



April 05, 2024

General Manager,  
Department of Corporate Services,  
BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001

Security Code: 532957  
Security ID : GOKAKTEX

**Subject - Voting Results of the Postal Ballot**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we enclose herewith voting results on the special business transacted through Postal Ballot Notice dated March 01, 2024 alongwith the Scrutinizer's Report dated April 05, 2024 for your information.

We would like to inform you that the special business set forth in the Postal Ballot Notice dated March 01, 2024 were approved by the Members with the requisite majority.

For Gokak Textiles Limited

Rakesh M. Nanwani  
Company Secretary & Compliance Officer

Encl: As above

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## GOKAK TEXTILES LIMITED

Registered Office: #1, 2<sup>nd</sup> Floor, 12<sup>th</sup> Cross, Ideal Homes, Near Jayanna Circle,  
Rajarajeshwari Nagar, Bengaluru - 560 098  
Telephone No.: +91 80 29744077 / 29744078 Website: [www.gokaktextiles.com](http://www.gokaktextiles.com)  
GSTIN: 29AACCG8244P1ZX CIN: L17116KA2006PLC038839

**Report of Scrutinizer for Voting through E-voting on Postal Ballot**  
**[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of**  
**the Companies (Management and Administration) Rules 2014]**

To,  
The Chairman,  
GOKAK TEXTILES LIMITED  
#1, 2nd Floor, 12th Cross, Ideal Homes,  
Near Jayanna Circle, Rajarajeshwari Nagar,  
Bengaluru - 560 098

Dear Sir,

**Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of**  
**Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the**  
**Companies (Management and Administration) Rules, 2014.**

- A. In accordance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, I, Kiran Desai (Certificate of Practice No.12924), Designated Partner of M/s. KDSH & Associates LLP, Practicing Company Secretaries have been appointed as Scrutinizer by the Board of Directors of the Company on Friday, March 01, 2024, for votes cast through electronic means for the postal ballot process in respect of the resolution as set out in the Postal Ballot Notice dated March 01, 2024 ("Notice").
- B. Member's approvals were sought for approving the following Special Businesses i.e.,
- i. Re-appointment of Mr. Nikhil J. Bhatia (DIN:00414281) as an Independent Director (Special Resolution)

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- ii. Appointment of Mr. Gautam V. Kumtakar (DIN:09791999) as Director of the Company (Ordinary Resolution)
  - iii. Appointment & Remuneration of Mr. Gautam V. Kumtakar (DIN: 09791999) as Managing Director & Chief Executive Officer (Special Resolution)
  - iv. Authority to the Board of Directors to provide security to Suryoday One Energy Private Limited under section 186 of the Companies Act, 2013 (Special Resolution)
  - v. Approval of Material Related Party Transactions with Suryoday One Energy Private Limited (Ordinary Resolution)
- C. Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Circulars issued by the Ministry of Corporate Affairs dated 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020 and General Circular No. 09/2023 dated 25<sup>th</sup> September 2023 and other relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the item of special business as set out in the Notice was placed for approval of the members of the Company through remote e-voting only. The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA Circulars were sent to those members on Tuesday, March 05, 2024, whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, March 01, 2024 ("cut-off date").
- D. The Company had appointed National Securities Depository Limited ("NSDL") for providing remote e-voting facility to the members of the Company.

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- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the said MCA Circulars.
- F. The remote e-voting period commenced on Wednesday, March 06, 2024 at 9.00 A.M. (IST) and ended on Thursday, April 04, 2024 at 5.00 P.M. (IST) for voting through e-voting.
- G. Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period, on Thursday, April 04, 2024 at 5.00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by NSDL. The remote e-voting summary statement was thereafter downloaded from e-voting website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- H. The register, in accordance with Rule 20 (4)(xiv) and Rule 22 (10) of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. 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.

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**Resolution Item No. 1: Special Resolution**

Re-appointment of Mr. Nikhil J. Bhatia (DIN: 00414281) as an Independent Director.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E - Voting through Postal Ballot	4780845	4780845	100	4780845	-	100	-
Public Institutions		560843	200610	35.7694	200610	-	100	-
Public Non-Institutions		1157620	86876	7.5047	77187	9689	88.8473	11.1527
<b>Total</b>		<b>6499308</b>	<b>5068331</b>	<b>77.9826</b>	<b>5058642</b>	<b>9689</b>	<b>99.8088</b>	<b>0.1912</b>

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**Resolution Item No. 2: Ordinary Resolution**

**Appointment of Mr. Gautam V. Kumtakar (DIN: 09791999) as Director of the Company**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E - Voting through Postal Ballot	4780845	4780845	100	4780845	-	100	-
Public Institutions		560843	200610	35.7694	200610	-	100	-
Public Non-Institutions		1157620	78776	6.805	69087	9689	87.7006	12.2994
<b>Total</b>		<b>6499308</b>	<b>5060231</b>	<b>77.858</b>	<b>5050542</b>	<b>9689</b>	<b>99.8085</b>	<b>0.1915</b>

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**Resolution Item No. 3: Special Resolution**

**Appointment & Remuneration of Mr. Gautam V. Kumtakar (DIN: 09791999) as Managing Director & Chief Executive Officer (Special Resolution)**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E - Voting through Postal Ballot	4780845	4780845	100	4780845	-	100	-
Public Institutions		560843	200610	35.7694	200610	-	100	-
Public Non-Institutions		1157620	78776	6.8050	69087	9689	87.7006	12.2994
<b>Total</b>		<b>6499308</b>	<b>5060231</b>	<b>77.8580</b>	<b>5050542</b>	<b>9689</b>	<b>99.8085</b>	<b>0.1915</b>

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**Resolution Item No. 4: Special Resolution**

**Authority to the Board of Directors to provide security to Suryoday One Energy Private Limited under section 186 of the Companies Act, 2013**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E - Voting through Postal Ballot	4780845	4780845	100	-	-	-	-
Public Institutions		560843	200610	35.7694	200610	-	100	-
Public Non-Institutions		1157620	78776	6.805	68963	9813	87.5432	12.4568
<b>Total</b>		<b>6499308</b>	<b>5060231</b>	<b>77.858</b>	<b>269573</b>	<b>9813</b>	<b>96.54385</b>	<b>3.45615</b>

**\*promoter/promoter group being interested, 4780845 Votes cast by them are not considered w.r.t this resolution**

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**Resolution Item No. 5: Ordinary Resolution**

**Approval of Material Related Party Transactions with Suryoday One Energy Private Limited**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E - Voting through Postal Ballot	4780845	4780845	100	-	-	-	-
Public Institutions		560843	200610	35.7694	200610	-	100	-
Public Non-Institutions		1157620	78776	6.8050	69120	9656	87.7425	12.2575
<b>Total</b>		<b>6499308</b>	<b>5060231</b>	<b>77.858</b>	<b>269730</b>	<b>9656</b>	<b>96.5439</b>	<b>3.4561</b>

**\*promoter/promoter group being interested, 4780845 Votes cast by them are not considered w.r.t this resolution**

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It is to be noted that:

1. Voting rights on the shares transferred to Unclaimed Suspense Account and Investor Education and Protection Fund are frozen.
2. **4780845** votes casted by the promoters/promoters group are not considered for the resolution no. 4 and 5.
3. The aforesaid resolutions were passed by the members of the Company with requisite majority.

**For KDSH & Associates LLP  
Company Secretaries**

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**Kiran Desai**  
**Designated Partner**  
**FCS:10056**  
**CP:12924**  
**PR: 2406/2022**  
**UDIN: F010056F000036038**  
**Date: 05.04.2024**  
**Place: Bengaluru**

**For Gokak Textiles Limited**

**RAKESH  
MAHESHKUMAR  
AR NANWANI** Digitally signed by  
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**Rakesh M. Nanwani**  
**Company Secretary & Compliance Officer**  
**Membership No: A45718**  
**Date:05.04.2024**  
**Place: Bengaluru**