

**Date: July 12th, 2025**

To,  
Department of Corporate Services,  
The Bombay Stock Exchange Ltd,  
P.J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**Reference : ISIN - INE145J01032; Scrip Code-513337; Symbol-GUJTLM**

**Subject : Voting Results and Scrutinizer's Report of the Postal Ballot**

**Dear Sir/Madam,**

With reference to the captioned subject, we hereby inform you that the approval of the Members of the Company by way of Ordinary/Special resolution was sought by Postal Ballot Process through remote e-voting mode vide notice dated June 7th, 2025. In this regard, please find enclosed the Voting Results and Scrutinizer's Report.

We hereby inform, that the following resolutions have been passed by the Shareholders with requisite majority as mandated under the Companies Act, 2013 and other applicable laws:

<b>1</b>	<b>Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association</b>	<b>Ordinary Resolution</b>
<b>2</b>	<b>To Approve Alteration in Main Objects Clause of Memorandum of Association of the Company by addition of New Objects</b>	<b>Special Resolution</b>

**Thanking you**

**FOR GUJARAT TOOLROOM LIMITED**

Dave  
Arunkumar  
Udaybhai

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Arunkumar Udaybhai  
Date: 2025.07.12  
11:55:12 +05'30'

**ARUNKUMAR UDAYBHAI DAVE  
MANAGING DIRECTOR  
DIN: 11169192 DIN:10703752**



# H TOGADIYA & ASSOCIATES

PRACTICING COMPANY SECRETARY

## SCRUTINIZER'S REPORT

[Remote e - Voting]

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015)

To,

**The Chairman of Extra Ordinary General Meeting,**

**GUJARAT TOOLROOM LIMITED**

404 - 4th floor, Samarth Co. Op. H.Soc, Nr. Silicon Tower,  
Nr. Law Garden, Ellish bridge, Ellis bridge,  
Ahmedabad, Ahmadabad City, Gujarat, India, 380006

**Sub: Scrutinizer Report on postal ballot through Electronic Voting process in respect of passing of the resolution set-out in the postal ballot notice dated 7<sup>th</sup> June, 2025**

Dear Sir,

I, **CS Himanshu K. Togadiya**, Proprietor, H Togadiya & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Gujarat Toolroom Limited (the Company) having its registered office at 404 - 4th floor, Samarth Co. Op. H.Soc, Nr. Silicon Tower, Nr. Law Garden, Ellis bridge, Ahmedabad, Ellis bridge, Ahmedabad, Ahmadabad City, Gujarat, India, 380006 in its meeting held on **7<sup>th</sup> June, 2025**, pursuant to the provisions of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the postal ballot voting conducted by way of remote e-voting process in a fair and transparent manner on the resolution contained in the postal ballot notice dated **7<sup>th</sup> June, 2025** issued in accordance with the MCA Circulars, applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2), issued by the Institute of Company Secretaries of India(ICSI).

The management of the Company is responsible to ensure compliance with the requirements of:

1. The Act and Rules made thereunder;
2. The MCA Circulars; and
3. The Listing Regulations.



## H TOGADIYA & ASSOCIATES

PRACTICING COMPANY SECRETARY

The management of the company is responsible for ensuring a secured framework and robustness of the electronic voting system.

My responsibility as scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a scrutinizer report of the votes cast in favour and against the resolution stated in notice. My report is based on verification of data and report generated from Bigshare Services Pvt. Ltd., engaged by the Company to provide e-voting facility to its members.

The shareholders of the Company holding shares as on the "Cut -Off" date i.e. **06/06/2025** were entitled to vote on the proposed resolutions as set out at Item No. 1 in the notice of Extra-Ordinary General Meeting of the Company.

The voting period for remote e-Voting commenced on **Tuesday, 10<sup>th</sup> June, 2025 at 09.00 A. M (IST)** and the remote e-Voting platform was blocked thereafter on **Wednesday, 9<sup>th</sup> July, 2025 at 5.00 P.M.**

The votes cast during the e-voting were unblocked on **Friday, 11<sup>th</sup> July, 2025** around 5.00 PM (*Voting is finalized late due to log in of Scrutinizers have some technical issue and we are not able to login the same for finalization of voting results*) after the conclusion of e-voting period for postal ballot in the presence of two witness who are not in the employment of the company. They have signed below in confirmation of the same.

*njsharma*

Mr. Narendra Sharma

*Nagariya Shabbir*

Mr. Shabbir Nagariya

Votes casted by the members through e-voting were reconciled with the record maintained by the Registrar and share transfer agent of the Company.

All relevant records shall be handed over to the Chairman for safe keeping.

I now submit herewith the scrutinizer's Report on the result of the e-voting for postal ballot, based on the report generated by Bigshare Services Pvt. Ltd. in respect of the following resolution as under.



**H TOGADIYA & ASSOCIATES**  
PRACTICING COMPANY SECRETARY

**SPECIAL BUSINESS:**

**ITEM NO. 1: Ordinary Resolution**

- 1. Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association.**

Sr. No.	Number of members voted	Number of Shares for which votes cast	Number of votes cast by them in Favour	Number of votes cast by them in Against	% of votes in Favour	% of votes in Against
Remote E - Voting	666	10576313	10069369	506944	95.20%	4.80%
<b>Total:</b>	<b>666</b>	<b>10576313</b>	<b>10069369</b>	<b>506944</b>	<b>95.20%</b>	<b>4.80%</b>

The Resolutions mentioned in the postal ballot notice has been passed with requisite majority by the shareholders who voted through remote e-voting.

**ITEM NO. 2: Special Resolution**

- Item No.2 To Consider and Approve the Alteration in Main Objects Clause of Memorandum of Association of the Company by Addition of New Objects.**

Sr. No.	Number of members voted	Number of Shares for which votes cast	Number of votes cast by them in Favour	Number of votes cast by them in Against	% of votes in Favour	% of votes in Against
Remote E - Voting	662	10411056	10132817	278239	97.33%	2.67%
<b>Total:</b>	<b>662</b>	<b>10411056</b>	<b>10132817</b>	<b>278239</b>	<b>97.33%</b>	<b>2.67%</b>

The Resolutions mentioned in the postal ballot notice has been passed with requisite majority by the shareholders who voted through remote e-voting.



**H TOGADIYA & ASSOCIATES**  
PRACTICING COMPANY SECRETARY

I hereby thank the Company for providing me an opportunity to act as the Scrutinizer for the above Electronic Voting System.

Yours faithfully,  
For H Togadiya & Associates,  
Company Secretaries



**CS Himanshu Togadiya**  
Proprietor

FCS: 11822 COP: 18233

Peer Review Certificate No. 2005/2022

UDIN: F011822G000762198

Date: 11.07.2025

Place: Rajkot

Counter signed by

Digitally signed by Dave  
Arunkumar Udaybhai  
Date: 2025.07.12 11:55:52 +05'30'

**Arunkumar Udaybhai Dave**  
Managing Director  
Gujarat Toolroom Limited