

Date: October 22, 2024

To,
Corporate Relations Department,
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort, Mumbai – 400001.

Scrip Code: 513337

Subject: Clarification and Amendment Regarding Effective Date of Independent Directors' Resignation

Dear Sir/Madam,

We refer to your query regarding the resignation of our Independent Directors and the additional details required under the Regulation 30 read with Schedule III - Para A(7B) of Part A of the Listing Regulations and SEBI Circular dated July 13, 2023, pertaining to the corporate announcement filed under Regulation 30 of SEBI (LODR) Regulations, 2015.

Upon further internal review, we wish to clarify that an unintentional error occurred in our previous disclosure regarding the effective date of the resignation.

CLARIFICATION AND DEMONSTRATION OF COMPLIANCE:

1. Receipt of Resignation and Board Action: While the Company initially communicated the effective date of resignation as October 15, 2024, this was based on informal communication received from the Independent Directors. However, as per **Section 168 of the Companies Act, 2013**, the formal resignation letter was only received by the Company on October 21, 2024. The directors (Mr. Vinod Kumar Mishra and Mr. Vaibhav Pankajbhai Kakkad) chose to submit their formal resignation during a board meeting held on October 21, 2024, where the resignation was considered and formally accepted. As per Section 168 of the Companies Act, 2013, the resignation is deemed effective from the date the Company receives the formal resignation letter, or any later date specified by the director. Since no later date was mentioned, the **effective date of resignation should be October 21, 2024**.

2. Unintentional Error in Initial Disclosure: The previous communication, which indicated October 15, 2024, as the effective date, was the result of an oversight. We acted in good faith based on the director's informal communication. However, upon receiving the formal resignation on October 21, 2024 the Company promptly followed up with the necessary corporate actions, including immediate communication to the board and convening a meeting to officially accept the resignation. The misunderstanding was purely procedural, without any intent to withhold or delay information, and occurred due to a misalignment between the informal and formal communication from the directors.

3. Timely Compliance with SEBI Regulations: Once the resignation became effective on October 21, 2024, the Company ensured compliance with the 24-hour reporting requirement under SEBI Circular



No. **SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123** dated July 13, by promptly filing the announcement on the same day. Additionally, the broader 7-day timeline under Regulation 30 read with Schedule III - Para A(7B) of Part A of the Listing Regulations has been complied with. Thus, there was no delay in submitting the details once the resignation was formalized as per the Companies Act.

4. Demonstrating Good Faith and Strengthening Internal Procedures: The Company deeply values its regulatory responsibilities and operates with the utmost integrity in all matters of corporate governance. This was an isolated case of misinterpretation regarding the effective date of the resignation, and the Company acted promptly as soon as the formal resignation was received. We have reviewed our internal processes to ensure that such errors are avoided in the future and that both informal and formal communications are aligned for accurate and timely disclosures.

AMENDMENT REQUEST:

In light of the above, we respectfully request the Exchange to allow us to amend the previously communicated **effective date of resignation from October 15, 2024, to October 21, 2024**, the correct effective date as per the formal letter received and board acceptance, in compliance with Section 168 of the Companies Act, 2013.

Please find enclosed the fresh announcement as rectification, amending the effective date of resignation to October 21, 2024, in line with the formal resignation letter received and the board's acceptance.

We sincerely regret any confusion this may have caused and assure you of our continued dedication to timely and accurate disclosures moving forward.

Thank you for your understanding and cooperation.

Yours faithfully,

For Gujarat Toolroom Limited

**Vaidehi
Bang**

Digitally signed by
Vaidehi Bang
Date: 2024.10.22
18:53:39 +05'30'

**Vaidehi Bang
Company Secretary & Compliance Officer
(Membership No.: A73835)**

Encl: as above

To,
Corporate Relations Department,
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort, Mumbai – 400001.

Scrip Code: 513337

Subject: Intimation of change in the composition of the Board in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('Listing Regulations'), we wish to inform you about the following changes in composition of the Board:

- (a) **Mr. Vinod Kumar Mishra (DIN: 07552109)**, has tendered his resignation as the Independent Director of the Company, with effect from close of business hours on October 21, 2024 citing personal and unavoidable circumstances. Consequently, he shall also cease to be a Member of the Audit Committee, Nomination & Remuneration Committee, and Stakeholders Relationship Committee of the Company.
- (b) **Mr. Vaibhavbhai Pankajbhai Kakkad (DIN: 08148272)**, has tendered his resignation as the Independent Director of the Company, with effect from close of business hours on October 21, 2024 citing certain emerging unavoidable personal situations. Consequently, he shall also cease to be a Member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company.

In view of the above, the Board of Directors, in their meeting held today, on October 21, 2024 extended its sincere appreciation for the invaluable contributions and guidance provided by Mr. Vinod Kumar Mishra and Mr. Vaibhavbhai Pankajbhai Kakkad during their tenure as Independent Directors, acknowledging the significant and lasting impact of their expertise on the Company.

The information in regard to the abovementioned change in the Board composition in terms of Regulation 30 read with Schedule III - Para A(7B) of Part A of the Listing Regulations (as applicable) and SEBI Circular bearing Ref. No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 and SEBI Circular No. **SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123** dated July 13, 2023 is enclosed herewith.

The letter(s) of resignation received from Mr. Vinod Kumar Mishra and Mr. Vaibhavbhai Pankajbhai Kakkad, respectively are enclosed herewith.

Please take on record the above information.

Thanking You,

Yours faithfully,
For Gujarat Toolroom Limited

**Vaidehi
Bang** Digitally signed by
Vaidehi Bang
Date: 2024.10.22
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Vaidehi Bang
Company Secretary & Compliance Officer
(Membership No.: A73835)

Details of Mr. Vinod Kumar Mishra (DIN: 07552109) as required under Schedule III - Para A(7B) of Part A of SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9 September 2015:

S. No	Particulars	Description
1.	Reason for Change	Resignation of Mr. Vinod Kumar Mishra (DIN: 07552109) as the Independent Director of the Company, with effect from close of business hours on October 21, 2024.
2.	Date of appointment/cessation & term of appointment	October 21, 2024
3.	Brief Profile	Not Applicable
4.	Disclosure of relationships between directors	Not Applicable
5.	Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018.	Not Applicable
Additional Information in case of resignation of an Independent Director		
6.	Letter of Resignation along with detailed reason for resignation	Enclosed herewith
7.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	<p><u>Directorship:</u> Bharat Global Developers Limited (Independent Director)</p> <p><u>Committee Membership(s)</u></p> <ul style="list-style-type: none"> • Audit Committee • Nomination and Remuneration Committee
8.	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	The required confirmation has been provided in the enclosed letter.

Details of Mr. Vaibhavbhai Pankajbhai Kakkad (DIN: 08148272) as required under Schedule III - Para A(7B) of Part A of SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9 September 2015:

S. No	Particulars	Description
1.	Reason for Change	Resignation of Mr. Vaibhavbhai Pankajbhai Kakkad (DIN: 08148272) as the Independent Director of the Company, with effect from close of business hours on October 21, 2024
2.	Date of appointment/cessation & term of appointment	October 21, 2024
3.	Brief Profile	Not Applicable
4.	Disclosure of relationships between directors	Not Applicable
5.	Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018.	Not Applicable
Additional Information in case of resignation of an Independent Director		
6.	Letter of Resignation along with detailed reason for resignation	Enclosed herewith
7.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	NIL
8.	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	The required confirmation has been provided in the enclosed letter.

October 15, 2024

To,
The Board of Directors,
GUJARAT TOOLROOM LIMITED
404 - 4th floor, Samarth Co.Op.H.Soc,
Nr. Silicon Tower, Nr. Law Garden, Ellisbridge,
Ahmedabad, Gujarat- 380006

Subject: Resignation from the position of Independent Director of the Company

Dear Sir/Madam,

I regret to Inform that due to personal and unavoidable circumstances, I am required to reduce my professional commitments. Accordingly, I tender my resignation from the Board of the Company as an Independent Director, with effect from closing hours on October 15, 2024.

I confirm that there are no other material reasons other than what is mentioned above for my resignation.

I wish to place on record my gratitude and appreciation to my esteemed Board members for the support extended to me during my tenure as an Independent Director of the Company. I convey my best wishes for the future growth & success of the Company.

Regards,

Vinod
Kumar
Mishra



Digitally signed by
Vinod Kumar Mishra
Date: 2024.10.15
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Vinod Kumar Mishra
DIN: 07552109

October 15, 2024

To,
The Board of Directors,
GUJARAT TOOLROOM LIMITED
404 - 4th floor, Samarth Co.Op.H.Soc,
Nr. Silicon Tower, Nr. Law Garden,
Ellisbridge, Ahmedabad,
Gujarat- 380006

Dear Sir/Madam,


Subject: Resignation as Independent Director of the Company

Due to certain emerging unavoidable personal situations, I hereby tender my resignation from the Independent Directorship of the Company, with immediate effect.

I confirm that there are no other material reasons other than stated herein.

Further, I thank the Board members for my association during my tenure as an Independent Director of the Company.

Best Regards,



VAIBHAV PANKAJBHAI KAKKAD
DIN: 08148272