



GTL SE CS
16th February, 2016

Bombay Stock Exchange Ltd.,
Corporate Relationship Department
Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street,
Mumbai - 400 001

Dear Sirs,

Sub: Voting Results of Poll and E-Voting

In compliance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that all the resolutions set out in the Notice dated 8th January 2016 of the Extra-Ordinary General Meeting (EGM) have been passed at EGM held on Monday 15th February 2016, at 3.00 p.m. at KRG Hall, Bharatiya Vidya Bhavan, Race Course Road, Bangalore - 560001 with the requisite majority.

We enclose a report on the consolidated results of E-voting and Poll conducted on the said Resolutions in the prescribed format.

We also enclose consolidated scrutinizer's report for your information and record.

Thanking you,

Kindly acknowledge receipt.

Yours faithfully,
For Gokak Textiles Limited,

(A.R. Nandakumar)
Deputy General Manager (C&A)

Encl: As above

GOKAK TEXTILES LIMITED

CIN L17116KA2006PLC038839

Registered Office : Shop Site No. 1, II Floor, Ideal Homes Township, Rajarajeshwarinagar,
Mysore Road, Bengaluru - 560 098
Tel : +91 80-286 09 605 / 6 Fax : +91 80-286 09 604. www.gokakmills.com

Gokak Textiles Limited

Format for Voting Results

Date of the AGM/EGM	15/02/2016
Total number of shareholders on record date	9561
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	65
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

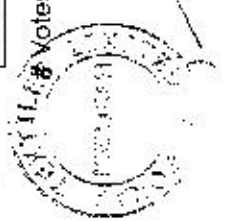
Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special) **RESOLUTION No.1 (Ordinary) – Considering erosion of net worth of the Company as per 23 of the Sick Industries Companies (Special Provisions) Act, 1985.**

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 on	No. of Votes in favour	No. of Votes against	% of favour polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-	-
	Poll	4780845	4780845	100	100	4780845	0	100	0
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-
Public-Institutions	Total	4780845	4780845	100	100	4780845	0	100	0
	E-Voting	-	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-	-
Public-Non Institutions	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-
	E-Voting	99	99	100	100	99	0	100	0
Total	Poll	2860	2258	78.95	78.95	2257	1	99.956	0.044
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-
	Total	2959	2357	79.66	79.66	2356	1	99.958	0.042
		4783804	4783202	99.987	99.987	4783201	1	99.999	0.001

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) – Increasing the Authorised Share Capital and Alteration of Capital Clause of Memorandum of Association.

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 (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting Poll	4780845	4780845	100	4780845	0	100	0
Public-Institutions	Postal Ballot (if applicable) Total	4780845	4780845	100	4780845	0	100	0
Public-Non Institutions	E-Voting Poll	99	99	100	99	0	100	0
Total	Postal Ballot (if applicable) Total	2860	2258	78.95	2257	1	99.956	0.044
	E-Voting Poll	2959	2357	79.66	2356	1	99.956	0.042
	Postal Ballot (if applicable) Total	4783804	4783202	99.987	4783201	1	99.999	0.001

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 (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. Refer Note.

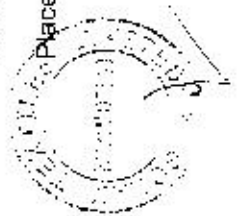
Category	Mode of Voting	No. of shares held	No. of votes polled	(2)	(3)=[(2)/(1)]*100	No. of Votes in favour	(4)	No. of Votes - against	(5)	% of Votes in favour polled	(6)=[(4)/(2)]*100	% of Votes against on votes polled	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll	4780845	4780845	100	100	4780845	100	0	0	100	100	0	0
	Postal Ballot (if applicable)												
	Total	4780845	4780845	100	100	4780845	100	0	0	100	100	0	0
Public-Institutions	E-Voting Poll												
	Postal Ballot (if applicable)												
	Total												
Public-Non Institutions	E-Voting Poll	99	99	100	100	99	100	0	0	100	100	0	0
	Postal Ballot (if applicable)	2860	2258	78.95	78.95	2257	99.956	1	1	99.956	99.956	0.044	0.044
	Total	2959	2357	79.66	79.66	2356	99.956	1	1	99.956	99.956	0.044	0.044
Total		4783804	4783202	99.987	99.987	4783201	99.999	1	1	99.999	99.999	0.001	0.001

Votes polled does not include invalid votes.

Note: As per the provisions of Regulation 15 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as the paid up equity share capital of the Company does not exceed Rs. 10 crores and net worth does not exceed Rs. 25 crores, Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company.

Date: February 16, 2016

Place: Bangalore.



For Gokak Textiles Limited

(A.R. Nandakumar)

Deputy General Manager (S&A)

Combined Scrutinizers Report on E- Voting & Insta Poll Conducted at the Extra Ordinary General Meeting of Gokak Textiles Limited held at Bangalore on February 15, 2016

To,

The Chairman
Gokak Textiles Limited
No.24, 29th Main, BTM Layout II Stage
Bangalore – 560 076

Extra Ordinary General Meeting of Equity Shareholders of Gokak Textiles Limited held

Sub: Consolidated Scrutinizers report on remote E voting Conducted Pursuant to the provision of Section 108 of the Companies Act 2013 and rule 20(Xi) of the Companies (Management and Administration) Rules 2014, and Voting at Extra Ordinary General Meeting of Gokak Textiles Limited held on Monday, February 15, 2016 at 3.00 PM.

I was also appointed as the Scrutinizer to conduct the poll process in respect of the voting at the Extra Ordinary General Meeting held on February 15, 2016.

The Votes were unblocked on February 15, 2016 at 5.05 PM in the presence of two witness's viz., Mr. Lakshmisha H M, #21, 5th Cross, 2nd Main, Nagarbhavi, Bangalore-560072 and Ms. Amrutha A, #433, 6th Avenue 5th Cross, Teachers Colony, Koramangala- Bangalore-560034 who are not in employment of the Company.

The Notice dated 08th January , 2016 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 Extra Ordinary 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 Extra Ordinary 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 09th February 2016 were entitled to vote on the resolutions as contained in the notice of the Extra Ordinary General Meeting.

The voting period for remote e-voting commenced on Friday, 12th February, 2016 (10.00a.m. IST) and ended on Sunday 14th February, 2016 (5.00 p.m. IST) and the e-voting module was blocked by NSDL thereafter.

After the closure of the voting at the Extra Ordinary General Meeting, the report on the said voting taken at the meeting was generated in my 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 who are not in the employment of the company and after the conclusion of the voting at the Extra Ordinary General Meeting the votes cast there under were counted.

With respect to Poll, after the time fixed for closing of the poll by the Chairman, the ballot box were opened in my 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. There was no polling paper which was incomplete or found defective.

I 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.

I now submit my 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 resolution.



Resolution No. 1- Considering erosion of net worth of the company as per Section 23 of the Sick Industrial Companies (Special Provisions) Act 1985.

(i) Voting "in Favour" of 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
49	4783201	99.999

(ii) Voting "against" of 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
1	1	0.001

(iii) Invalid Votes

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)
8	602



Resolution No. 2- Increasing the Authorised Share Capital and Alteration of Capital Clause of Memorandum of Association

The Authorized Share Capital of the Company of Rs.27,00,00,000 (Rupees Twenty Seven crore) divided into 70,00,000 (Seventy lakhs) Equity Shares of Rs.10 and 2,00,00,000 (Rupees Two crore) Non-cumulative, Non-convertible, Redeemable, Preference Shares of Rs.10 each be and is hereby increased to Rs. 77,00,00,000 (Rupees Seventy Seven crore) divided into 70,00,000 (Seventy Lakhs) Equity Shares of Rs.10 each and 7,00,00,000 (Rupees Seven crore) Non-cumulative, Non-convertible, Redeemable, Preference Shares of Rs.10 each.

(i) Voting "in Favour" of 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
49	4783201	99.999

(ii) Voting "against" of 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
1	1	0.001

(iii) Invalid Votes

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)
8	602



Resolution No. 3-

Issue and Offer of Non-cumulative, Non-convertible, Redeemable Preference Shares on a Private Placement basis

(i) Voting "in Favour" of 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
49	4783201	99.999

(ii) Voting "against" of 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
1	1	0.001

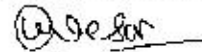
(iii) Invalid Votes

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)
8	602



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 Extra Ordinary General meeting and there after the same would be handed over to the Company Secretary for the safe keeping

For Kiran Desai & Associates



Kiran Desai
Proprietor

A.C.S-34875, C.P. No: 12924

THE FINAL ANALYSIS COMBING THE EVOTING, AND VOTING AT THE MEETING IS AS FOLLOWS:

Resolution No	Particulars	Total No of Shares voted	Voted in Favor	Voted against	Percentage (in Favor)	Result
1	Considering erosion of net worth of the company as per Section 23 of the Sick Industrial Companies (Special Provisions) Act 1985	4783202	4783201	1	99.999	Approved
2	Increasing the Authorised Share Capital and Alteration of Capital Clause of Memorandum of Association	4783202	4783201	1	99.999	Approved
3	Issue and Offer of Non-cumulative, Non-convertible, Redeemable Preference Shares on a Private Placement basis	4783202	4783201	1	99.999	Approved



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

Further to the e-voting statement already furnished, I hereby enclose the copies of the polling papers received as per the above details.

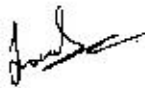
For Gokak Textiles Limited
For Gokak Textiles Limited
N. Lakshmi
(A.R. Nandakumar) ;
Deputy General Manager (C&A)

For Kiran Desai & Associates

Kiran Desai
Kiran Desai
Proprietor
A.C.S-34875, C.P. No: 12924

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. Lakshmiha. H M



Ms. Amrutha.A

