of their shareholding							
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
Promoter and Promoter Group	E-Voting	1,01,23,612	1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
Public- Institutions	E-Voting	2,66,263	1,75,292	65.8342	1,75,292	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,292	65.8342	1,75,292	0	100.0000	0.0000
Public- Non Institutions	E-Voting	34,28,741	4,207	0.1227	3,540	667	84.1454	15.8545
	Poll		60,134	1.7538	60,134	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		64,341	1.8765	63,674	667	98.9633	1.0367
	Total	1,38,18,616	1,03,63,245	74.9948	1,03,62,578	667	99.9936	0.0064



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration payable to Shri Dakshesh Zaveri, Cost Accountant, appointed as Cost Auditors of the Company for FY 2019-2020							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes- to the extent of their shareholding							
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
Promoter and Promoter Group	E-Voting	1,01,23,612	1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,23,612	100.0000	1,01,23,612	0	100.0000	0.0000
Public- Institutions	E-Voting	2,66,263	1,75,292	65.8342	1,75,292	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,292	65.8342	1,75,292	0	100.0000	0.0000
Public- Non Institutions	E-Voting	34,28,741	4,207	0.1227	4,125	82	98.0508	1.9491
	Poll		60,134	1.7538	60,134	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		64,341	1.8765	64,259	82	99.8726	0.1274
	Total	1,38,18,616	1,03,63,245	74.9948	1,03,63,163	82	99.9992	0.0008



Designated Partners
CS Bhumitra V. Dholakia
B.A., LLB., C.A.I.I.B, FCS.
CS Nrupang B Dholakia
B.Com.,FCS, LLB, M.B.L., D.C.L., E.P.CORP

DHOLAKIA & ASSOCIATES LLP
COMPANY SECRETARIES

Combined Report of Scrutinizer for Remote e-Voting and Poll

To,

Mr. Manhar G. Gandhi
The Chairman of 34th Annual General Meeting of Gandhi Special Tubes Limited
Held on Wednesday, 31st July, 2019 at 11.00 a.m. at Kanji Khetsey Sabhagriha, Bharatiya Vidya Bhavan, K. M. Munshi Marg, Mumbai - 400 007.

Dear Sir,

I, **CS Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Gandhi Special Tubes Limited ("the Company")** pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-Voting) and the Poll Process for the resolutions contained in the Notice of 34th Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.

2. After the time fixed for the poll by the Chairman, 1 (One) empty ballot box kept for polling was locked in my presence and members who were present.

3. The locked ballot box was subsequently opened in my presence and in the presence of Mr. Umesh Mangela and Mr. Haresh Gawade who are not in the employment of the Company. **(Declaration attached)** The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and Karvy Fintech Private Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.

4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.

5. The Remote e-Voting commenced on 27th July, 2019 (9:00 am) and was closed on 30th July, 2019 (5.00 pm).

Regd Office : A/302, Khernagar Sarvoday CHS LTD., Bldg No. 11, Nr. P.F. Office, Khernagar, M.H.B. Colony, Bandra (E), Mumbai - 400 051. Tel.: + 91 22 26580309 / + 91 22 26471302 Fax : +91 22 26476280 Email : info@dholakia-associates.com
Dholakia & Associates a partnership firm has been converted into Dholakia & Associates LLP (a Limited Liability Partnership) w.e.f. 21st November, 2014 LLPIN AAC 9552 | GSTIN : 27AAKFD4117D1ZR

6. The Remote e-Voting Result was unblocked at Mumbai from the website of Karvy Fintech Private Limited i.e. www.evoting.karvy.com after votes cast by Poll at the Meeting was counted by me and the Excel File containing the Result was opened in the presence of Mr. Umesh Mangela and Mr. Haresh Gawade who are not in the employment of the Company. **(Declaration attached)**

7. The Votes cast by Corporate/Institutional Members (Corporate/FIs/FIIs/Trust/Mutual Funds/Banks, etc.) who have emailed the scanned certified true copy of the Board Resolution/Authority Letter, etc. at email ID: gstlagm2019@dholakia-associates.com or have uploaded on the website of Karvy Fintech Private Limited i.e. evoting.karvy.com have been considered valid.

8. **The Combined Result (Remote e-Voting + Poll) is as under :**

   (a) Item No 1: To receive, consider and adopt the Audited Financial Statements and the Reports of the Board of Directors and Auditors thereon for the Financial Year ended 31st March, 2019.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	47	1,03,03,111
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**47**	**1,03,03,111**
B. Poll		
Total Votes received by Poll	7	60,134
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**60,134**
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	54	1,03,63,245
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**54**	**1,03,63,245**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
44	1,03,03,029	99.99
B. Poll		
7	60,134	100
C. Combined (A+B)		
51	**1,03,63,163**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
3	82	0.01
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
3	**82**	**0.01**

(b) **Item No 2: To declare a Dividend on Equity Shares for the Financial Year ended March 31, 2019.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	47	1,03,03,111
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**47**	**1,03,03,111**
B. Poll		
Total Votes received by Poll	7	60,134
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**60,134**
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	54	1,03,63,245
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**54**	**1,03,63,245**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
44	1,03,03,029	99.99
B. Poll		
7	60,134	100
C. Combined (A+B)		
51	**1,03,63,163**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
3	82	0.01
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
3	**82**	**0.01**

(c) **Item No 3: To appoint a Director in place of Shri Jayesh Gandhi (DIN: 00041330), who retires by rotation and being eligible, offers himself for re-appointment.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	47	1,03,03,111
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**47**	**1,03,03,111**
B. Poll		
Total Votes received by Poll	7	60,134
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**60,134**
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	54	1,03,63,245
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**54**	**1,03,63,245**



(i) Voted **in favour** of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
44	1,03,03,029	99.99
B. Poll		
7	60,134	100
C. Combined (A+B)		
51	**1,03,63,163**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
3	82	0.01
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
3	**82**	**0.01**

(d) Item No 4: To approve Buyback of shares through Tender Offer Route.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	47	1,03,03,111
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**47**	**1,03,03,111**
B. Poll		
Total Votes received by Poll	7	60,134
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**60,134**
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	54	1,03,63,245
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**54**	**1,03,63,245**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
40	1,03,02,444	99.99
B. Poll		
7	60,134	100
C. Combined (A+B)		
47	**1,03,62,578**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
7	667	0.01
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
7	**667**	**0.01**

(e) Item No 5: Ratification of remuneration payable to Shri Dakshesh Zaveri, Cost Accountant, appointed as Cost Auditors for the Financial Year 2019-2020.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	47	1,03,03,111
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**47**	**1,03,03,111**
B. Poll		
Total Votes received by Poll	7	60,134
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**7**	**60,134**
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	54	1,03,63,245
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**54**	**1,03,63,245**

(i) Voted **in favour** of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
44	1,03,03,029	99.99
B. Poll		
7	60,134	100
C. Combined (A+B)		
51	**1,03,63,163**	**99.99**

(ii) Voted **against** the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
3	82	0.01
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
3	**82**	**0.01**

9. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.

10. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection criteria as provided in the Annexure attached herewith which forms an integral part of this Report.

11. The poll papers and all other relevant records were sealed and handed over to Mr. Manhar G. Gandhi, Chairman and Managing Director of the Company authorized by the Board for safe keeping.

12. You may accordingly declare the result of the Remote e-Voting and Poll.

13. The Register of Remote e-Voting will be e-mailed to the Chairman and the Company Secretary of the Company after the Chairman considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,

DHOLAKIA & ASSOCIATES LLP * (Company Secretaries) * MUMBAI

CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place: Mumbai
Date: 31st July, 2019

ANNEXURE

A. BASIS OF ACCEPTANCE

I. PHYSICAL POLL FORM:

1. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
2. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
5. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
6. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and Voting done through Poll has been treated as Invalid.

II. VOTING THROUGH ELECTRONIC MODE:

7. Member has voted only through Remote e-Voting i.e. electronic mode.

B. BASIS OF REJECTION

I. PHYSICAL POLL FORM:

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.

4. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.

5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.

6. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.

7. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the Member or the number of votes.

8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.

9. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.

10. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.

11. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and voting done through Poll has been treated as Invalid.

12. If the shareholder has deposited duplicate poll paper, then one Poll paper has been considered and other has been treated as invalid.



II. VOTING THROUGH ELECTRONIC MODE:

13. Institutional Member (other than Individuals, HUF, NRI etc.) has not sent scanned copy of the relevant Board Resolution / Authority Letter / Power of Attorney, etc. at gstlagm2019@dholakia-associates.com or have uploaded on the website of Karvy Fintech Private Limited i.e. evoting.karvy.com have been considered invalid.

14. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.

CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place: Mumbai
Date: 31st July, 2019

TO WHOMSOEVER IT MAY CONCERN

We, Umesh Mangela and Haresh Gawade hereby state that the Excel Sheet containing the Results of Remote e-Voting of **Gandhi Special Tubes Limited ("the Company")** for the 34th Annual General Meeting of the Company held on Wednesday, the 31st July, 2019 at 11.00 a.m. at Kanji Khetsey Sabhagriha, Bharatiya Vidya Bhavan, K. M. Munshi Marg, Mumbai - 400 007 was unblocked from the website of Karvy Computershare Private Limited i.e.www.evoting.karvy.com and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Umesh Mangela.

Address: J. J Chawl, Room No-3, 36(E, Mahim, Mumbai-16

Signature:

Witness 2

Name: Haresh Gawade.

Address: N-B. VILLA DOMBIVLI (W) 421202

Signature:

TO WHOMSOEVER IT MAY CONCERN

We, Umesh Mangela and Naresh Gawade hereby state that the Polling Box, in which Equity Shareholders of **Gandhi Special Tubes Limited ("the Company")** cast their vote by way of Poll at the 34th Annual General Meeting of the Company held on Wednesday, the 31st July, 2019 at 11.00 a.m. at Kanji Khetsey Sabhagriha, Bharatiya Vidya Bhavan, K. M. Munshi Marg, Mumbai - 400 007, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same was in sealed condition and without any tampering.

Witness 1

Name: Umesh Mangela.

Address: J. J. Chawl, Room No-3, 35/6, Mahim, Mumbai-16

Signature:

Witness 2

Name: Naresh Gawade

Address: N. B. VILLA DOMBIVLI - 421202

Signature: