



March 24, 2018

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

Dear Sir,

Outcome of EGM - 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 Extraordinary General Meeting (EGM) held on March 23, 2018 alongwith the Scrutinizer's Report.

Kindly acknowledge receipt.

Yours faithfully,
For GOKAK TEXTILES LIMITED

(Rakesh M. Nanwani)
Company Secretary



Gokak Textiles Limited

Date of the AGM / EGM	23/03/2018
Total number of shareholders on record date	9127
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	43
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Agenda- wise disclosure (to be disclosed separately for each agenda item)
RESOLUTION No.1 (Ordinary) – Increasing the Authorised Share Capital and Alteration of Capital Clause of Memorandum of Association.

Category	Mode of Voting	No. of shares held	No. of votes polled #	% of Polled 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)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0			0		
	Poll		4780845	100	4780845		100.00	
	Postal Ballot (if applicable)		0			0		
Public-Institutions	Total	4780845	4780845	100	4780845		100.00	
	E-Voting		0			0		
	Poll		0			0		
Public-Non Institutions	Postal Ballot (if applicable)		0			0		
	Total	561882				0		
	E-Voting		227	0.02		227	100.00	
Total	Poll		2335	0.20	2333	2	99.91	0.08
	Postal Ballot (if applicable)		0			0		
	Total	1156581	2562	0.22	2560	2	99.92	0.07
Total		6499308	4783407	73.60	4783405	2	99.999	0.00

Votes polled does not include invalid votes.



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

Resolution required: (Ordinary/ Special) – Issue and Offer of Non-cumulative, Non-convertible, Redeemable Preference Shares on a Private Placement basis.

Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held	No. of votes polled #	% of Polled 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)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4780845	0	0	0	0	0	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	561882	0	0	0	0	0	0
Public-Non Institutions	E-Voting		227	0.02	227	0	100.00	0
	Poll		2335	0.20	2333	2	99.91	0.08
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1156581	2562	0.22	2560	2	99.92	0.07
Total		6499308	2562	0.039	2560	2	99.922	0.078

Votes polled does not include invalid votes.



Agenda- wise disclosure (to be disclosed separately for each agenda item)
RESOLUTION No.3 (Ordinary)- Approval of Material Related Party Transactions with Suryoday One Energy Private Limited.

Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Polled 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		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4780845	0	0	0	0	0	0
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	561882	0	0	0	0	0	0
Public- Non Institutions	E-Voting		227	0.02	227	0	100.00	0
	Poll		2335	0.20	2333	2	99.91	0.08
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1156581	2562	0.22	2560	2	99.92	0.07
Total		6499308	2562	0.039	2560	2	99.922	0.078

Votes polled does not include invalid votes.



Agenda-wise disclosure (to be disclosed separately for each agenda item)
RESOLUTION No.4 (Ordinary) – Rescission of resolution passed by the Shareholders of the Company by Postal Ballot on December 5, 2013.

Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled #	% of Polled 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)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0		0	0		
	Poll		4780845	100	4780845	0	100.00	
	Postal Ballot (if applicable)		0		0	0		
	Total	4780845	4780845	100	4780845	0	100.00	
Public-Institutions	E-Voting		0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		0		0	0		
	Total	561882	0		0	0		
Public-Non Institutions	E-Voting		11650	1.01	11650	0	100.00	
	Poll		2335	0.20	2333	2	99.91	0.08
	Postal Ballot (if applicable)		0		0	0		
	Total	1156581	13985	1.21	13983	2	99.99	0.14
Total		6499308	4794830	73.77	4794828	2	99.999	0.00

Votes polled does not include invalid votes.

Date: March 23, 2018

Place: Bengaluru

For GOKAK TEXTILES LIMITED


 COMPANY SECRETARY



REPORT OF SCRUTINIZER

To,

The Chairman
Gokak Textiles Limited,
#1, 2ndFloor, 12th Cross Ideal Homes,
Near Jayanna Circle, Rajarajeshwari Nagar,
Bangalore -560098.

Sub: Consolidated Report of Scrutinizer on remote E voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014, and Voting at Extraordinary General Meeting of Gokak Textiles Limited held on Friday, March 23, 2018 at 10.00 AM.

I Kiran Desai, Designated Partner of KDSH & Associates LLP being 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 process and voting at the meeting in respect of the below mentioned resolution proposed at the Extraordinary General Meeting of the Gokak Textiles Limited held on Friday, March 23, 2018 at 10.00 AM.

The Votes were unblocked on 23rd March, 2018 at 11.57 AM in the presence of two witnesses viz., Mr. Chinmay Hegde currently residing at No.1133/1170, Ground Floor, Nehru South End Road, 2nd Phase, Girinagar, Bangalore-560085 and Mr. Lakshmisha H.M currently residing at D.No.71, 3rd Cross, Nagendra Block, Bangalore-560085.

The Notice dated February 26, 2018 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 Extraordinary General Meeting of the members of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e voting by the shareholders of the company.

The Extraordinary General Meeting had also provided voting facility to the shareholders present at the meeting and who had not cast their vote earlier through remote E-voting facility.

The shareholders of the Company holding shares as on the cut-off date of March 16, 2018 were entitled to vote on the resolutions as contained in the notice of the Extraordinary General Meeting.



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The voting period for remote e-voting commenced on Tuesday, March 20, 2018 (09.00 a.m. IST) and ended on Thursday, March 22, 2018 (5.00 p.m. IST) and the e-voting module was blocked by NSDL thereafter.

After the closure of the voting at the Extraordinary General Meeting, the report on the said voting taken at the meeting was generated in our presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of the two witnesses and who are not in the employment of the company and after the conclusion of the voting at the Extraordinary General Meeting the votes cast thereunder were counted.

With respect to Poll, after the time fixed for closing of the poll by the Chairman, the ballot box was opened in our presence and poll papers were diligently scrutinized.

The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company. Invalid ballots are counted and mentioned separately.

We have scrutinized and reviewed the remote e-voting and votes tendered therein based on the download from the NSDL e-voting system and Poll at the meeting.

We now submit our consolidated report as under on the result of the remote e- voting and ballot papers at the meeting in respect of the said resolutions.

Special Business:

Resolution No.1-As an Ordinary Resolution-Increasing the Authorised Share Capital and Alteration of Capital Clause of Memorandum of Association

(i) Voting "in favour" of resolution

	Total Number of members present and exercised their votes(in person or proxy) by Remote E Voting , and Voting at the Meeting	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E-Voting	4	227	0.0047
Voting at the Meeting	32	4783178	99.9952
Total	36	4783405	99.9999



(ii) Voting "against" the resolution

	Total Number of members present and exercised their votes(in person or proxy) by Remote E Voting , and Voting at the Meeting	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting at the Meeting	1	2	0.0001
Total	1	2	0.0001

(iii) Invalid Votes

	Total Number of Members present and exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)
Remote e-voting	0	0
Voting at the meeting	4	17
Total	4	17

Resolution No. 2- As a Special Resolution- Issue and Offer of Non-cumulative, Non-convertible, Redeemable Preference Shares on a Private Placement basis

(i) Voting "in favour" of resolution

	Total Number of members present and exercised their votes(in person or proxy) by Remote E Voting , and Voting at the Meeting	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E-Voting	4	227	8.8603
Voting at the Meeting	31	2333	91.0617
Total	35	2560	99.9220



(ii) Voting "against" the resolution

	Total Number of members present and exercised their votes(in person or proxy) by Remote E Voting , and Voting at the Meeting	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting at the Meeting	1	2	0.0780
Total	1	2	0.0780

(iii) Invalid Votes

	Total Number of Members present and exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)
Remote e-voting	0	0
Voting at the meeting	4	17
Total	4	17

Resolution No. 3- As an Ordinary Resolution- Approval of Material Related Party Transactions with Suryoday One Energy Private Limited

(i) Voting "in favour" of resolution

	Total Number of members present and exercised their votes(in person or proxy) by Remote E Voting , and Voting at the Meeting	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E-Voting	4	227	8.8603
Voting at the Meeting	31	2333	91.0617
Total	35	2560	99.9220



(ii) Voting "against" the resolution

	Total Number of members present and exercised their votes(in person or proxy) by Remote E Voting , and Voting at the Meeting	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting at the Meeting	1	2	0.0780
Total	1	2	0.0780

(iii) Invalid Votes

	Total Number of Members present and exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)
Remote e-voting	0	0
Voting at the meeting	4	17
Total	4	17

Resolution No. 4- As an Ordinary Resolution- Rescission of resolution passed by the Shareholders of the Company by Postal Ballot on December 5, 2013

(i) Voting "in favour" of resolution

	Total Number of members present and exercised their votes(in person or proxy) by Remote E Voting , and Voting at the Meeting	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E-Voting	5	11650	0.2429
Voting at the Meeting	32	4783178	99.7569
Total	37	4794828	99.9998



(ii) Voting "against" the resolution

	Total Number of members present and exercised their votes(in person or proxy) by Remote E Voting , and Voting at the Meeting	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting at the Meeting	1	2	0.0002
Total	1	2	0.0002

(iii) Invalid Votes

	Total Number of Members present and exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)
Remote e-voting	0	0
Voting at the meeting	4	17
Total	4	17

The Register, all other papers and relevant records relating to remote e voting and voting at the meeting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Extraordinary General meeting and thereafter the same would be handed over to the Company Secretary for the safe keeping.

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

Thanking you,
Yours faithfully,

For KDSH & ASSOCIATES LLP


Kiran Desai
Designated Partner
ACS - 34875, C.P. No, 12924

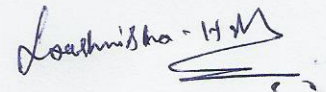
Date: 23rd March, 2018
Place: Bangalore

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.


Mr. Chinmay Hegde
No.1133/1170, Ground Floor,
Nehru South End Road, 2nd Phase,
Girinagar, Bangalore-560085

Signature: 

Mr. Lakshmisha H.M
No.71, 3rd Cross, Nagendra Block,
Bangalore-560085.

Signature: 



For GOKAK TEXTILES LIMITED

COMPANY SECRETARY
