

September 30, 2021

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 15th Annual General Meeting (AGM) held on September 29, 2021 alongwith the Scrutinizer's Report.

Kindly acknowledge receipt.

For Gokak Textiles Limited



Rakesh M. Nanwani
Company Secretary & Compliance Officer

GOKAK TEXTILES LIMITED

Registered Office: #1, 2nd Floor, 12th Cross, Ideal Homes, Near Jayanna Circle,
Rajarajeshwari Nagar, Bengaluru - 560 098
Telephone No. : +91 80 29744077 / 29744078 / 29744066, www.gokakmills.com
GSTIN: 29AACCG8244P1ZX CIN: L17116KA2006PLC038839

Gokak Textiles Limited

| | |
|--|----------------------------------|
| Date of the AGM / EGM | 29/09/2021 |
| Total number of shareholders on record date | 8693 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | Not Applicable Not Applicable |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public: | 1 44 |

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 To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 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, 2021 together with the Report of 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 | 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 |
| | Total | | 4780845 | 100.0000 | 4780845 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 521277 | 200610 | 38.4843 | 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 |
| | Total | | 200610 | 38.4843 | 200610 | 0 | 100.0000 | 0.0000 |
| Public-Non Institutions | E-Voting | 1197186 | 35587 | 2.9726 | 35551 | 36 | 99.8988 | 0.1012 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35587 | 2.9726 | 35551 | 36 | 99.8988 | 0.1012 |
| Total | | 6499308 | 5017042 | 77.1935 | 5017006 | 36 | 99.9993 | 0.0007 |

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

| Resolution required: (Ordinary/ Special) | | | RESOLUTION No. 2 (Ordinary) – Appointment of Director | | | | | |
|---|-------------------------------|-------------------------------|--|---|-------------------------------------|-----------------------------------|---|---|
| | | | To appoint a Director in place of Ms. Tripti J. Navani (DIN: 08190106), who retires by rotation at this Annual General Meeting and being eligible offers herself, for re-appointment | | | | | |
| 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 |
| | Total | | 4780845 | 100.0000 | 4780845 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 521277 | 200610 | 38.4843 | 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 |
| | Total | | 200610 | 38.4843 | 200610 | 0 | 100.0000 | 0.0000 |
| Public-Non Institutions | E-Voting | 1197186 | 35587 | 2.9726 | 35038 | 549 | 98.4573 | 1.5427 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35587 | 2.9726 | 35038 | 549 | 98.4573 | 1.5427 |
| Total | | 6499308 | 5017042 | 77.1935 | 5016493 | 549 | 99.9891 | 0.0109 |

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 2021-22. | | | | | |
|---|-------------------------------|---------------------------|--|---|---------------------------------|-------------------------------|---|---|
| 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 |
| | Total | | 4780845 | 100.0000 | 4780845 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 521277 | 200610 | 38.4843 | 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 |
| | Total | | 200610 | 38.4843 | 200610 | 0 | 100.0000 | 0.0000 |
| Public-Non Institutions | E-Voting | 1197186 | 35587 | 2.9726 | 35318 | 269 | 99.2441 | 0.7559 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35587 | 2.9726 | 35318 | 269 | 99.2441 | 0.7559 |
| Total | | 6499308 | 5017042 | 77.1935 | 5016773 | 269 | 99.9946 | 0.0054 |

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

| Resolution required: (Ordinary/ Special) | | | RESOLUTION No. 4 (Ordinary) – Appointment of a Director Appointment of Mr. Vinod Bhandawat (DIN: 02873571) 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 (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 |
| | Total | | 4780845 | 100.0000 | 4780845 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 521277 | 200610 | 38.4843 | 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 |
| | Total | | 200610 | 38.4843 | 200610 | 0 | 100.0000 | 0.0000 |
| Public-Non Institutions | E-Voting | 1197186 | 35587 | 2.9726 | 35161 | 426 | 98.8029 | 1.1971 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35587 | 2.9726 | 35161 | 426 | 98.8029 | 1.1971 |
| Total | | 6499308 | 5017042 | 77.1935 | 5016616 | 426 | 99.9915 | 0.0085 |

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

For Gokak Textiles Limited

Rakesh M. Nanwani
Company Secretary & Compliance Officer

Date: September 30, 2021
Place: Nagpur

REPORT OF SCRUTINIZER
[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman
15th Annual General Meeting
Gokak Textiles Limited
#1, 2nd Floor, 12th 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 15th Annual General Meeting of Gokak Textiles Limited held on Wednesday, 29th September, 2021 at 03.00 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 15th Annual General Meeting of the Gokak Textiles Limited held on Wednesday, 29th September, 2021 at 03.00 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 29th September, 2021 at 4:34 P.M. in the presence of two witnesses viz., Mr. Shivarama Hegde currently residing at No.20, Arka Archids Apartment, Flat No.003 Ground Floor, 6th Main, 3rd Cross, AGS Layout Bangalore-560061 and Ms. Megha Bhat currently residing at # 187, Shiva Industries Building, 3rd Floor, Hoskerehalli Main Road, Ganapati Nagar, Bangalore-560026.

The Notice dated 28th June, 2021 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 15th Annual General Meeting of the members of the Company.

The shareholders of the Company holding shares as on the cut-off date of 22nd September, 2021 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 Sunday, 26th September, 2021 (9:00 am) (IST) and ended on Tuesday, 28th September, 2021 (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.

45 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 2020-2021 (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 |
|-------------------|--------------------------------------|---------------------------------------|
| 63 | 50,17,006 | 99.9993% |

(ii) Voting “against” the resolution

| Number of Members | Number of votes cast by them(shares) | % Of total number of valid votes cast |
|-------------------|--------------------------------------|---------------------------------------|
| 02 | 36 | 0.0007% |

(iii) Invalid Votes: NIL

Resolution No. 2 - As an Ordinary Resolution- Re-appointment of Director retiring by Rotation, Ms. Tripti J Navani (DIN: 08190106).

(i) Voting “in favour” of resolution

| Number of Members | Number of votes cast by them(shares) | % Of total number of valid votes cast |
|-------------------|--------------------------------------|---------------------------------------|
| 60 | 50,16,493 | 99.9891% |

(ii) Voting “against” the resolution

| Number of Members | Number of votes cast by them(shares) | % Of total number of valid votes cast |
|-------------------|--------------------------------------|---------------------------------------|
| 05 | 549 | 0.0109 |

(iii) Invalid Votes: NIL

Special Business:

Resolution No. 3 - As an Ordinary Resolution- Ratification of remuneration to Cost Auditor of the Company for the Financial Year 2021-2022.

(i) Voting “in favour” of resolution

| Number of Members | Number of votes cast by them(shares) | % Of total number of valid votes cast |
|-------------------|--------------------------------------|---------------------------------------|
| 61 | 50,16,773 | 99.9946% |

(ii) Voting “against” the resolution

| Number of Members | Number of votes cast by them(shares) | % Of total number of valid votes cast |
|-------------------|--------------------------------------|---------------------------------------|
| 04 | 269 | 0.0054% |

(iii) Invalid Votes: NIL

Resolution No. 4: As an ordinary resolution- Appointment of Mr. Vinod Bhandwat (DIN:02873571) as a 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 | 50,16,616 | 99.9915% |

(ii) Voting "against" the resolution

| Number of Members | Number of votes cast by them(shares) | % Of total number of valid votes cast |
|-------------------|--------------------------------------|---------------------------------------|
| 05 | 426 | 0.0085% |

(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**

Digitally signed by KIRAN DESAI
DN: cn=K, o=Personal, postalCode=560056,
st=Karnataka,
2.5.4.20=02c74489578fe2d4d574901197d2f
c6d8e18b398c07b48017428501e792d2,
serialNumber=0af33c46b0902f0c8c8e16d848
0c0d398911d26020a2ec8d8d18f76e08b7f,
cn=KIRAN DESAI,
Date: 2021.09.30 12:47:02 +05'30'

Kiran Desai
Designated Partner
FCS: 10056 | CP No: 12924
UDIN: F010056C001044705

Date: 30th September, 2021
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.20, Arka Archids Apartment, Flat No.003
Ground Floor, 6th Main, 3rd Cross, AGS Layout
Bangalore-560061

Signature:

**SHIVARAM
A HEGDE**
Digitally signed by SHIVARAMA HEGDE
DN: c=IN, o=Personal,
2.5.4.20=c4e0c48e798adfb77aa3f64f
76c4e3a4e3583934002895a959f6b5107
63, postalCode=560061, st=Karnataka,
serialNumber=40328e1a4c72ed1d38ae64
f7e13152e0c594fc34ed775f8a582e7845
2d222f, cn=SHIVARAMA HEGDE
Date: 2021.09.30 12:48:10 +05'30'

Ms. Megha Bhat
187, Shiva Industries Building,
3rd Floor, Hoskerehalli Main Road,
Ganapati Nagar, Bangalore-560026

Signature:

**Megha
Bhat**
Digitally signed by Megha Bhat
DN: cn=Megha Bhat, o, ou,
email=megha@kdsh.co.in, c=IN
Date: 2021.09.30 12:49:39 +05'30'