



# 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 : gstl@mtnl.net.in • Website : www.gandhitubes.com

CIN NO.: L27104MH1985PLC036004



Ref No: GSTL/NSE/BSE/41027052  
Date: 25<sup>th</sup> July, 2014

To, THE NATIONAL STOCK EXCHANGE OF INDIA LTD Bandra Kurla Complex Bandra (East), Mumbai – 400 051	To, THE SECRETARY BSE LIMITED 1 <sup>st</sup> Floor, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 023
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**SUB: In accordance with Clause 35A of the Listing Agreement, the details of business transacted at the 29<sup>th</sup> Annual General Meeting of Gandhi Special Tubes Limited are furnished below:**

Date of the Annual General Meeting	: 24 <sup>th</sup> July, 2014
Book Closure Date	: 23 <sup>rd</sup> July, 2014 to 24 <sup>th</sup> July, 2014 (both days inclusive)
Total Numbers of the Shareholders on record	: Total number of shareholders as on 24 <sup>th</sup> July, 2014 were 5006

**No. of Shareholders present in the meeting either in person or through proxy**

1) Promoters and Promoter Group	
a) In Person	: 6
b) Through Proxy	: 5
2) Public	
a) In Person	: 28
b) Through Proxy	: NIL
<hr/>	
Total	: 39

**No. of Shareholders attended the meeting through Video conferencing**

Promoters and Promoter Group	: --N.A.--
Public	: --N.A.--

**Details of the Agenda**

The Following business was transacted by the Shareholders and all the resolutions were passed unanimously:-



Sr. No	Particulars of Resolution	Ordinary or Special Resolution	Pattern of Voting
1.	<p>Adoption of the audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2014, the profit and Loss Account and Cash Flow Statement for the financial year ended on that date and the report of the Director's and Auditor's thereon.</p> <p><b>"RESOLVED THAT</b> the Audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the year ended on that date together with Notes, Schedules and Cash Flow Statement, Directors' Report (including Report on Corporate Governance, Management Discussion and Analysis Report and Report on Corporate Social Responsibility) and the Report of the Auditors thereon placed before this meeting be and are hereby received, approved and adopted."</p>	Ordinary	By e-voting and Poll
2.	<p>Confirmation of interim dividend of Rs.6.00 per Equity Share i.e. 120% of the face value of Rs 5 /- as final dividend on the fully paid up Equity Shares for the financial year ended 31<sup>st</sup> March, 2014.</p> <p><b>"RESOLVED THAT</b> payment of an interim dividend of Rs.6.00 per share (120% of Face value of Rs.5/-) on 1,46,98,616 Equity Shares of the Company, for the year ended on 31<sup>st</sup> March, 2014 aggregating to Rs.881.92 Lacs declared by the Board of Directors at its meeting held on 28<sup>th</sup> January, 2014 and paid on 20<sup>th</sup> February, 2014, be and is hereby confirmed as Final Dividend."</p>	Ordinary	By e-voting and Poll
3	<p>Approval of re-appointment of Shri Bhupatrai G. Gandhi, Director of the Company who retired by rotation at this Annual General Meeting.</p> <p><b>"RESOLVED THAT</b> Shri Bhupatrai G Gandhi, a Director retiring by rotation at this meeting and being eligible for re-appointment be and is hereby re-appointed as a Director of the Company whose term of office shall be liable to determine by retirement by rotation."</p>	Ordinary	By e-voting and Poll
4	<p>Approval of appointment of M/s. S.V.Doshi &amp; Company, Chartered Accountants, Mumbai, the Retiring Auditors as the Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting.</p> <p><b>"RESOLVED THAT</b> in accordance with the provisions of section 139 of the Companies Act, 2013, and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) the retiring auditors M/s. S.V.DOSHI &amp; CO., Chartered Accountants,</p>	Ordinary	By e-voting and Poll



	having the ICAI Registration No. 102752W and holding valid Peer Review Certificate issued by the Institute of Chartered Accountants of India, be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of three years from the conclusion of this Annual General Meeting till the conclusion of the 32nd Annual General Meeting (subject to ratification by the shareholders at every Annual General Meeting), on remuneration and other expenses to be fixed by the Managing Director of the Company."		
5	<p>Approval for appointment of Shri D.S.Shah as an independent Director for continuing period of 5 years.</p> <p><b>"RESOLVED THAT</b> consent of the Company be and is hereby accorded to Shri Dhirajlal S. Shah (DIN 00044163), who holds office as an Independent Director of the Company pursuant to Clause 49 of the Listing Agreement and who being eligible to continue as an Independent Director under Section 149 of the Companies Act, 2013 read with Rules made thereunder and Clause 49 of the Listing Agreement entered with the Stock Exchange(s) (including any statutory modification(s) or re-enactment thereof, for the time being in force), to continue to hold the Office of Independent Director of the Company for a period of five consecutive years from April 01, 2014 up to March 31, 2019 who shall not be liable to retire by rotation."</p>	Special	By e-voting and Poll
6	<p>Approval for appointment of Shri K. N. Warden as an independent Director for continuing period of 5 years.</p> <p><b>"RESOLVED THAT</b> consent of the Company be and is hereby accorded to Shri Kavas N. Warden (DIN 00045840), who holds office as an Independent Director of the Company pursuant to Clause 49 of the Listing Agreement and who being eligible to continue as an Independent Director under Section 149 of the Companies Act, 2013 read with Rules made thereunder and Clause 49 of the Listing Agreement entered with the Stock Exchange(s) (including any statutory modification(s) or re-enactment thereof, for the time being in force), to continue to hold the Office of Independent Director of the Company for a period of five consecutive years from April 01, 2014 up to March 31, 2019 who shall not be liable to retire by rotation."</p>	Special	By e-voting and Poll



7	<p>Approval for appointment of Shri D. B. Shah as an independent Director for continuing period of 5 years.</p> <p><b>"RESOLVED THAT</b> consent of the Company be and is hereby accorded to Shri Dharmen B. Shah (DIN 01834884), who holds office as an Independent Director of the Company pursuant to Clause 49 of the Listing Agreement and who being eligible to continue as an Independent Director under Section 149 of the Companies Act, 2013 read with Rules made thereunder and Clause 49 of the Listing Agreement entered with the Stock Exchange(s) (including any statutory modification(s) or re-enactment thereof, for the time being in force), to continue to hold the Office of Independent Director of the Company for a period of five consecutive years from April 01, 2014 up to March 31, 2019 who shall not be liable to retire by rotation."</p>	Special	By e-voting and Poll
8.	<p>Approval for remuneration paid to the Cost Auditor</p> <p><b>"RESOLVED THAT</b> pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs 40,000/- for the Financial Year ending 31<sup>st</sup> March, 2015 as approved by the Board of Directors of the Company to be paid to Mr Dakshesh H. Zaveri, the Cost Accountant, having ICWAI Registration No. 8971 for conducting the Cost Audit of the Company's Steel Products and Windmills be and is hereby ratified."</p>	Special	By e-voting and Poll





**Results of Poll and E-voting \***

Particulars	No. of shares held	No. of votes polled and e-voted	% of Votes Polled and e- voted on outstanding shares	No. of Votes polled and e-Voted – in favour	No. of Votes – polle d and e-Voted again st	% of Votes in favour on votes polled and e-Voted	% of Votes against on votes polled and e- Voted
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	10769567	37,65,231	34.96	36,96,231	NIL	34.32	NIL
Public – Institutional holders	8200	NIL	NIL	Nil	NIL	NIL	NIL
Public-Others** HUF is also considered as Public	3920849	344290	8.78	1,66,117	NIL	4.24	NIL
<b>Total</b>	<b>14698616</b>	<b>41,09,521</b>	<b>27.96</b>	<b>3862348</b>	<b>NIL</b>	<b>26.28</b>	<b>NIL</b>

- \*Scrutinizers report on evoting and poll is attached herewith
- We kindly request you to take on record, and disseminate the same on the Exchange website.

Thanking you,

Yours Faithfully,

For GANDHI SPECIAL TUBES LTD.

*K.D. Padrakar*  
Kinjal Padrakar  
Company Secretary

## Report of Scrutinizer

*[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]*

To,

**The Chairperson of 29<sup>th</sup> Annual General Meeting of Gandhi Special Tubes Limited**  
To be held on Thursday, the 24<sup>th</sup> July, 2014 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, Partner of M/s. Dholakia & Associates, Company Secretaries** appointed as a Scrutinizer by the Board of Directors of **Gandhi Special Tubes Limited (“the Company”)** pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(3)(ix) of the Companies (Management and Administration) Rules, 2014 to scrutinize the electronic voting (e-Voting) on the resolutions contained in the Notice of 29<sup>th</sup> Annual General Meeting of the Company to be held on Thursday, the 24<sup>th</sup> July, 2014 at 11.00 a.m., submit my report as under:

1. The e-Voting commenced on July 17, 2014 (9:30 am) and was closed on July 19, 2014 (5.30 pm).
2. The Management of the Company is responsible for the compliance of Section 108 of the Companies Act, 2013 read with Rule 20 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 casted in favour or against for respective Resolution.
3. The e-Voting Result was unblocked from the website of M/s. Karvy Computershare Private Limited i.e. [www.evoting.karvy.com](http://www.evoting.karvy.com) and the Excel File containing the Result was opened in the presence of Mr. Vidyut Vasavada and Mr. Lalit Shah who are not in the employment of the Company. **(Declaration attached)**



## 4. The result of the e – Voting is as under :

## (a) Item No 1: Adoption of Financial Statements and Reports of Board of Directors and Auditors.

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
6	32,39,355	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

## (b) Item No 2: Confirm Interim Dividend as Final Dividend.

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
6	32,39,355	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



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(c) Item No 3: Re-appointment of Shri Bhupatrai G. Gandhi who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
6	32,39,355	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(d) Item No 4: Appointment of Statutory Auditors and to consider their remuneration.

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
6	32,39,355	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



*Handwritten signature in blue ink.*



**(e) Item No 5: Continuation of office of Shri Dhirajlal S. Shah as an Independent Director**

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
6	32,39,355	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

**(f) Item No 6: Continuation of office of Shri Kavas N Warden as an Independent Director.**

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
6	32,39,355	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



**(g) Item No 7: Continuation of office of Shri Dharmen B. Shah as an Independent Director.**

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
6	32,39,355	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

**(h) Item No 8: Ratification of remuneration of Shri Dakshesh H. Zaveri, Cost Auditor**

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
6	32,39,355	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



5. The Register of e-Voting will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(3)(xiii) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,



A handwritten signature in blue ink, appearing to read 'B. V. Dholakia', is written over a circular purple stamp. The stamp contains the text 'DHOLAKIA & ASSOCIATES', 'MUMBAI', and '(Company Secretaries)'.

**CS B. V. Dholakia**  
**Partner**  
**Dholakia & Associates**  
**(Company Secretaries)**  
**C. P. No. 507**

**Place : Mumbai**  
**Date : 22<sup>nd</sup> July, 2014**

**Encl: A/a.**



A handwritten signature in blue ink, appearing to read 'Manhar Goodhandus Gandhi', is written below the stamp.

Manhar Goodhandus Gandhi

**TO WHOMSOEVER IT MAY CONCERN**

We, Vidyut Vasavada and Lalit Shah be and hereby state that the Excel Sheet containing the Results of e-Voting of **Gandhi Special Tubes Limited** to be held on Thursday, the 24<sup>th</sup> July, 2014 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 M/s. Karvy Computershare Private Limited i.e [www.evoting.karvy.com](http://www.evoting.karvy.com) and opened in our presence as required under Rule 20(3)(xi) of Companies (Management and Administration) Rules, 2014.



**Vidyut Vasavada**



**Lalit Shah**



**FORM NO. MGT-13**

**Report of Scrutinizer(s)**

*[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,

**Mr. Manhar G. Gandhi**

**Chairperson** for Annual General Meeting of the Equity Shareholders of **Gandhi Special Tubes Limited** held on Thursday, the 24<sup>th</sup> July, 2014 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**, appointed as Scrutinizer by you for the purpose of the poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of Gandhi Special Tubes Limited ("**the Company**") held on Thursday, the 24<sup>th</sup> July, 2014 at 11.00 a.m. at Kanji Khetsey Sabhagriha, Bharatiya Vidya Bhavan, K.M Munshi Marg, Mumbai – 400 007, submit my report as under:

1. After the time fixed for the poll by the Chairperson, One (1) ballot box kept for polling was locked in my presence and members who were present.
2. The locked ballot box was subsequently opened in my presence and in the presence of 2 (Two) Witnesses (**Declaration attached**). The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and M/s. Karvy Computershare Private Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
3. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.



*[Handwritten signature in blue ink]*

## 4. The result of the Poll is as under :

## (a) Resolution:

## (a) Item No 1: Resolution pursuant to Adoption of Financial Statements and Reports of Board of Directors and Auditors.

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

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	6,22,993	100

## (ii) Voted against the resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

## (iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
17	2,49,723	40.1



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**(b) Item No 2: Resolution pursuant to confirmation of Interim Dividend as Final Dividend**

(i) Voted in favour of the resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	6,22,993	100

(ii) Voted against the resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
17	2,49,723	40.1

**(c) Item No 3: Resolution pursuant to Re-appointment of Shri Bhupatrai G. Gandhi who retires by rotation and being eligible, offers himself for re-appointment**

(i) Voted in favour of the resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	6,22,993	100



## (ii) Voted against the resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

## (iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
17	2,49,723	40.1

## (d) Item No 4: Resolution pursuant to appointment of Statutory Auditors and to consider their remuneration.

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

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	6,22,993	100

## (ii) Voted against the resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



*Handwritten signature in blue ink.*



## (iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
17	2,49,723	40.1

## (e) Item No 5: Resolution pursuant to Continuation of office of Shri Dhirajlal S. Shah as an Independent Director.

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

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	6,22,993	100

## (ii) Voted against the resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

## (iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
17	2,49,723	40.1



*[Handwritten signature]*

**(f) Item No 6: Resolution pursuant to Continuation of office of Shri Kavas N Warden as an Independent Director.****(i) Voted in favour of the resolution:**

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	6,22,993	100

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

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

**(iii) Invalid votes:**

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
17	2,49,723	40.1

**(g) Item No 7: Resolution pursuant to Continuation of office of Shri Dharmen B. Shah as an Independent Director.****(i) Voted in favour of the resolution:**

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	6,22,993	100



*Handwritten signature in blue ink.*

## (ii) Voted against the resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

## (iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
17	2,49,723	40.1

## (h) Item No 8: Resolution pursuant to ratification of remuneration of Shri Dakshesh H. Zaveri, Cost Auditor

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

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	6,22,993	100

## (ii) Voted against the resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



*Handwritten signature in blue ink.*

## (iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
17	2,49,723	40.1

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
6. The aforesaid Poll Report is tabulated on the basis of Acceptance and Rejection and Report on Invalid Poll Papers provided in the Annexure attached herewith which forms an integral part of this Report.
7. The poll papers and all other relevant records were sealed and handed over to Mr. Manhar G. Gandhi, Chairperson, authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Place: Mumbai  
Date: 25<sup>th</sup> July, 2014



CS Bhumitra V. Dholakia  
FCS 977 CP No. 507





**ANNEXURE****A. BASIS OF ACCEPTANCE**

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. A Poll Paper having No Postal Address or Name of Shareholder or Folio Number/Client ID but valid in all other respects has been considered.

**B. BASIS OF REJECTION**

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 materially 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 Scrutinizers to identify either the Member or the number of votes.



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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 a Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.

**C. REPORT FOR INVALID POLL PAPERS.**

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	3	NIL
2.	Signature not available	7	80,484
3.	Signature not tallied	3	1,69,238
4.	Not a Member or Proxy or Authorised Representative	1	NIL
5.	Vote already Casted	1	1
<b>TOTAL</b>		<b>15</b>	<b>2,49,723</b>



CS Bhumitra V. Dholakia  
FCS 977 CP No. 507

Place: Mumbai

Date: 25<sup>th</sup> July, 2014

*M. V. D.*  
Mankar B. B. Bhandus B. B. Bhandus


GANDHI SPECIAL TUBES LIMITED

24<sup>th</sup> July, 2014

POLL CONDUCTED AT THE 29<sup>th</sup> ANNUAL

GENERAL MEETING OF THE COMPANY HELD ON THURSDAY  
24<sup>th</sup> JULY '2014 AT 11:00 A.M AT KANJI KHETSEY SABHAGRIHA  
BHARATIYA VIDYA BHAVAN, K.M MUNSHI MARG, MUMBAI - 400 007.

We, the undersigned Members of the Company hereby state that the Ballot Box containing the TWENTY polling papers and duly locked, was opened by the Scrutinizer, CS B.V Dholakia in our presence and we found the same is in order.

  
24/7/2014  
R. B. DAVE

NAME  
FOLIO

Pravin K. Sarai

Pravin Kantilal Sarai

NAME  
FOLIO