



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



Ref No: GSTL/SEC/BSE/NSE/42028031

Date: 13/08/2024

To,

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street,

Mumbai -400 001

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,

Bandra (East)

Mumbai -400 051

Sub: Voting Results and Scrutinizer's Report – 39th Annual General Meeting

This is to inform you that the Company had provided the facility of remote e-voting and e-voting at 39th AGM to its Members on all resolutions set out in the Notice convening 39th AGM of the Company held on Monday, 12 August at 11.00 a.m. IST through Video Conferencing facility. The Board of Directors of the Company had appointed Mr. Nrupang B Dholakia, Designated Partner of Dholakia & Associates, Company Secretaries (CP No. 12884) as the Scrutinizer to scrutinize the entire e-voting process in a fair and transparent manner.

As per the Scrutinizer's Report, all resolutions set out in the Notice of 39th AGM have been duly passed by the Members with requisite majority. In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the consolidated voting results on the business transacted at 39th AGM along with the Scrutinizer's report thereon. The aforementioned e-voting results and Scrutinizer's Report are also being made available on the website of the Company at <https://gandhispecialtubes.com/irnews.php#result> and on Kfin Technologies Limited on <https://www.kfintech.com/>

Yours Faithfully,

For Gandhi Special Tubes Limited

Chaitali Kachalia

Company Secretary and Compliance Officer

Membership No. ACS 54216

Managing Partner
CS Nrupang B. Dholakia
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

DHOLAKIA & ASSOCIATES LLP
(COMPANY SECRETARIES)

Designated Partner
CS Michelle Martin
B. Com, A.C.S, L.L.B

Combined Report of Scrutinizer for Remote e-Voting and Poll

To,
Mr. Manharlal G. Gandhi
The Chairman of 39th Annual General Meeting of Gandhi Special Tubes Limited

Report on voting for the 39th Annual General Meeting held on Monday, August 12, 2024 at 11.00 a.m. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

Combined Scrutinizer’s Report on voting through Remote e-voting and electronic voting during the AGM in terms of provisions of the Companies Act, 2013 (herein after referred to as “Act”) read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

CS Nrupang B. Dholakia, Managing Partner of Dholakia & Associates LLP, Company Secretaries (“the firm”) was appointed as the Scrutinizer by the Board of Directors of **Gandhi Special Tubes Limited (“Company”)** pursuant to Section 108 of the Companies Act, 2013 read with Rules made there under to scrutinize the electronic voting (Remote e-Voting) and the electronic voting during the Annual General Meeting (e-Voting) for the resolutions contained in the Notice of 39th Annual General Meeting of the Company (“Meeting”/“AGM”).

I, **CS Nrupang B. Dholakia, Managing Partner of the firm**, submit combined report as under:

1. The AGM was held in compliance with the MCA Circulars and SEBI Circulars regarding holding of the “AGM” through Video Conferencing (VC)/Other Audio-Visual Means (OVAM) without the physical presence of the Members at a common venue.
2. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Voting (which includes remote e-Voting and the electronic voting during the AGM) to the Members on the resolutions proposed in the Notice calling the 39th AGM of the Company was the responsibility of the management. Our responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a combined scrutinizer’s report on the voting to the Chairman on the resolutions.
3. The voting facility both for e-voting prior to the AGM (remote e-voting) and electronic voting during the AGM (e-voting) was provided by KFin Technologies Private Limited (“KFinTech”).

Regd Office: A/302, Sarvodaya CHSL, Bldg No. 11, Nr. P.F. Office, Service Road, Khernagar, Bandra (E), Mumbai – 400051.
Tel No. +91 22 35501554. E-Mail: info@dholakia-associates.com LLPIN AAC 9552 GSTIN: 27AAKFD4117D1ZR

Managing Partner
CS Nrupang B. Dholakia
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

DHOLAKIA & ASSOCIATES LLP
(COMPANY SECRETARIES)

Designated Partner
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4. The Members of the Company as on the "cut-off" date i.e. Monday, August 5, 2024 were entitled to vote on the resolutions.
5. The remote e-voting period commenced on Friday, August 9, 2024 at 9:00 a.m. (IST) and concluded on Sunday, August 11, 2024 at 5:00 p.m. (IST).
6. The e-voting during the AGM was conducted online on the website of KFinTech i.e. www.evoting.kfintech.com.
7. The facility to vote through electronic voting system as stated in point 6 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through Remote e-Voting.
8. After the closure of the e-voting after 15 minutes of conclusion of AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked from the website of KFinTech i.e. www.evoting.kfintech.com on Monday, August 12, 2024 in the presence of two witnesses who are not in the employment of the Company.
9. I hereby submit a combined scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 39th AGM based on the scrutiny of remote e-voting and the electronic voting during the AGM and votes cast therein based on the basis of the data downloaded from the electronic voting system of KFinTech.
10. Members who had exercised their vote through Remote e-Voting were not allowed to vote during the AGM in compliance with Rule 20 (4) (xi) of the Companies (Management and Administration) Rules, 2014.

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11. The Combined Result (Remote e-Voting + e-Voting at AGM) is as under:

- (a) Item No 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	73	90,89,137
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	73	90,89,137
B. e-Voting at AGM		
Total Votes received	2	237
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	2	237
C. Combined (A+B)		
Total Votes received	75	90,89,374
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	75	90,89,374

Managing Partner
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DHOLAKIA & ASSOCIATES LLP
(COMPANY SECRETARIES)

Designated Partner
CS Michelle Martin
B. Com, A.C.S, L.L.B

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

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
72	90,89,092	99.99
B. e-Voting at AGM		
2	237	100
C. Combined (A+B)		
74	90,89,329	99.99

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

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1	45	0.01
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
1	45	0.01

(b) Item No 2: To declare Final Dividend on Equity Shares for the Financial Year ended 31st March, 2024 (Ordinary Resolution)

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	73	90,89,137
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	73	90,89,137
B. e-Voting at AGM		
Total Votes received	2	237
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	2	237
C. Combined (A+B)		
Total Votes received	75	90,89,374
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	75	90,89,374

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Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
72	90,89,092	99.99
B. e-Voting at AGM		
2	237	100
C. Combined (A+B)		
74	90,89,329	99.99

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

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1	45	0.01
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
1	45	0.01

- (c) **Item No 3: To appoint a Director in place of Mr. Bhupatrai Gandhi (DIN: 00041273), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)**

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	73	90,89,137
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	73	90,89,137
B. e-Voting at AGM		
Total Votes received	2	237
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	2	237
C. Combined (A+B)		
Total Votes received	75	90,89,374
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	75	90,89,374

Managing Partner
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DHOLAKIA & ASSOCIATES LLP
(COMPANY SECRETARIES)

Designated Partner
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B. Com, A.C.S, L.L.B

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

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
71	90,88,992	99.99
B. e-Voting at AGM		
2	237	100
C. Combined (A+B)		
73	90,89,229	99.99

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

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2	145	0.01
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
2	145	0.01

(d) Item No 4: Ratification of Remuneration of Cost Auditors. (Ordinary Resolution)

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	73	90,89,137
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	73	90,89,137
B. e-Voting at AGM		
Total Votes received	2	237
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	2	237
C. Combined (A+B)		
Total Votes received	75	90,89,374
Less: Total Number of Invalid/Abstain Votes	NIL	NIL
Total Number of Valid Votes	75	90,89,374

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

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
70	90,89,071	99.99
B. e-Voting at AGM		
2	237	100
C. Combined (A+B)		
72	90,89,308	99.99

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

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
3	66	0.01
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
3	66	0.01

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12. You may accordingly declare the combined result of the Remote e-Voting and e-Voting during AGM.
13. All the relevant records of Remote e-Voting and e-voting during AGM 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,

UDIN: F010032F000957101
Place: Mumbai
Date: 12th August, 2024

NRUPANG
BHUMITRA
DHOLAKIA

Digitally signed by NRUPANG
BHUMITRA DHOLAKIA
DN: cn=IN, o=Personal,
postalCode=400051, st=Maharashtra,
serialNumber=F00A47593E88457DD4E8
96941E41EA908D75D67D25D19543EB5
5536991E0399B, cn=NRUPANG
BHUMITRA DHOLAKIA
Date: 2024.08.12 18:06:31 +05'30'

CS Nrupang B. Dholakia
Managing Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 10032 C.P. No. 12884

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Scrutinizer's Report - Combined (Remote e-Voting and e-Voting at AGM)-Gandhi Special Tubes Limited 39th AGM

Date of the AGM/EGM	GANDHI SPECIAL TUBES LIMITED	
Total number of shareholders on record date	12-08-2024	11862
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	20	
Promoters and Promoter Group:	20	
Public:	38	

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 March 2024 and the Reports of the Board of Directors and Auditors 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
	E-Voting	89,35,257	89,02,457	99.6329	89,02,457	0	100.0000	0.0000	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	89,35,257	89,02,457	99.6329	89,02,457	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,75,158	25,044	14.2979	25,044	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Non Institutions	Total	1,75,158	25,044	14.2979	25,044	0	100.0000	0.0000	0	0
	E-Voting	30,41,585	1,61,636	5.3142	1,61,591	45	99.9721	0.0278	0	0
Total	Poll	30,41,585	237	0.0078	237	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
Total	Total	1,21,52,000	1,61,873	5.322	1,61,828	45	99.9722	0.0278	0	0
Total	Total	1,21,52,000	90,89,374	74.7974	90,89,329	45	99.9995	0.0005	0	0

For GANDHI SPECIAL TUBES LTD.

M. G. GANDHI
 Director

Resolution No.	2	ORDINARY - To declare Final Dividend on Equity Shares for the Financial Year ended 31 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		89,02,457	99.6329	89,02,457	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		89,02,457	99.6329	89,02,457	0	100.0000	0.0000	0	0		
Public- Institutions	E-Voting		25,044	14.2979	25,044	0	100.0000	0.0000	0	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)		1,75,158	0.0000	0	0	0.0000	0.0000	0	0		
	Total		25,044	14.2979	25,044	0	100.0000	0.0000	0	0		
Public- Non Institutions	E-Voting		1,61,636	5.3142	1,61,591	45	99.9721	0.0278	0	0		
	Poll		237	0.0078	237	0	100.0000	0.0000	0	0		
	Postal Ballot (if applicable)		30,41,585	0.0000	0	0	0.0000	0.0000	0	0		
	Total		1,61,873	5.322	1,61,828	45	99.9722	0.0278	0	0		
	Total		1,21,52,000	74.7974	90,89,329	45	99.9995	0.0005	0	0		

For GANDHI SPECIAL TUBES LTD.

M. G. GANDHI
Mgt. Director



Resolution No.	3	ORDINARY - To appoint Director in place of Mr. Bhupatral Gandhi (DIN 00041273) who retires by rotation and being eligible, offers himself for re-appointment.											
Resolution required: (Ordinary/ Special)	ORDINARY	Whether promoter/ promoter group are interested in the agenda/ resolution?	No <th colspan="10"></th>										
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		89,02,457	99.6329	89,02,457	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		89,02,457	99.6329	89,02,457	0	100.0000	0.0000	0	0			
Public- Institutions	E-Voting		25,044	14.2979	25,044	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		25,044	14.2979	25,044	0	100.0000	0.0000	0	0			
Public- Non Institutions	E-Voting		1,61,636	5.3142	1,61,491	145	99.9102	0.0897	0	0			
	Poll		237	0.0078	237	0	100.0000	0.0000	0	0			
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0			
	Total		1,61,873	5.322	1,61,728	145	99.9104	0.0896	0	0			
	Total		1,21,52,000	90.89374	74,974	145	99.9984	0.0016	0	0			

For GANDHI SPECIAL TUBES LTD

M. G. Gandhi

M. G. GANDHI
The Director

Resolution No.	4									
Resolution required: (Ordinary/Special)	ORDINARY - Ratification of Remuneration of Cost Auditors									
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	89,35,257	89,02,457	99.6329	89,02,457	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		89,02,457	99.6329	89,02,457	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,75,158	25,044	14.2979	25,044	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		25,044	14.2979	25,044	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	30,41,585	1,61,536	5.3142	1,61,570	66	99.9591	0.0408	0	0
	Poll		237	0.0078	237	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,873	5.322	1,61,807	66	99.9592	0.0408	0	0
	Total	1,21,52,000	90,89,374	74.7974	90,89,308	66	99.9993	0.0007	0	0

FOR GANDHI SPECIAL TUBES LTD.

[Signature]

M. G. GANDHI