



September 19, 2018

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 12th Annual General Meeting (AGM) held on September 18, 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	18/09/2018
Total number of shareholders on record date	9066
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	1 52
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable Not Applicable

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

Resolution required: (Ordinary/ Special)			RESOLUTION No.1 (Ordinary) – Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4780845	0	0	0	0	0	0
	Poll		4780845	100	4780845	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4780845	4780845	100	4780845	0	100.00
Public-Institutions	E-Voting	561832	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		561832	0	0	0	0	0
Public-Non Institutions	E-Voting	1156631	31751	2.75	31751	0	100.00	0
	Poll		2622	0.23	2622	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1156631	34373	2.97	34373	0	100.00
Total		6499308	4815218	74.09	4815218	0	100.00	0.00

Votes polled does not include invalid votes.



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

Resolution required: (Ordinary/ Special)			RESOLUTION No. 2 (Ordinary) – Appointment of Director in place of Mr. Vasant N. Sanzgiri (DIN:01757117), who retires by rotation at this Annual General Meeting and being eligible offers himself, for re-appointment..					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4780845	0	0	0	0	0	0
	Poll		4780845	100	4780845	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4780845	100	4780845	0	100.00	0
Public-Institutions	E-Voting	561832	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		561832	0	0	0	0	0
Public-Non Institutions	E-Voting	1156631	31751	2.75	31551	200	99.37	0.63
	Poll		2622	0.23	2622	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1156631	34373	2.97	34173	200	99.42
Total		6499308	4815218	74.09	4815018	200	99.9958	0.0041

Votes polled does not include invalid votes.



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

Resolution required: (Ordinary/ Special)			RESOLUTION No.3 (Ordinary)- Ratification of remuneration to Cost Auditor of the Company for the Financial Year 2018-19.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4780845	0	0	0	0	0	0
	Poll		4780845	100	4780845	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4780845	100	4780845	0	100.00	0
Public-Institutions	E-Voting	561832	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	1156631	31751	2.75	31551	200	99.37	0.63
	Poll		2622	0.23	2622	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		34373	2.97	34173	200	99.42	0.58
Total		6499308	4815218	74.09	4815018	200	99.9958	0.0041

Votes polled does not include invalid votes.



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

Resolution required: (Ordinary/ Special)			RESOLUTION No.4 (Ordinary) – Appointment of Ms. Tripti J. Navani (DIN: 08190106) as a Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4780845	0	0	0	0	0	0
	Poll		4780845	100	4780845	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4780845	100	4780845	0	100.00	0
Public-Institutions	E-Voting	561832	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		561832	0	0	0	0	0
Public-Non Institutions	E-Voting	1156631	31751	2.75	31301	450	98.58	1.41
	Poll		2622	0.23	2622	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1156631	34373	2.97	33923	450	98.69
Total		6499308	4815218	74.09	4814768	450	99.9906	0.0093

Votes polled does not include invalid votes.



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

Resolution required: (Ordinary/ Special)			RESOLUTION No.5 (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 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	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	561832	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	1156631	31751	2.75	31301	450	98.58	1.41
	Poll		2622	0.23	2622	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		34373	2.97	33923	450	98.69	1.31
Total		6499308	34373	0.53	33923	450	98.69	1.31

Votes polled does not include invalid votes.

Date: September 19, 2018

Place: Bengaluru



REPORT OF SCRUTINIZER

To,

The Chairman
12th Annual General Meeting
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 12th Annual General Meeting of Gokak Textiles Limited held on Tuesday, September 18, 2018 at 11.30 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 12th Annual General Meeting of the Gokak Textiles Limited held on Tuesday, 18th September, 2018 at 11.30 AM.

The Votes were unblocked on 18th September, 2018 at 12.16 PM in the presence of two witnesses viz., Mr. Shivarama Hegde currently residing at No.1133/1170, Ground Floor, Nehru South End Road, 2nd Phase, Girinagar, Bangalore-560085 and Ms. Roopa Hegde currently residing at Elegant Elite, First Cross, Second Main, Vijaya Bank Layout, Bannerghatta Road Bangalore-560076.

The Notice dated 17th August, 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 12th Annual 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 Annual 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 11th September, 2018 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 Saturday, 15th September, 2018 (09.00a.m. IST) and ended on Monday, 17th September, 2018 (5.00 p.m. IST) and the e-voting module was blocked by NSDL thereafter.



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After the closure of the voting at the Annual 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 Annual 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 there in 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, postal ballot papers and ballot papers at the meeting 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

(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	10	31751	0.6594
Voting at the Meeting	25	4783467	99.3406
Total	35	4815218	100

(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	0	0	0
Total	0	0	0

(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	2	10
Total	2	10

Resolution No. 2- As an Ordinary Resolution- Re-appointment of Director retiring by Rotation, Mr. Vasant N. Sanzgiri (DIN: 01757117).

(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	9	31551	0.6552
Voting at the Meeting	25	4783467	99.3406
Total	34	4815018	99.9958

(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	1	200	0.0042
Voting at the Meeting	0	0	0
Total	1	200	0.0042



(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	2	10
Total	2	10

Special Business:

Resolution No. 3- As an Ordinary Resolution- Ratification of Remuneration to Cost Auditor of the Company for the Financial Year 2018-19

(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	9	31551	0.6552
Voting at the Meeting	25	4783467	99.3406
Total	34	4815018	99.9958

(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	1	200	0.0042
Voting at the Meeting	0	0	0
Total	1	200	0.0042



(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	2	10
Total	2	10

Resolution No. 4- As an Ordinary Resolution- Appointment of Ms. Tripti J. Navani (DIN: 08190106) as a Director of the Company

(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	8	31301	0.6500
Voting at the Meeting	25	4783467	99.3406
Total	33	4814768	99.9906

(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	2	450	0.0094
Voting at the Meeting	0	0	0
Total	2	450	0.0094



(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	2	10
Total	2	10

Resolution No 5-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	8	31301	91.0625
Voting at the Meeting	24	2622	7.6208
Total	32	33923	98.6908

(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	2	450	1.3092
Voting at the Meeting	0	0	0
Total	2	450	1.3092



(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	2	10
Total	2	10

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 Annual General meeting and there after 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: 18th September, 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. Shivarama Hegde
No.1133/1170, Ground Floor,
Nehru South End Road, 2nd Phase,
Girinagar, Bangalore-560085
Signature:

Signature: 

Ms. Roopa Hegde
Elegant Elite, First Cross,
Second Main, Vijaya bank layout,
Bannerghatta Road
Bangalore-560076.

Signature: 