



September 30, 2022

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

Dear Sir,

### **Outcome of AGM - Voting Results**

In compliance with the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we enclose herewith voting results in respect of the business conducted at the 16<sup>th</sup> Annual General Meeting (AGM) held on September 29, 2022 alongwith the Scrutinizer's Report.

For Gokak Textiles Limited

Rakesh M. Nanwani  
Company Secretary & Compliance Officer

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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 / 29744066, [www.gokakmills.com](http://www.gokakmills.com)  
GSTIN: 29AACCG8244P1ZX      CIN: L17116KA2006PLC038839

## Gokak Textiles Limited

<b>Date of the AGM / EGM</b>	29/09/2022
<b>Total number of shareholders on record date</b>	8542
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	Not Applicable Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	1 43

**Agenda- wise disclosure (to be disclosed separately for each agenda item)**

<b>Resolution required: (Ordinary/ Special)</b>			<b>RESOLUTION No.1 (Ordinary) – Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon</b>  To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Report of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Report of the Auditors thereon						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>NO</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled #</b>	<b>% of Polled Votes on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>	
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]* 100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>	
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	4780845	4780845	100.0000	4780845	0	100.0000	0.0000	
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>4780845</b>	<b>100.0000</b>	<b>4780845</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
<b>Public-Institutions</b>	<b>E-Voting</b>	561267	200610	35.7423	200610	0	100.0000	0.0000	
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>200610</b>	<b>35.7423</b>	<b>200610</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
<b>Public-Non Institutions</b>	<b>E-Voting</b>	1157196	40080	3.4635	35069	5011	87.4975	12.5025	
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>40080</b>	<b>3.4635</b>	<b>35069</b>	<b>5011</b>	<b>87.4975</b>	<b>12.5025</b>	
<b>Total</b>		<b>6499308</b>	<b>5021535</b>	<b>77.2626</b>	<b>5016524</b>	<b>5011</b>	<b>99.9002</b>	<b>0.0998</b>	

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)			RESOLUTION No. 2 (Ordinary) – Appointment of Director					
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	4780845	4780845	100.0000	4780845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4780845</b>	<b>100.0000</b>	<b>4780845</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	561267	200610	35.7423	200610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>200610</b>	<b>35.7423</b>	<b>200610</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	1157196	40080	3.4635	34869	5211	86.9985	13.0015
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>40080</b>	<b>3.4635</b>	<b>34869</b>	<b>5211</b>	<b>86.9985</b>	<b>13.0015</b>
<b>Total</b>		<b>6499308</b>	<b>5021535</b>	<b>77.2626</b>	<b>5016324</b>	<b>5211</b>	<b>99.8962</b>	<b>0.1038</b>

**Agenda- wise disclosure (to be disclosed separately for each agenda item)**

Resolution required: (Ordinary/ <del>Special</del> )			RESOLUTION No.3 (Ordinary) - Re-appointment of M/s Batliboi & Purohit, Chartered Accountants as Statutory Auditors of the Company and to authorize the Board to determine their remuneration						
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	
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	4780845	4780845	100.0000	4780845	0	100.0000	0.0000	
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>4780845</b>	<b>100.0000</b>	<b>4780845</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
<b>Public-Institutions</b>	<b>E-Voting</b>	561267	200610	35.7423	200610	0	100.0000	0.0000	
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>200610</b>	<b>35.7423</b>	<b>200610</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
<b>Public-Non Institutions</b>	<b>E-Voting</b>	1157196	40080	3.4635	34869	5211	86.9985	13.0015	
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>40080</b>	<b>3.4635</b>	<b>34869</b>	<b>5211</b>	<b>86.9985</b>	<b>13.0015</b>	
<b>Total</b>		<b>6499308</b>	<b>5021535</b>	<b>77.2626</b>	<b>5016324</b>	<b>5211</b>	<b>99.8962</b>	<b>0.1038</b>	

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)			RESOLUTION No.4 (Ordinary) - Ratification of remuneration to Cost Auditor of the Company for the Financial Year 2022-23.					
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	4780845	4780845	100.0000	4780845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4780845</b>	<b>100.0000</b>	<b>4780845</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	561267	200610	35.7423	200610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>200610</b>	<b>35.7423</b>	<b>200610</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	1157196	40080	3.4635	35002	5078	87.3303	12.6697
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>40080</b>	<b>3.4635</b>	<b>35002</b>	<b>5078</b>	<b>87.3303</b>	<b>12.6697</b>
<b>Total</b>		<b>6499308</b>	<b>5021535</b>	<b>77.2626</b>	<b>5016457</b>	<b>5078</b>	<b>99.8989</b>	<b>0.1011</b>

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)			RESOLUTION No. 5 (Special) – Re-appointment of Mr. Ramesh R. Patil (DIN: 07568951) as Chief Executive Officer & Managing Director of the Company					
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	4780845	4780845	100.0000	4780845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4780845</b>	<b>100.0000</b>	<b>4780845</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	561267	200610	35.7423	200610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>200610</b>	<b>35.7423</b>	<b>200610</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	1157196	40080	3.4635	34869	5211	86.9985	13.0015
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>40080</b>	<b>3.4635</b>	<b>34869</b>	<b>5211</b>	<b>86.9985</b>	<b>13.0015</b>
<b>Total</b>		<b>6499308</b>	<b>5021535</b>	<b>77.2626</b>	<b>5016324</b>	<b>5211</b>	<b>99.8962</b>	<b>0.1038</b>

Notes: 1. The votes cast does not include invalid votes.  
2. All the aforesaid resolutions were passed with requisite majority.

For Gokak Textiles Limited

Date: September 30, 2022  
Place: Nagpur

Rakesh M. Nanwani  
Company Secretary & Compliance Officer

**REPORT OF SCRUTINIZER**  
[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies  
(Management and Administration) Rules, 2014]

To,

The Chairman  
16<sup>th</sup> Annual General Meeting  
Gokak Textiles Limited  
#1, 2<sup>nd</sup> Floor, 12<sup>th</sup> Cross, Ideal Homes,  
Near Jayanna Circle, Rajarajeshwari Nagar, Bengaluru - 560 098

Dear Sir,

Sub: Consolidated Report of Scrutinizer on remote E-voting and electronic voting during the Annual General Meeting (AGM) pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014, for the 16<sup>th</sup> Annual General Meeting of Gokak Textiles Limited held on Thursday, 29<sup>th</sup> September, 2022 at 01.00 PM however due to some technical glitch it commenced at 1.13 PM.

I, Kiran Desai, Designated Partner of KDSH & Associates LLP had been appointed as the Scrutinizer by the Board of Directors of the Gokak Textiles Limited pursuant to Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e voting and e-voting process in respect of the below mentioned resolution proposed at the 16<sup>th</sup> Annual General Meeting of the Gokak Textiles Limited held on Thursday, 29<sup>th</sup> September, 2022 at 01.00 PM through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e voting prior to the AGM and voting at the AGM by electronic means.

The Votes were unblocked on 29<sup>th</sup> September, 2022 at 2:12 P.M. in the presence of two witnesses viz., Ms. Sheetal.S currently residing at No.28/2, RTO Main Road, Upkar Layout, Ullal Bangalore-560091 and Ms. Sai Priya currently residing at # 8, 1<sup>st</sup> A Main, Sanjeevini Nagar, Moodalpalya, Bangalore-560072.

The Notice dated 10<sup>th</sup> August, 2022 along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions proposed at the 16<sup>th</sup> Annual General Meeting of the members of the Company.

The shareholders of the Company holding shares as on the cut-off date of 22<sup>nd</sup> September, 2022 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Monday, 26<sup>th</sup> September, 2022(9:00 am) (IST) and concluded on Wednesday, 28<sup>th</sup> September, 2022 (5:00 pm) (IST) and the e-voting module was blocked by NSDL thereafter.



The Company had also provided remote e-voting facility of NSDL to the Shareholders present at the AGM through VC, who had not cast their votes earlier.

After the closure of the e-voting at the Annual General Meeting, the votes cast under remote e-voting facility and vote casted through e-voting during the AGM were unblocked in the presence of two witnesses who are not in the employment of the Company and then votes cast thereunder were counted.

I have scrutinized and reviewed the remote e-voting and vote casted through e-voting during the AGM, based on the download from the NSDL e-voting system.

44 (Forty-Four) shareholders participated through VC/OAVM.

I now submit my consolidated report as under on the result of the remote e-voting and vote casted through e-voting during the AGM in respect of the said resolutions.

**Ordinary Business:**

**Resolution No.1 - As an Ordinary Resolution- Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon for the Financial Year 2021-2022 (Standalone and Consolidated)**

**(i) Voting "in favour" of resolution**

Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
61	5016524	99.9002

**(ii) Voting "against" the resolution**

Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
1	5011	0.0998

**(iii) Invalid Votes: NIL**





**Resolution No. 2 - As an Ordinary Resolution- Re-appointment of Director retiring by Rotation, Mr. Vinod Bhandawat (DIN:02873571).**

(i) Voting "in favour" of resolution

Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
60	5016324	99.8962

(ii) Voting "against" the resolution

Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
2	5211	0.1038

(ii) Invalid Votes: NIL

**Resolution No.3 - As an Ordinary Resolution- To re-appoint M/s Batliboi & Purohit, Chartered Accountants (ICAI Firm Registration No.101048W) as Statutory Auditors of the Company**

(i) Voting "in favour" of resolution

Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
60	5016324	99.8962

(ii) Voting "against" the resolution

Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
2	5211	0.1038



(iii) Invalid Votes: NIL

**Special Business:**

**Resolution No. 4- As an Ordinary Resolution- Ratification of remuneration to Cost Auditor of the Company for the Financial Year 2022-2023.**

(i) Voting "in favour" of resolution

Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
60	5016457	99.8989

(ii) Voting "against" the resolution

Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
2	5078	0.1011

(iii) Invalid Votes: NIL



Resolution No. 5: As a Special Resolution- Re-appointment of Mr. Ramesh R. Patil (DIN: 07568951) as Chief Executive Officer & Managing Director of the company.

(i) Voting "in favour" of resolution

Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
60	5016324	99.8962

(ii) Voting "against" the resolution

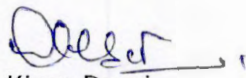
Number of Members	Number of votes cast by them(shares)	% Of total number of valid votes cast
2	5211	0.1038

(iii) Invalid Votes: NIL

Based on the above information, you may kindly announce the results.

Thanking You  
Yours faithfully,

For KDSH & Associates LLP

  
Kiran Desai

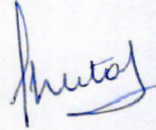


Designated Partner  
FCS: 10056 | CP No: 12924  
UDIN: F010056D001080796  
Peer Review Certificate Number:  
2406/2022

Date: 29<sup>th</sup> September, 2022  
Place: Bangalore

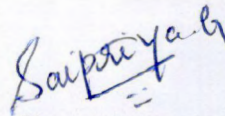
We the undersigned witnessed that the votes were unblocked from the e voting website of National Securities Depository Limited (<https://evoting.nsdl.com>) in our presence.

**Ms. Sheetal.S**  
#28/2, RTO Main Road, Upkar Layout  
Ullal, Bangalore-560091.



Signature:

**Ms. Sai Priya**  
# 8, 1<sup>st</sup> A Main, Sanjeevini Nagar,  
Moodalpalya, Bangalore-560072



Signature:

