



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/BSE/NSE/22025003

Date: 30/05/2022

<p>The Secretary BSE Limited 1st Floor Phiroze Jeejeebhoy Towers Dalal Street Mumbai-400 001</p> <p>Scrip Code: 513108</p>	<p>The Manger The National Stock Exchange India Limited Exchange Plaza, Plot No. C/1, G Block Bandra Kurla Complex, Bandra (East), Mumbai-400051</p> <p>Scrip Code: GANDHITUBE</p>
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Sub: Annual Secretarial Compliance Report 2021-2022

Dear Sir/Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 (Listing Regulations) read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report for the Financial Year 2021-2022.

Kindly take the same on records.

Thanking You

Yours Faithfully,

For Gandhi Special Tubes Limited,



Jitendra Khadye

Company Secretary & Compliance Officer

Encl.: a/a

Designated Partners
CS Vishvesh Girishchandra Bhagat
B.Com; LL.B(Gen.); ACS; FII
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)

**SECRETARIAL COMPLIANCE REPORT
OF
GANDHI SPECIAL TUBES LIMITED
(CIN: L27104MH1985PLC036004)
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022**

[Issued in Pursuance to Para 3(b) of circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 issued by the Securities and Exchange Board of India]

We have examined:

- (a) all the documents and records made available to us via electronic platform due to the massive outbreak of COVID-19 pandemic and further considered explanation(s) provided by Gandhi Special Tubes Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2022 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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Tel No. +91 22 26580309, +91 22 26476280, +91 22 26471302. E-Mail: info@dholakia-associates.com I.L.PIN: AAC-9552



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- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(No Transactions during the Review Period)**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (up to 12th August 2021) and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (with effect from 13th August, 2021); **No Transactions during the Review Period.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (up to 16th August 2021) and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (with effect from 17th August 2021); **No Transactions during the Review Period.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (up to 16th August, 2021); **No Transactions during the Review Period.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (j) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993
and circulars/guidelines issued thereunder;

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and based on the above examination, we hereby report that, during the Review Period: -

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder except in respect of matters specified below:

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Submission of unaudited/audited financial statements along with limited review/audit reports to the Stock exchanges on a quarterly/annual basis.	Non-submission of the financial results within the period prescribed under the said regulation for June 2021 quarter.	Full year's Auditor's Report as received from Statutory Auditors in place of Limited Review Report was inadvertently filed along with the financial results for the quarter ended 30 th June, 2021 with the Exchanges. Subsequently Limited Review Report was filed for the financial results for the quarter ended 30 th June, 2021 However, Late filing of the Limited Review Report had no impact on the financials forming part of the quarterly results for the quarter ended 30 th June, 2021, originally filed on 12 th August, 2021

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- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) The following are the details of actions taken against the listed entity by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations / remarks of the Practicing Company Secretary, if any.
1	BSE Limited (BSE) and National Stock Exchange of India Ltd. (NSE)	Regulation 33 - Non-submission of the financial results within the period prescribed under the said regulation for June 2021 quarter.	The Company Submitted a request letter for waiver of fine imposed by BSE and NSE. Internal Committee for Fine waiver of BSE and NSE reviewed the letter and stated that since the reasons cited by the Company were not falling under carve-outs, request for waiver could not be accede. The Company paid the fine of Rs. 54,000/- to BSE and Rs. 43,200/- to NSE on 11 th March, 2022 .	Full year's Auditor's Report as received from Statutory Auditors in place of Limited Review Report was inadvertently filed along with the financial results for the quarter ended 30 th June, 2021 with the Exchanges. Subsequently Limited Review Report was filed for the financial results for the quarter ended 30 th June, 2021 However, Late filing of the Limited Review Report had no impact on the financials forming part of the quarterly results for the quarter ended 30 th June, 2021, originally filed on 12 th August, 2021

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