



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/SEC/BSE/NSE/81028041

Date: 14.08.2018

Corporate Relationship Department BSE LIMITED 1st floor, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Scrip Code: 513108	The Manager Listing Department THE NATIONAL STOCK EXCHANGE OF INDIA LTD Exchange Plaza, Plot No C/1, G Block Bandra-Kurla Complex, Bandra (East) Mumbai – 400051. Company Code : GANDHITUBE
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Subject: Voting Results of 33rd Annual General Meeting held on Monday, August 13, 2018

Dear Sir/Madam,

Pursuant to the requirements of Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the scrutinizers report on voting results conducted through e-voting and poll.

Kindly take the above document on your record and acknowledge.

Also arrange to disseminate the voting results on the Exchange website.

Thanking you,

Yours Faithfully,

For **GANDHI SPECIAL TUBES LTD**


Jeegeesha Shroff
Company Secretary & Compliance Officer



Encl: a/a



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CIN.: L27104MH1985PLC036004



NAME: **GANDHI SPECIAL TUBES LIMITED**

SLNO	DESCRIPTION					
A	DATE OF AGM	13-08-2018				
B	BOOK CLOSURE DATE	04-08-2018 TO 13-08-2018 (BOTH DAYS INCLUSIVE)				
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE	7550				
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY	40				
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	14	0	14	9140341	66.14513
	PUBLIC	25	1	26	378084	2.73605
	TOTAL	39	1	40	9518425	68.88118
E	No. of shareholders attended the meeting through Video conferencing : No video conferencing facility was made available.					



Resolution No.	ORDINARY - To declare a Dividend on Equity Shares for the Financial Year ended: March 31, 2018									
Whether promoter/ promoter group are interested in the agenda/resolution?	No	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		
Category	Mode of Voting									
Promoter and Promoter Group	E-Voting	10123632	10123632	100.0000	10123632	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	10123632	0	0.0000	00	0	0.0000	0.0000		
	Total	10123632	10123632	100	10123632	0	100.0000	0.0000		
Public- Institutions	E-Voting	264154	175292	66.3598	175292	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	264154	0	0.0000	00	0	0.0000	0.0000		
	Total	264154	175292	66.3598	175292	0	100.0000	0.0000		
Public- Non Institutions	E-Voting	3430830	38592	0.0173	593	0	100.0000	0.0000		
	Poll		38592	1.1249	38592	0	100.0000	0.0000		
	Postal Ballot (if applicable)	3430830	0	0.0000	00	0	0.0000	0.0000		
	Total	3430830	39185	1.1422	39185	0	100.0000	0.0000		
	Total	13818616	10338109	74.8179	10338109	0	100.0000	0.0000		



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri Bhupatral Gandhi (DIN 00041273), who retires by rotation and being eligible, offers himself for re-appointment									
Whether promoter/promoter group are interested in the agenda/resolution?	No									
Category	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	10123632	100.0000	10123632	0	100.0000	0.0000			
	Poll	10123632	0.0000	00	0	0.0000	0.0000			
	Pestal Ballot (if applicable)		0.0000	00	0	0.0000	0.0000			
	Total	10123632	100	10123632	0	100.0000	0.0000			
Public- Institutions	E-Voting	175292	66.3598	175292	0	100.0000	0.0000			
	Poll	264154	0.0000	00	0	0.0000	0.0000			
	Pestal Ballot (if applicable)		0.0000	00	0	0.0000	0.0000			
	Total	175292	66.3598	175292	0	100.0000	0.0000			
Public- Men Institutions	E-Voting	593	0.0173	593	0	100.0000	0.0000			
	Poll	3430830	1.1249	38592	0	100.0000	0.0000			
	Pestal Ballot (if applicable)		0.0000	00	0	0.0000	0.0000			
	Total	39185	1.1422	39185	0	100.0000	0.0000			
	Total	10338109	74.8129	10338109	0	100.0000	0.0000			



Resolution No.	ORDINARY - To ratify the appointment of Shashikant J. Shah & Co. as Statutory Auditors									
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the appointment of Shashikant J. Shah & Co. as Statutory Auditors									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	10123632	100.0000	10123632	0	100.0000	0.0000			
	Poll	0	0.0000	00	00	0.0000	0.0000			
	Postal Ballot (if applicable)	10123632								
	Total	10123632	100	10123632	0	100.0000	0.0000			
Public- Institutions	E-Voting	175292	66.3598	175292	0	100.0000	0.0000			
	Poll	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	264154								
	Total	175292	66.3598	175292	0	100.0000	0.0000			
Public- Non Institutions	E-Voting	593	0.0173	593	0	100.0000	0.0000			
	Poll	38592	1.1249	38592	0	100.0000	0.0000			
	Postal Ballot (if applicable)	3430830								
	Total	39185	1.1422	39185	0	100.0000	0.0000			
	Total	10338109	74.8129	10338109	0	100.0000	0.0000			



Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Shri Dhirajal Shah as an Independent Director and in this regard, pass the following resolution as a Special Resolution									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	10123632	100.0000	10123632	0	100.0000	0.0000			
	Poll	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	10123632	0	0.0000	00	0	0.0000			
	Total	10123632	100	10123632	0	100.0000	0.0000			
Public- Institutions	E-Voting	175292	66.3598	175292	0	100.0000	0.0000			
	Poll	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
	Total	175292	66.3598	175292	0	100.0000	0.0000			
Public- Non Institutions	E-Voting	593	0.0173	593	0	100.0000	0.0000			
	Poll	38592	1.1249	38592	0	100.0000	0.0000			
	Postal Ballot (if applicable)	3430830	0	0.0000	00	0	0.0000			
	Total	39185	1.1422	39185	0	100.0000	0.0000			
	Total	13818616	74.8129	10338109	0	100.0000	0.0000			



Resolution No.	6											
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Shri Kavas Warden as an Independent Director and in this regard, pass the following resolution as a Special Resolution											
Whether promoter/ promoter group are interested in the agenda/resolution?	No											
Category	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	10123632	100.0000	10123632	0	100.0000	0.0000					0.0000
	Poll	0	0.0000	00	0	0.0000	0.0000					0.0000
	Postal Ballot (if applicable)	10123632	0	0.0000	00	0	0.0000					0.0000
	Total	10123632	100	10123632	0	100.0000	0.0000					0.0000
Public- Institutions	E-Voting	175292	66.3598	175292	0	100.0000	0.0000					0.0000
	Poll	0	0.0000	00	0	0.0000	0.0000					0.0000
	Postal Ballot (if applicable)	264154	0	0.0000	00	0	0.0000					0.0000
	Total	175292	66.3598	175292	0	100.0000	0.0000					0.0000
Public- Non Institutions	E-Voting	593	0.0173	593	0	100.0000	0.0000					0.0000
	Poll	38592	1.1249	38592	0	100.0000	0.0000					0.0000
	Postal Ballot (if applicable)	3430830	0	0.0000	00	0	0.0000					0.0000
	Total	39185	1.1422	39185	0	100.0000	0.0000					0.0000
	Total	10338109	74.8179	10338109	0	100.0000	0.0000					0.0000



Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Shri Dharmen Shah as an Independent Director and in this regard, pass the following resolution as a Special Resolution									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	Mode of Voting	10123632	100.0000	10123632	0	100.0000	0.0000			
	E-Voting	0	0.0000	00	0	0.0000	0.0000			
	Poll	10123632	0	0	0	0.0000	0.0000			
Public- Institutions	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
	Total	10123632	100	10123632	0	100.0000	0.0000			
	E-Voting	175292	66.3598	175292	0	100.0000	0.0000			
Public- Non Institutions	Poll	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
	Total	175292	66.3598	175292	0	100.0000	0.0000			
Public- Non Institutions	E-Voting	593	0.0173	593	0	100.0000	0.0000			
	Poll	38592	1.1249	38592	0	100.0000	0.0000			
	Postal Ballot (if applicable)	3430830	0	00	0	0.0000	0.0000			
Total	39185	1.1422	39185	0	0	0.0000	0.0000			
Total	13818616	10138109	74.8129	10388109	0	100.0000	0.0000			



Resolution No.	8									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration payable to Shri Dakshesh Zaveri, Cost Accountant, appointed as Cost Auditors of the Company for FY 2018-19									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	Mode of Voting	10123632	100.0000	10123632	0	100.0000	0.0000			
	E-Voting	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	10123632	0	0.0000	00	0	0.0000			
Public- Institutions	Total	10123632	100	10123632	0	100.0000	0.0000			
	E-Voting	175292	66.3598	175292	0	100.0000	0.0000			
	Postal Ballot (if applicable)	264154	0	0.0000	00	0	0.0000			
Public- Non Institutions	Total	175292	66.3598	175292	0	100.0000	0.0000			
	E-Voting	593	0.0173	593	0	100.0000	0.0000			
	Postal Ballot (if applicable)	3430830	1.1249	38592	0	100.0000	0.0000			
Total	13818616	39185	1.422	39185	0	100.0000	0.0000			
Total	10338109	74.8129	10338109	0	100.0000	0.0000				



Combined Report of Scrutinizer for Remote e-Voting and Poll

To,

Mr. Manhar G. Gandhi

The Chairman of 33rd Annual General Meeting of Gandhi Special Tubes Limited

Held on Monday, 13th August, 2018 at 11.00 a.m. at Kanji Khetsey Sabhagriha, Bharatiya Vidya Bhavan, K. M. Munshi Marg, Mumbai - 400 007.

Dear Sir,

I, **CS Nrupang B. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Gandhi Special Tubes Limited ("the Company")** pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-Voting) and the Poll Process for the resolutions contained in the Notice of 33rd Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 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 cast in favour or against for respective Resolution.
2. After the time fixed for the poll by the Chairman, 1 (One) empty ballot box kept for polling was locked in my presence and members who were present.
3. The locked ballot box was subsequently opened in my presence and in the presence of Mr. Sameer Shaikh and Mr. Mayuresh Adhikari who are not in the employment of the Company. **(Declaration attached)** The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and Karvy Computershare Private Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately. One poll paper was blank and therefore could not trace the identity of the member.
5. The Remote e-Voting commenced on 9th August, 2018 (9:00 am) and was closed on 12th August, 2018 (5.00 pm).

6. The Remote e-Voting Result was unblocked at Mumbai from the website of Karvy Computershare Private Limited i.e. www.evoting.karvy.com after votes cast by Poll at the Meeting was counted by me and the Excel File containing the Result was opened in the presence of Mr. Sameer Shaikh and Mr. Mayuresh Adhikari who are not in the employment of the Company. **(Declaration attached)**
7. The Votes cast by Corporate/Institutional Members(Corporate/FIs/FILs/Trust/Mutual Funds/Banks, etc.) who have emailed the scanned certified true copy of the Board Resolution/Authority Letter, etc. at email ID: gstlevoting2018@dholakia-associates.com or have uploaded on the website of Karvy Computershare Private Limited i.e. www.evoting.karvy.com have been considered valid.
8. **The Combined Result (Remote e-Voting + Poll) is as under :**

- (a) **Item No 1: To receive, consider and adopt the Audited Financial Statements and the Reports of the Board of Directors and Auditors thereon for the Financial Year ended 31st March, 2018.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	30	1,02,99,517
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	30	1,02,99,517
B. Poll		
Total Votes received by Poll	4	38,592
Less: Total Number of Invalid Votes (Point 4 above)	1	NIL
Total Number of Valid Votes	3	38,592
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	34	1,03,38,109
Less: Total Number of Invalid Votes	1	NIL
Total Number of Valid Votes	33	1,03,38,109



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	1,02,99,517	100
B. Poll		
3	38,592	100
C. Combined (A+B)		
33	1,03,38,109	100

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



(b) Item No 2: To declare a Dividend on Equity Shares for the Financial Year ended March 31, 2018.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	30	1,02,99,517
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	30	1,02,99,517
B. Poll		
Total Votes received by Poll	4	38,592
Less: Total Number of Invalid Votes (Point 4 above)	1	NIL
Total Number of Valid Votes	3	38,592
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	34	1,03,38,109
Less: Total Number of Invalid Votes	1	NIL
Total Number of Valid Votes	33	1,03,38,109



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

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	1,02,99,517	100
B. Poll		
3	38,592	100
C. Combined (A+B)		
33	1,03,38,109	100

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

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



- (c) Item No 3: To appoint a Director in place of Shri Bhupatrai Gandhi (DIN: 00041273), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	30	1,02,99,517
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	30	1,02,99,517
B. Poll		
Total Votes received by Poll	4	38,592
<u>Less:</u> Total Number of Invalid Votes (Point 4 above)	1	NIL
Total Number of Valid Votes	3	38,592
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	34	1,03,38,109
<u>Less:</u> Total Number of Invalid Votes	1	NIL
Total Number of Valid Votes	33	1,03,38,109



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

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	1,02,99,517	100
B. Poll		
3	38,592	100
C. Combined (A+B)		
33	1,03,38,109	100

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

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



(d) Item No 4: To ratify the appointment of Shashikant J. Shah & Co. as Statutory Auditors.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	30	1,02,99,517
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	30	1,02,99,517
B. Poll		
Total Votes received by Poll	4	38,592
Less: Total Number of Invalid Votes (Point 4 above)	1	NIL
Total Number of Valid Votes	3	38,592
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	34	1,03,38,109
Less: Total Number of Invalid Votes	1	NIL
Total Number of Valid Votes	33	1,03,38,109



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	1,02,99,517	100
B. Poll		
3	38,592	100
C. Combined (A+B)		
33	1,03,38,109	100

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



(e) Item No 5: To re-appoint Shri Dhirajlal Shah (DIN: 00044163) as an Independent Director.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	30	1,02,99,517
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	30	1,02,99,517
B. Poll		
Total Votes received by Poll	4	38,592
Less: Total Number of Invalid Votes (Point 4 above)	1	NIL
Total Number of Valid Votes	3	38,592
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	34	1,03,38,109
Less: Total Number of Invalid Votes	1	NIL
Total Number of Valid Votes	33	1,03,38,109



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	1,02,99,517	100
B. Poll		
3	38,592	100
C. Combined (A+B)		
33	1,03,38,109	100

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



(f) Item No 6: To re-appoint Shri Kavas Warden (DIN: 00045840) as an Independent Director.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	30	1,02,99,517
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	30	1,02,99,517
B. Poll		
Total Votes received by Poll	4	38,592
Less: Total Number of Invalid Votes (Point 4 above)	1	NIL
Total Number of Valid Votes	3	38,592
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	34	1,03,38,109
Less: Total Number of Invalid Votes	1	NIL
Total Number of Valid Votes	33	1,03,38,109



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	1,02,99,517	100
B. Poll		
3	38,592	100
C. Combined (A+B)		
33	1,03,38,109	100

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



(g) Item No 7: To re-appoint Shri Dharmen Shah (DIN: 01834884) as an Independent Director.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	30	1,02,99,517
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	30	1,02,99,517
B. Poll		
Total Votes received by Poll	4	38,592
Less: Total Number of Invalid Votes (Point 4 above)	1	NIL
Total Number of Valid Votes	3	38,592
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	34	1,03,38,109
Less: Total Number of Invalid Votes	1	NIL
Total Number of Valid Votes	33	1,03,38,109



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	1,02,99,517	100
B. Poll		
3	38,592	100
C. Combined (A+B)		
33	1,03,38,109	100

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



(h) Item No 8: Ratification of remuneration payable to Shri Dakshesh Zaveri, Cost Accountant, appointed as Cost Auditors of the Company for FY 2018-19.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	30	1,02,99,517
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	30	1,02,99,517
B. Poll		
Total Votes received by Poll	4	38,592
Less: Total Number of Invalid Votes (Point 4 above)	1	NIL
Total Number of Valid Votes	3	38,592
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	34	1,03,38,109
Less: Total Number of Invalid Votes	1	NIL
Total Number of Valid Votes	33	1,03,38,109



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
30	1,02,99,517	100
B. Poll		
3	38,592	100
C. Combined (A+B)		
33	1,03,38,109	100

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



9. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
10. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection criteria as provided in the Annexure attached herewith which forms an integral part of this Report.
11. The poll papers and all other relevant records were sealed and handed over to Mr. Manhar G. Gandhi, Chairman and Managing Director of the Company authorized by the Board for safe keeping.
12. You may accordingly declare the result of the Remote e-Voting and Poll.
13. The Register of Remote e-Voting will be e-mailed to the Chairman and the Company Secretary of the Company after the Chairman considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,



CS Nrupang B. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
ACS: 34722 CP No: 12884

Place: Mumbai
Date: 14th August, 2018



ANNEXURE

A. BASIS OF ACCEPTANCE

I. PHYSICAL POLL FORM:

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. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and Voting done through Poll has been treated as Invalid.

II. VOTING THROUGH ELECTRONIC MODE:

7. Member has voted only through Remote e-Voting i.e. electronic mode.

B. BASIS OF REJECTION

I. PHYSICAL POLL FORM:

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 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 Scrutinizer to identify either the Member or the number of votes.
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 an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
10. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
11. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and voting done through Poll has been treated as Invalid.
12. If the shareholder has deposited duplicate poll paper, then one Poll paper has been considered and other has been treated as invalid.



II. VOTING THROUGH ELECTRONIC MODE:

13. Institutional Member (other than Individuals, HUF, NRI etc.) has not sent scanned copy of the relevant Board Resolution / Authority Letter / Power of Attorney, etc. at gstlevoting2018@dholakia-associates.com or have uploaded on the website of Karvy Computershare Private Limited i.e. www.evoting.karvy.com have been considered invalid.
14. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.



**CS Nrupang B. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
ACS: 34722 CP No: 12884**

**Place: Mumbai
Date: 14th August, 2018**



TO WHOMSOEVER IT MAY CONCERN

We, Sameer Shaikh and Mayuresh Adhikari hereby state that the Polling Box, in which Equity Shareholders of **Gandhi Special Tubes Limited** ("the Company") cast their vote by way of Poll at the 33rd Annual General Meeting of the Company held on Monday, the 13th August, 2018 at 11.00 a.m. at Kanji Khetsey Sabhagriha, Bharatiya Vidya Bhavan, K. M. Munshi Marg, Mumbai - 400 007, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same was in sealed condition and without any tampering.

Witness 1

Name:

SAMEER SHAIKH

Address:

Karvy ComputerShare, 24 B Raja Bahadur Mansion,
B/H BSE, Fort, Mumbai - 400001.

Signature:

[Signature]

Witness 2

Name:

Mayuresh Adhikari

Address:

Karvy ComputerShare, 24 B Raja Bahadur, Mansion,
B/H BSE, Fort, Mumbai - 400001

Signature:

[Signature]