

Gujarat TOOLROOM LIMITED

402, Sheel Complex, 4th Floor, Mayur Colony, Nr. Mithakhali Under Bridge, Navrangpura, AHMEDABAD - 380 009.
Tel No. : 079 - 2640 3311, 2640 1304, Tel-Fax : 079 - 2640 1304, Email: info@gujarattoolroom.com, Website : www.gujarattoolroom.com

CIN: L45208GJ1983PLC006056

Date: September 27, 2022

To
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir/ Madam,

Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Details of Voting Results and Consolidated Report of Scrutinizer of the 38th Annual General Meeting of the Company

Ref: Scrip Code:

With reference to the above captioned subject, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the details of voting results inclusive of remote e-voting and voting during Annual General Meeting of the Company held on Friday, September 23, 2022 Scheduled and Commenced at 2.00 p.m. at the Registered Office of the Company at 402, Sheel Complex, Near Mithakhali Under Bridge, Navrangpura, Ahmedabad-380009, Gujarat

We are also enclosing details of consolidated report of the Scrutinizer on remote e-voting and voting during the Annual General Meeting.

You are requested to kindly take the same on your record.

Thanking You,

Yours Faithfully,
For, GUJARAT TOOLROOM LIMITED

VISHAL
MUKESH
KUMAR SHAH

Digitally signed by
VISHAL MUKESH
KUMAR SHAH
Date: 2022.09.27
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Mr. VISHAL M. SHAH
MANAGING DIRECTOR
DIN - 03279724

Encl: As above

CIN: L45208GJ1983PLC006056

Details of Voting Results

1.	Date of the AGM/EGM	Friday, September 23, 2022
2.	Total number of shareholders on record date/Book Closure	12,453 (As on cut-off date i.e. September 16, 2022)
3.	No. of shareholders present in the meeting either in person or through proxy <ul style="list-style-type: none"> • Promoters and Promoter Group • Public 	05 27
4.	No. of shareholders attended the meeting through video conferencing <ul style="list-style-type: none"> • Promoters and Promoter Group • Public 	N.A.

Agenda-wise

Resolution / Agenda wise details of voting are as under:

RESOLUTION NO. 1:

To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2022 and statement of Profit and Loss account together with the notes forming part thereof and Cash Flow Statement for the Financial Year ended on that date, and the reports of the Board of Directors ("The Board") and Auditor thereon.

Resolution Required: (Ordinary/Special)		Ordinary						
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 outstandi ng shares (3)=[(2)/ (1)]*100	No. of Votes - in favor (4)	No. of Votes - against (5)	%of Votes in favor on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	79,080	74,080	93.677	74,080	0	100	-
	Poll		5,000	6.322	5,000	-	100	-
Public- Institio ns	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
Public- Non- Institio ns	E-Voting	6,16,280	425	0.690	345	80	81.176	18.823
	Poll		2,600	0.421	2,600	0	100	-

Total	6,95,360	82,105	11.807	82,025	80	99.903	0.097
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RESOLUTION NO. 2:

To appoint a director in place of Mr. Manish Shah (DIN: 03060959), 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						
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 favor (4)	No. of Votes - against (5)	%of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	79,080	74,080	93.677	74,080	0	100	-
	Poll		5,000	6.322	5,000	-	100	-
Public-Institutions	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
Public-Non-Institutions	E-Voting	6,16,280	425	0.690	345	80	81.176	18.823
	Poll		2,600	0.421	2,600	0	100	-
Total		6,95,360	82,105	11.807	82,025	80	99.903	0.097

RESOLUTION NO. 3:

Appointment of Mr. Vishal M. Shah (DIN: 03279724) as a Managing Director of the Company

Resolution Required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
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 favor (4)	No. of Votes - against (5)	%of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	79,080	74,080	93.677	74,080	0	100	-
	Poll		5,000	6.322	5,000	-	100	-
Public-Institutions	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-

Public- Non- Instituti ons	E-Voting	6,16,280	425	0.690	345	80	81.176	18.823
	Poll		2,600	0.421	2,600	0	100	-
Total		6,95,360	82,105	11.807	82,025	80	99.903	0.097

For, GUJARAT TOOLROOM LIMITED

VISHAL
MUKESH
KUMAR
SHAH

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by VISHAL
MUKESH KUMAR
SHAH
Date: 2022.09.27
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Mr. VISHAL SHAH
MANAGING DIRECTOR
DIN: - 03279724

Vishwas Sharma & Associates

COMPANY SECRETARIES

CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND VOTING AT 38TH ANNUAL GENERAL MEETING OF GUJARAT TOOLROOM LIMITED

[Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

Date: September 26, 2022

To,
The Chairman,
38th Annual General Meeting of the Equity Shareholders of
GUJARAT TOOLROOM LIMITED

CIN: L45208GJ1983PLC006056

Held on Friday, 23rd September, 2022

Scheduled at 2:00 P.M. and Started at 2:00 P.M.

At 402, Sheel Complex, Near Mithakhali Under Bridge,

Navrangpura, Ahmedabad-380009, Gujarat.

Dear Sir,

Consolidated Scrutinizer's Report on voting by Remote E-voting and voting facility to the shareholders present at the 38th Annual General Meeting held on Friday, 23rd September, 2022 at, at 2.00 p.m. at the Registered Office of the Company at 402, Sheel Complex, Near Mithakhali Under Bridge, Navrangpura, Ahmedabad-380009, Gujarat in respect of the resolutions (Businesses) contained in the Notice dated 9th August, 2022.

I, Vishwas Sharma, Proprietor of M/s. Vishwas Sharma & Associates, Practicing Company Secretaries, Ahmedabad, have been appointed as Scrutinizer of Gujarat Toolroom Limited ('the Company') for the purpose of scrutinizing the Remote e-voting process and voting during the meeting in a fair and transparent manner and ascertaining the requisite majority on e-voting and voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at 38th Annual General Meeting ('AGM') of Gujarat Toolroom Limited held on Friday, 23rd September, 2022 at 2.00 P.M. at the Registered office of the Company at 402, Sheel Complex, Near Mithakhali Under Bridge, Navrangpura, Ahmedabad-380009, Gujarat in respect of the resolutions (Businesses) contained in the Notice dated 9th August, 2022.

Sr. No.	Type of Resolution	Particulars
1.	Ordinary	To consider and adopt the audited financial statement of the Company for the Financial Year ended on 31st March, 2022 and statement of Profit and Loss account together with the notes forming part thereof and Cash Flow Statement for the Financial Year ended on that date, and the reports of the Board of Directors ("The Board") and Auditor thereon.
2.	Ordinary	To appoint a director in place of Mr. Manish Shah (DIN: 03060959), who



		retires by rotation and being eligible, offers himself for re-appointment
3.	Ordinary	Appointment of Mr. Vishal M. Shah (DIN: 03279724) as a Managing Director of the Company

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules thereof including Circulars/SEBI Regulations in respect of the resolutions contained in the notice of AGM including the dispatch of the notice to the Shareholders.

My responsibilities as Scrutinizer is restricted to make a Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ('CDSL') and voting during the meeting of Members at the Registered office of the Company.

I hereby submit my report as under:

1. As informed by the Company, Notice of AGM containing remote e-voting instructions along with explanatory statements were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent i.e. Bigshare Services Private Limited ('RTA'), or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company/List of Beneficial Owners as maintained by the Depositories as on Friday, September 16, 2022 ('cut-off date');
2. The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the company to provide e-voting facilities to all the members who are eligible to take part in the remote e-voting;
3. A copy of AGM notice together with the explanatory statement is available on the website of the Company at www.gujarattoolroom.com and on the website of the Stock Exchange on which the Equity shares of the Company listed i.e. BSE Ltd at www.bseindia.com and Electronic Voting 'Sequence Number "220831012" ('EVSN') was generated for casting the votes through E-voting mode. The Company had uploaded the details of the e-voting with the depository viz. CDSL.
4. As per Rule 22(3) of Companies (Management & Administration) Rules, 2014 and in respect of Members whose email ids were not available/ registered, a Public Notice was published on September 3, 2022 regarding dispatch of Notice of Annual General Meeting (AGM) to eligible members in English and Gujarati Newspaper viz. "Financial Express".
5. In accordance with the Notice of 38th Annual General Meeting ('AGM') sent to the Members, the voting through remote e-voting period was started on Tuesday, September 20, 2022 at 9.00 A.M. and ended on Thursday, September 22, 2022 at 5.00 P.M. Thereafter, e-voting module was disabled by the CDSL.
6. The shareholders who have not voted on remote e-voting facility provided by the Company through CDSL, were allowed to cast their votes through ballots during the 38th Annual General Meeting.
7. After the time fixed for the closing of the Poll by the Chairman in the Annual General Meeting, one ballot box kept for polling was locked in my presence.
8. The locked ballot box was subsequently opened by me in presence of Ms. Drashti Unadakat & Ms. Nehal Kothari and poll papers were diligently scrutinized. I did not find any poll papers invalid.
9. After the conclusion of the 38th Annual General Meeting ('AGM') of the Company, the votes cast at the meeting were counted and votes casted through remote e-voting were unblocked from the website of the CDSL www.evotingindia.com in the presence of Ms. Drashti Unadakat & Ms. Nehal Kothari on Friday, September 23, 2022 at 3:47 P.M. who are not the employees of the Company. I was provided with the list of members who had cast their votes, their holding details and the details containing shareholders, who voted "For" and "Against", were downloaded from the e-voting website i.e. <https://www.evotingindia.com>. The votes were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
10. The register, in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the Particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There



were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.

11. The Result of the scrutiny of voting by Remote E-voting and ballot voting of the shareholders present at the Annual General Meeting held at the Registered office of the Company, in respect of resolutions (businesses) contained in notice dated 09 August, 2022 is as under:

Consolidated report on result of voting and remote e-voting is as under:

ORDINARY BUSINESS :

Item No. 1: As an Ordinary Resolution

To consider and adopt the audited financial statement of the Company for the Financial Year ended on 31st March, 2022 and statement of Profit and Loss account together with the notes forming part thereof and Cash Flow Statement for the Financial Year ended on that date, and the reports of the Board of Directors ("The Board") and Auditor thereon.

i. Voted in favor of the resolution:

Types of Voting	Numbers of Members Attended at AGM	Number of Members who voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting	0	7	74,425	90.646
Voting at AGM	32	27	7,600	9.256
Total	32	34	82,025	99.902

ii. Voted in against the resolution:

Types of Voting	Numbers of Members Attended at AGM	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting	0	1	80	0.098
Voting at AGM	0	0	0	0
Total	0	1	80	0.098

iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0



Item No. 2: As an Ordinary Resolution

To appoint a director in place of Mr. Manish Shah (DIN: 03060959), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favor of the resolution:

Types of Voting	Numbers Members Attended at AGM	of	Number Members voted	of who	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting	0		7		74,425	90.646
Voting at AGM	32		27		7,600	9.256
Total	32		34		82,025	99.902

ii. Voted in against the resolution:

Types of Voting	Numbers Members Attended at AGM	of	Number Members voted	of who	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting	0		1		80	100
Voting at AGM	0		0		0	0
Total	0		1		80	100

iii. Invalid Votes:

Types of Voting	Numbers Members Attended at AGM	of	Number Members voted	of who	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting	0		1		80	0.098
Voting at AGM	0		0		0	0
Total	0		1		80	0.098



Item No. 3: As an Ordinary Resolution

Appointment of Mr. Vishal M. Shah (DIN: 03279724) as a Managing Director of the Company

i. Voted in favor of the resolution:

Types of Voting	Numbers of Members Attended at AGM	Number of Members voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting	0	7	74,425	90.646
Voting at AGM	32	27	7,600	9.256
Total	32	34	82,025	99.902

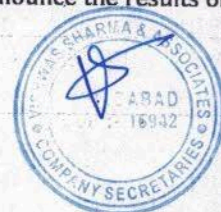
ii. Voted in against the resolution:

Types of Voting	Numbers of Members Attended at AGM	Number of Members voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting	0	1	80	0.098
Voting at AGM	0	0	0	0
Total	0	1	80	0.098

iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted	% of total number of valid votes casted
Remote e-voting	0	0	0	0
Voting at AGM	0	0	0	0
Total	0	0	0	0

12. After the aforesaid scrutiny, and taking into account the result of remote e-voting and voting during the AGM, I Report that resolutions as mentioned in the Notice of AGM dated 09 August, 2022 is deemed to have been passed on 23 September, 2022 being the date of Annual General Meeting of the members of the Company with requisite majority. Accordingly, we request the Chairman to announce the results of the voting.



Continuation Sheet

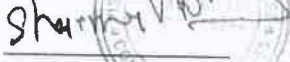
**Vishwas Sharma & Associates,
Company Secretaries**

13. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking You

Yours Faithfully,

For, Vishwas Sharma & Associates,
Company Secretaries


Vishwas Sharma

Proprietor

COP : 16942

ACS.: 33017

Peer Review Certificate. No.854/2020

UDIN : A033017D001049461

Place: Ahmedabad

Date: 26/09/2022

COUNTER SIGNED BY:
FOR GUJARAT TOOLROOM LIMITED





MR. VISHAL SHAH
CHAIRMAN AND MANAGING DIRECTOR
DIN: 03279724