



**GOKAK TEXTILES LIMITED**  
**CIN: L17116KA2006PLC038839**

**Registered Office: #1, 2<sup>nd</sup> Floor, 12<sup>th</sup> Cross, Ideal Homes,  
Near Jayanna Circle, Rajarajeshwari Nagar, Bengaluru - 560098**  
**Tel No: 080 29744078, 080 29744077 Website: [www.gokaktextiles.com](http://www.gokaktextiles.com)**  
**Email: [secretarial@gokaktextiles.com](mailto:secretarial@gokaktextiles.com)**

### **NOTICE OF POSTAL BALLOT**

**Dear Member(s),**

NOTICE is hereby given that pursuant to the provisions of Section 110 read with Section 108 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), Government of India, for holding general meetings / conducting postal ballot process through electronic voting ("remote e-voting") vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company is seeking the approval of Members for the matters as set out in the resolutions appended below, through Postal Ballot including voting by electronic means.

**An explanatory statement pertaining to the resolutions setting out the material facts concerning the same and the reasons thereof, as required in terms of Section 102 of the Act, is annexed hereto for your consideration.**

**The Board of Directors of the Company have on March 12, 2025 appointed Mr. Kiran B. Desai, Designated Partner, KDSH & Associates LLP, Company Secretaries, as the Scrutinizer for conducting the postal ballot voting process in a fair and transparent manner.**

The Postal Ballot Notice is being sent in accordance with the MCA Circulars only by electronic mode to those Members, whose email addresses are registered with the Company/Depository and whose names appear in the Register of Members/Statements of beneficial ownership maintained by the Depositories i.e., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on the close of business hours on **Friday, March 14, 2025 (cut-off date)**. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to Members for this Postal Ballot. The Postal Ballot Notice will also be available on the Company's website [www.gokaktextiles.com](http://www.gokaktextiles.com)

In accordance with the MCA Circulars, Members can vote only by electronic means. For this purpose, the Company has entered into an agreement with NSDL for facilitating e-voting to enable the Members to cast their votes electronically.

Members are requested to read the instructions in the Notes for voting via electronic mode. **Voting period commences on Thursday, March 20, 2025 at 9.00 A.M (IST) and ends on Friday, April 18, 2025 at 5.00 P.M (IST).**

The result of the voting along with the Scrutinizer's Report, shall be intimated to BSE Limited, within the permitted time and would be displayed at the Registered Office of the Company, and on the Company's website viz., [www.gokaktextiles.com](http://www.gokaktextiles.com) and the website of National Securities Depository Limited viz., [www.evoting.nsdl.com/](http://www.evoting.nsdl.com/)

In the event the Resolution is approved by requisite majority of Members, the date of passing of the said resolutions intimated to BSE Limited, shall be deemed to be Friday, April 18, 2025 i.e. the last date stipulated to receipt of votes through E- voting.

## **SPECIAL BUSINESS:**

### **1. Appointment of Mr. Ganesan Rajamani (DIN: 07615445) as an Independent Director**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“Resolved that** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the said Act and the Company (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modifications or re- enactment thereof for the time being in force), Mr. Ganesan Rajamani (DIN 07615445), who was appointed as an Additional Director (Non - Executive - Independent) of the Company by the Board of Directors, on recommendation of the Nomination and Remuneration Committee, pursuant to provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company, with effect from January 24, 2025 and who meets the criteria for independence as provided in section 149(6) of the Act and Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of a director be and is hereby appointed as an Independent Director of the Company to hold office for five years from January 24, 2025 and whose office shall not be liable to retire by rotation.

**Resolved further that** any one Director or the Company Secretary be and is hereby authorized to do all acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Place: Bengaluru  
Date: March 12, 2025

By Order of the Board of Directors  
For Gokak Textiles Limited

Registered Office:  
#1, 2<sup>nd</sup> Floor, 12<sup>th</sup> Cross,  
Ideal Homes, Near Jayanna Circle,  
Rajarajeshwari Nagar,  
Bengaluru - 560098  
CIN: L17116KA2006PLC038839  
Tel: 080 29744078, 080 29744077  
e-mail: [secretarial@gokaktextiles.com](mailto:secretarial@gokaktextiles.com)  
Website: [www.gokaktextiles.com](http://www.gokaktextiles.com)

**Rakesh M. Nanwani**  
Company Secretary & Compliance officer  
Membership No.: A45718

## NOTES AND INSTRUCTIONS:

1. An Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, setting out the material facts concerning the aforesaid Special Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.

In compliance with the aforesaid circulars issued by MCA, the Postal Ballot Notice is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depository and whose names appear in the Register of Members /Statements of beneficial ownership maintained by the Depositories, i.e National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on the close of business hours on **Friday, March 14, 2025 (cut off date)**. Notice is also available on the website of the Company, i.e., [www.gokaktextiles.com](http://www.gokaktextiles.com)

Members holding shares in physical mode and whose email IDs are not registered, are requested to register their email ID with the Registrar & Transfer Agents of the Company viz. MUFG Intime India Private Limited (RTA) at [csg-unit@linkintime.co.in](mailto:csg-unit@linkintime.co.in) or to the Company at [secretarial@gokaktextiles.com](mailto:secretarial@gokaktextiles.com) by sending a duly signed Form ISR-1 mentioning their Name as registered with the RTA, Address, email ID, Mobile Number, self- attested copy of PAN, DPID/Client ID or Folio Number and number of shares held. Shareholders holding shares in dematerialised mode are requested to register /update their email address with the relevant Depository Participants.

2. Members are requested to update their email address with Depository Participant/Company to enable us to send Notice/communications electronically.

3. **E-Voting**

- I. In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI LODR, the Company is pleased to provide members facility to exercise their right to vote on resolutions by electronic means, through e-Voting Services provided by National Securities Depository Limited (NSDL).

- II. **The remote e-voting period commences on Thursday, March 20, 2025 at 9.00 A.M (IST) and ends on Friday, April 18, 2025 at 5.00 P.M (IST).** During this period Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, March 14, 2025 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

- III. The process and manner for remote e-voting are as under:

### **How do I vote electronically using NSDL e-Voting system?**





The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on 'e-Voting facility provided by Listed Companies', Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>“Beneficial Owner”</b> icon under <b>“Login”</b> which is available under <b>‘IDeAS’</b> section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on <b>“Access to e-Voting”</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDeAS Portal”</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https:// eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>“NSDL Speede”</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 20px; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p>

Type of shareholders	Login Method
	<ol style="list-style-type: none"> <li>1. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>2. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>3. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: [https:// www.evoting.nsdl.com/](https://www.evoting.nsdl.com/) either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at [https:// eservices.nsdl.com/](https://eservices.nsdl.com/) with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. **If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:**

- Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Physical User Reset Password?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
- Now, you will have to click on “Login” button.
- After you click on the “Login” button, Home page of e-Voting will open.



## **Step 2: Cast your vote electronically on NSDL e-Voting system. How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of the Company which is 133347 for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [kiran@kdsh.co.in](mailto:kiran@kdsh.co.in) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/ Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### **A. Other Instructions:**

- I. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Friday, March 14, 2025 as per the Register of Members/ Statements of beneficial ownership maintained by the Depositories, i.e., NSDL and CDSL.
- II. A person, whose name is recorded in the Register of Members/ Statement of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting to cast their votes through Postal Ballot.

All Members of the Company as on the Cut-off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/ Depositories/ Depository Participants) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.

- III. Mr. Kiran B. Desai, Designated Partner, KDSH & Associates LLP, Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
- IV. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be forwarded to the BSE Limited, Mumbai within prescribed time limits. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on Friday, April 18, 2025.

## **ANNEXURE TO THE NOTICE OF POSTAL BALLOT**

### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following statement sets out material facts relating to the special business mentioned in the Notice of Postal Ballot ("Notice").

#### **Item No. 1**

The Board of Directors, based on the recommendations of the Nomination and Remuneration Committee, appointed Mr. Ganesan Rajamani (DIN: 07615445) as an Additional Director (Non-Executive-Independent) effective from January 24, 2025, through a circular resolution approved on January 24, 2025.

As per the provisions of Regulation 17 (1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors should be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the Board of Directors recommends the appointment of Mr. Ganesan Rajamani as an Independent Director for the approval of the Members of the Company as set out in Item No. 1 of the notice for a term of 5 (five) consecutive years, with effect from January 24, 2025, and shall not be liable to retire by rotation.

Mr. Ganesan Rajamani is Bachelor of Commerce and a Certified Associate of Indian Institute of Bankers (CAIIB). He has around 39 years of experience in Bank of India in various positions. He has worked 15 years in Treasury. Worked in Equity, Derivatives forex and fixed income market. He was also nominee director representing Bank of India in the various companies. Currently he is Independent Director in Bank of India Investment Managers Private Limited from the year 2021.

Mr. Ganesan Rajamani, pursuant to Section 152 of the Companies Act, 2013, has given his consent to act as a Director of the Company. The Company has also received his declaration that he meets the criteria of independence prescribed under Section 149(6) of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Ganesan Rajamani fulfills the conditions specified in the Companies Act, 2013 and Rules made thereunder and the SEBI LODR for his appointment as an Independent Director of the Company and he is independent of the management of the Company.

Except for Mr. Ganesan Rajamani and his relatives, none of the Directors or Key Managerial Personnel of the Company, or their relatives, are concerned or interested financially or otherwise in the Special Resolution in Item No. 1 of the Notice.

#### **Details of Directors whose appointment is proposed pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards - 2 on General Meetings.**

<b>Name of Director</b>	<b>Ganesan Rajamani</b>
Director Identification Number (DIN)	07615445
Age	67 years
Date of Birth	September 14, 1957
Date of first Appointment	January 24, 2025
Qualification	Bachelor of Commerce and a Certified Associate of Indian Institute of Bankers (CAIIB)
Relationships between directors inter-se	Not related to any Director of the Company



Brief resume and expertise in specific functional areas	Mr. Ganesan Rajamani is Bachelor of Commerce and a Certified Associate of Indian Institute of Bankers (CAIIB). He has around 39 years of experience in Bank of India in various positions. He has worked 15 years in Treasury. Worked in Equity, Derivatives forex and fixed income market. He was also nominee director representing Bank of India in the various companies. Currently he is Independent Director in Bank of India Investment Managers Private Limited from the year 2021.	
Skills and capabilities required for the role and the manner in which the Director(s) meets the requirements	Refer Item No. 1 of the Explanatory Statement.	
List of Public/listed Companies in which Directorship	<ul style="list-style-type: none"> <li>Gokak Textiles Limited (Listed Company)</li> </ul>	
Chairmanship / Membership of the Committees of Board (includes only Audit Committee and Stakeholders Relationship Committee) of Indian Public/ listed Companies	<b>Audit Committee</b> <ul style="list-style-type: none"> <li>Gokak Textiles Limited - Member</li> </ul>	
Name of listed entities from which the person has resigned in the past three years*	NIL	
Terms and conditions of appointment	Appointed as an Independent Director not liable to retire by rotation for 5 (five) consecutive years with effect from January 24, 2025.	
No. of shares held in the Company*	200	
Number of Equity Shares held in the Company for any other person on a beneficial basis*	NIL	
Justification for choosing the appointee for appointment as Independent Director	His in-depth practical experience and extensive knowledge of the banking sector as well as in the areas of planning and administration, strategy, compliance, governance, etc. as well as his educational background, enable him to provide the Board with valuable insights and guidance across extensive issues in business and governance matters of the Company.	
Details of Remuneration	Except for payment of sitting fees for attending meetings of the Board and Committee and reimbursement of expenses for participation in the Board and Committee meetings, no other remuneration is paid/ payable.	
Number of Board Meetings attended in the Financial Year 2024-25	<b>No. of Meetings held</b>	<b>Attended</b>
	5	1 (Appointed w.e.f January 24, 2025)

\*As per disclosures received from the Director.

Place: Bengaluru

Date: March 12, 2025

Registered Office:

#1, 2<sup>nd</sup> Floor, 12<sup>th</sup> Cross,

Ideal Homes, Near Jayanna Circle,

Rajarajeshwari Nagar,

Bengaluru - 560098

CIN: L17116KA2006PLC038839

Tel: 080 29744078, 080 29744077

e-mail: [secretarial@gokaktextiles.com](mailto:secretarial@gokaktextiles.com)

Website: [www.gokaktextiles.com](http://www.gokaktextiles.com)

By Order of the Board of Directors

For Gokak Textiles Limited

**Rakesh M. Nanwani**

Company Secretary & Compliance officer

Membership No.: A45718