

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

22nd September, 2016

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street Mumbai- 400001

Dear Sir/ Madam,

Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Details of Voting Results at the 32nd Annual General Meeting of the Company
Ref: Scrip Code: 513337

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 e-voting and poll conducted at the 32nd Annual General Meeting of the members of the Company held on Monday, 19th September, 2016 at 11.30 A.M at 402, Sheel Complex, Nr. Mithakhali Under Bridge, Navrangpura, Ahmedabad - 380 009.

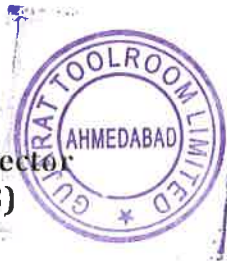
Kindly take the same on your record.

Thanking You,

Yours Faithfully,
For, GUJARAT TOOLROOM LIMITED



Viral N. Shah
Chairman & Director
(DIN: 03603173)



Encl: As stated

Details of Voting Results – 32nd Annual General Meeting held on 19th September, 2016

1.	Date of the AGM/EGM	19 th September, 2016
	Total number of shareholders on record date/Book Closure	12711 (As on cut-off date i.e. 12 th September, 2016)
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 	5 27
4	No. of shareholders attended the meeting through video conferencing <ul style="list-style-type: none"> • Promoters and Promoter Group • Public 	Not arranged

Agenda-wise

Resolution / Agenda wise details of voting are as under:

Resolution No. 1: As an Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 Statement of Profits & Loss and together with Cash Flow Statement and Notes forming part thereto (“Financial Statement”) for the year ended on 31st March, 2016 and Report of the Board of Directors and Auditors 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 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
Promoter and Promoter Group	E-Voting	79,080	0	0	0	0	0	0
	Poll		79,080	100	79,080	0	100	0
Public-Institutions	E-Voting	15,500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public-Non-Institutions	E-Voting	6,00,780	0	0	0	0	0	0
	Poll		44,640	7.43	44,640	0	100	0
Total		6,95,360	1,23,720	17.79	1,23,720	0	100	0

RESOLUTION NO. 2: AS AN ORDINARY RESOLUTION

To appoint a Director in place of **Shri Bhavin S. Parikh (DIN: 00034258)** 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?		Yes (Mr. Bhavin S. Parikh, Mr. Bhavik S.Parikh & Mrs. Purvi B. Parikh, Promoters of the Company are interested in this Resolution)						
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
Promoter and Promoter Group	E-Voting	79,080	0	0	0	0	0	0
	Poll		79,080	100	79,080	0	100	0
Public-Institutions	E-Voting	15,500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public-Non-Institutions	E-Voting	6,00,780	0	0	0	0	0	0
	Poll		44,640	7.43	44,640	0	100	0
Total		6,95,360	1,23,720	17.79	1,23,720	0	100	0

Resolution No. 3: As an Ordinary Resolution

To ratify the appointment of statutory Auditors of the Company and fix their remuneration:

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 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
Promoter and Promoter Group	E-Voting	79,080	0	0	0	0	0	0
	Poll		79,080	100	79,080	0	100	0
Public-	E-Voting	15,500	0	0	0	0	0	0

Institutions	Poll		0	0	0	0	0	0
Public-Non-Institutions	E-Voting	6,00,780	0	0	0	0	0	0
	Poll		44,640	7.43	44,640	0	100	0
Total		6,95,360	1,23,720	17.79	1,23,720	0	100	0

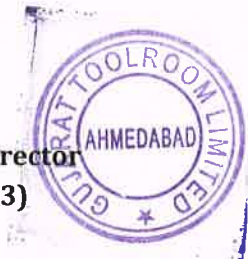
Resolution No. 4: As a Special resolution

To re-appoint Mr. Suryakant H. Parikh (Din: 00038136) as the Managing Director for the period of Three (3) year w.e.f. 24th May, 2016:

Resolution Required: (Ordinary/Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes (Mr. Bhavin S. Parikh, Mr. Bhavik S.Parikh & Mrs. Purvi B. Shah, Promoters of the Company are interested in this Resolution)						
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
Promoter and Promoter Group	E-Voting	79,080	0	0	0	0	0	0
	Poll		79,080	100	79,080	0	100	0
Public-Institutions	E-Voting	15,500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Non-Institutions	E-Voting	6,00,780	0	0	0	0	0	0
	Poll		44,640	7.43	44,640	0	100	0
Total		6,95,360	1,23,720	17.79	1,23,720	0	100	0

For, GUJARAT TOOLROOM LIMITED


Viral N. Shah
Chairman & Director
(DIN: 03603173)



Consolidated Scrutinizers' Report

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

To

The Chairman of

32nd Annual General Meeting of the Equity Shareholders of
Gujarat Toolroom Limited held on Monday, 19th September, 2016 at 11:30 A.M. at
402, Sheel Complex, Nr. Mithakhali Under Bridge, Navrangpura,
Ahmedabad, Gujarat – 380 009.

Dear Sir,

I, Devesh Khandelwal, proprietor of Khandelwal Devesh & Associates, Company Secretaries, Ahmedabad, have been appointed as Scrutinizer of Gujarat Toolroom Limited, ("the Company") for the purpose of scrutinizing the e-voting process and voting by poll in a fair and transparent manner and ascertaining the requisite majority on e-voting and voting by poll carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 32nd Annual General Meeting of the Equity Shareholders of Gujarat Toolroom Limited held on Monday, 19th September, 2016 at 11:30 A.M. at 402, Sheel Complex, Nr. Mithakhali Under Bridge, Navrangpura, Ahmedabad – 380 009.

I submit my report as under:

1. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) on the resolutions contained in the Notice of the Annual General Meeting (AGM) of the Company. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour / against the resolutions stated in the notice.
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 for voting through electronic means to all the members who are eligible to take part in the remote e-voting.



3. The e-voting period remained open from Friday, September, 16, 2016 at 09.00 a.m. to Sunday, September 18, 2016 at 5.00 p.m.
4. The shareholders holding shares as on the "cut off" date i.e. 12th September, 2016 were entitled to vote on the proposed resolution (Item No. 1 to 4 as set out in the Notice of the AGM of the Company).
5. Accordingly the electronic votes cast were taken into account and at the end of this voting period, on September 18, 2016 (at 5.00 p.m.), the e-voting portal was blocked for voting by CDSL.
6. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
7. The locked ballot box was subsequently opened by me in presence of Ms. Shivani Arora and Mr. Manoj V. Ayadi and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
8. I did not find any poll papers invalid.
9. After the conclusion of the Annual General Meeting of the Company, the votes cast at the meeting were counted and the votes cast through remote e-voting process were unblocked by me in the presence of two witnesses **1. Ms. Shivani Arora** and **2. Mr. Manoj V. Ayadi** who are not in the employment of the Company.
10. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "**For**" and "**Against**", were downloaded from the e-voting website i.e. <https://www.evotingindia.com>. Data regarding the e-voting were diligently scrutinized.
11. The register has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, Folio No. or Client ID of the shareholders, No. of shares held by them and nominal value of such shares. 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

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



Item No. 1: As an Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 Statement of Profits & Loss together with Cash Flow Statement and Notes forming part thereto ("Financial Statement") for the year ended on 31st March, 2016 and Report of the Board of Directors and Auditors thereon:

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	32	1,23,720	100
Through remote e-voting	0	0	0
Total	32	1,23,720	100

ii. Voted against the resolution:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	-	-	-
Through remote e-voting	-	-	-
Total	-	-	-

iii. Votes Invalid:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	-	-	-
Through remote e-voting	-	-	-
Total	-	-	-



Item No. 2: As an Ordinary Resolution

To appoint a Director in place of Shri Bhavin S. Parikh (Din: 00034258) who retires by rotation and being eligible, offers himself for re-appointment:

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	32	1,23,720	100
Through remote e-voting	0	0	0
Total	32	1,23,720	100

i. Voted against the resolution:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	-	-	-
Through remote e-voting	-	-	-
Total	-	-	-

ii. Votes Invalid:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	-	-	-
Through remote e-voting	-	-	-
Total	-	-	-



Item No. 3: As an Ordinary Resolution

To ratify the appointment of statutory auditors of the Company and fix their remuneration:

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	32	1,23,720	100
Through remote e-voting	0	0	0
Total	32	1,23,720	100

ii. Voted against the resolution:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	-	-	-
Through remote e-voting	-	-	-
Total	-	-	-

iii. Votes Invalid:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	-	-	-
Through remote e-voting	-	-	-
Total	-	-	-

Item No. 4: As a Special Resolution

To re-appoint Mr. Suryakant H. Parikh (Din: 00038136) as the Managing Director for the period of Three (3) year w.e.f. 24th May, 2016:

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	32	1,23,720	100
Through remote e-voting	0	0	0
Total	32	1,23,720	100

ii. Voted against the resolution:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	-	-	-
Through remote e-voting	-	-	-
Total	-	-	-

iii. Votes Invalid:

Mode of Voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes casted
Through voting by poll	-	-	-
Through remote e-voting	-	-	-
Total	-	-	-




12. Based on the above voting, all resolutions carried on with requisite majority accordingly we request the Chairman of 32nd Annual General Meeting to announce the results of the voting.
13. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
14. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes.

Thanking you,

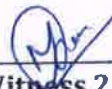
Yours faithfully,
For, Khandelwal Devesh & Associates
Company Secretaries



Devesh Khandelwal
Proprietor
COP: 4202
FCS: 6897





Witness 1:
Ms. Shivani Arora



Witness 2:
Mr. Manoj v. Ayadi

Place: Ahmedabad
Dated: 21.09.2016

COUNTERSIGNED BY:
For, Gujarat Toolroom Limited



Viral N. Shah
Chairman & Director
(DIN: 03603173)