

**KITEX****Kitex Garments Limited**P.B NO.5, KIZHAKKAMBALAM-683562, KOCHI, KERALA, INDIA
PHONE: 91 484 4142000, FAX: 91 484 2680604E mail: kgl@kitexgarments.com
CIN: L18101KL1992PLC006528
www.kitexgarments.com

Ref. No.: KGL/Postal_Ballot_Results/2019

Ref: April 1, 2019

Date:

The Secretary BSE Limited Corporate Relationship Dept, 1 st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Fort Mumbai - 400001, Maharashtra Scrip Code: 521248	The Secretary National Stock Exchange of India Ltd Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra East, Mumbai - 400051, Maharashtra Scrip Code: KITEX
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Dear Sirs,

Sub: **DECLARATION OF POSTAL BALLOT VOTING (INCLUDING REMOTE E-VOTING) RESULTS UNDER REGULATION 44 OF SEBI (LISTING OBLIGATION & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Further to our letter dated February 21, 2019, we would like to inform you that an approval of shareholders of the Company by Special Resolution was sought on 'Continuation of directorship of Independent Directors who have attained the age of above 75 years' as set out in Postal Ballot Notice dated February 14, 2019 have been passed by Members by requisite majority.

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the details of voting results of Postal Ballot (including remote e-voting) in prescribed format along with Scrutinizers report issued by the Practising Company Secretary.

We request you to kindly take the same on record.

Thanking you,

Yours' faithfully
For **Kitex Garments Limited**


Mithun B Shenoy
Company Secretary & Compliance officer

Enclosure: As above

POSTAL BALLOT VOTING RESULTS
(Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1	Name of Company	Kitex Garments Limited		
2	Date of Postal Ballot	Notice dated February 14, 2019 (Voting started date: March 1, 2019 (9:00 IST) and voting ended date: March 30, 2019 (5:00 IST))		
3	Total number of shareholders on record date	Record date: 15.02.2019 No of shareholders: 37062 nos		
4	Shareholder	Present in person	Present through proxy	Total
	- Promoter or Promoter Group	NA	NA	NA
	- Public	NA	NA	NA
5	Number of shareholders attended the meeting through Video Conferencing	NA		
	- Promoter or Promoter Group	NA		
	- Public	NA		

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

Item 1: CONTINUATION OF DIRECTORSHIP OF MR. E. M. PAULOSE, NON-EXECUTIVE INDEPENDENT DIRECTOR WHO HAS ATTAINED THE AGE OF ABOVE 75 YEARS

Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Special
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	36556129	36553678	99.97	36553678	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	36566129	0	0	0	0	0	0
Total		36566129	36553678	99.97	36553678	0	100	0
Public- Institutions	E-Voting	1169584	234751	20.07	218037	16714	92.88	7.12
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	1169584	700	0.06	700	0	100	0
Total		1169584	235451	20.13	218737	16714	92.90	7.10
Public- Non Institutions	E-Voting	28764287	260361	0.91	5717	254644	2.20	97.80
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	28764287	68278	0.24	62508	5770	91.55	8.45
Total		28764287	328639	1.14	68225	260414	20.76	79.24
Total		66500000	3711768	55.82	36840640	277128	99.25	0.75

The above resolution was declared to have been passed as an Special Resolution with requisite majority.

For Kitex Garments Limited

Company Secretary

Item 2: **CONTINUATION OF DIRECTORSHIP OF MR. C. P. PHILIPSE, NON-EXECUTIVE INDEPENDENT DIRECTOR WHO HAS ATTAINED THE AGE OF ABOVE 75 YEARS**

Resolution required: (Ordinary/ Special)

Special

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	36566129	36553678	99.97	36553678	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	36566129	0	0	0	0	0	0
	Total	36566129	36553678	99.97	36553678	0	100	0
Public- Institutions	E-Voting	1169584	234751	20.07	218037	16714	92.88	7.12
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	1169584	700	0.06	700	0	100	0
	Total	1169584	235451	20.13	218737	16714	92.90	7.10
Public- Non Institutions	E-Voting	28764287	260361	0.91	5717	254644	2.20	97.80
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	28764287	67948	0.24	62178	5770	91.51	8.49
	Total	28764287	328309	1.14	67895	260414	20.68	79.32
	Total	66500000	37117438	55.82	36840310	277128	99.25	0.75

The above resolution was declared to have been passed as an Special Resolution with requisite majority


For KiteX Garments Limited
Company Secretary

01.04.2019

To

Mr. Sabu M. Jacob
Chairman & Managing Director
Kitex Garments Limited
P B No 5, Kizhakkambalam
Alwaye, Ernakulam- 683562

Dear Sir,

Sub: SCRUTINIZER'S REPORT

The Board of Directors of the Company has appointed me as Scrutinizer for conducting the postal ballot voting process in respect of the Special Resolution for approval of continuation of directorships of Mr. E. M. Paulose (DIN:03563106) and Mr. C. P. Philipose (DIN: 01125157), as the Non-Executive Independent Directors of the Company, who have attained the age of (Seventy five) 75 years pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (Amendment Regulations) and other applicable provisions if any, of the Companies Act, 2013 as stated in the notice sent by the Company to the shareholders.

I note that as per the instructions and conditions attached to the said Postal Ballot, duly completed postal ballots should reach the scrutinizer not later than 05.00 P.M. on 30th March 2019. Postal Ballot forms received after this date are to be strictly treated as if the reply from the member has not been received. The envelopes containing postal ballot form, if deposited in person or sent by courier at the expense of the shareholder will also be accepted.



The total number of ballot forms received up to 5.00 P.M. on 30th March 2019 as above, is as follows:

Total number of Postal/Electronic Ballot Forms received : 147
Covers which contain unfilled Postal Ballot form : Nil

The summarized result of postal ballot forms received up to 05.00 P.M. on 30th March 2019 is as under:

1. **Resolution 1:** Continuation of directorship of Mr. E. M. Paulose who has attained the age of above 75years.

PARTICULARS	NO. OF POSTAL BALLOT RECEIVED	NO. OF SHARES	% OF VALID VOTES RECEIVED
Total postal ballots received	147	73634	-
Less: Invalid postal ballot forms	7	4656	-
Net Valid postal ballot received	140	68978	100%
Postal ballot with assent for the Resolution	122	63208	91.64%
Postal ballot with dissent for the Resolution	18	5770	8.36%

2. **Resolution 2:** Continuation of directorship of Mr. C. P. Philipose who has attained the age of above 75 years.

PARTICULARS	NO. OF POSTAL BALLOT RECEIVED	NO. OF SHARES	% OF VALID VOTES RECEIVED
Total postal ballots received	147	73634	-
Less: Invalid postal ballot forms	10	4986	-
Net Valid postal ballot received	137	68648	100%
Postal ballot with assent for the Resolution	119	62878	91.59%
Postal ballot with dissent for the Resolution	18	5770	8.41%

I enclose a complete list of Postal Ballot forms received giving the particulars as above.
Signed on this the 1st Day of April 2019

For SVJS & Associates
Company Secretaries


P.D. VINCENT
Managing Partner
CP No: 7940

Page 2 of 3

received the report
For Kitex Garments Limited

Company Secretary

ANNEXURE-1**To**

Mr. Sabu M. Jacob
Chairman & Managing Director
Kitex Garments Limited
P B No. 5, Kizhakkambalam,
Alwaye, Ernakulam
Kerala- 683562

Consolidated Details of Postal/Electronic Ballots and votes thereon

Particulars	Resolution No.1		Resolution No.2	
	No. of ballots	No. of Votes	No. of ballots	No. of Votes
Total filled Postal/Electronic Ballots received	147	73634	147	73634
Total valid votes	140	68978	137	68648
Votes in favour of the Resolution	122	63208	119	62878
Votes against the Resolution	18	5770	18	5770
Total invalid votes	7	4656	10	4986
% of Votes in favour of the Resolution	91.64%		91.59%	

Signed on this the 1st April 2019For SVJS & Associates
Company Secretaries
P. VINCENT
Managing Partner
CP No: 7940

Page 3 of 3

Reviewed the report
For Kitex Garments Limited
Company Secretary

65 / 2364A
Ponoth Road, Kaloor
Kochi, Ernakulam - 682 017

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info@svjs.in / svjsassociates@gmail.com

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01.04.2019

To

Mr. Sabu M. Jacob
Chairman & Managing Director
Kitex Garments Ltd.
P B No. 5, Kizhakkambalam
Alwaye, Ernakulam
Kerala - 683562

Dear Sir,

Sub: Report of the Scrutinizer on Remote E- Voting

I, CS. P. D. Vincent, Company Secretary in Practice, holding Membership Number: FCS - 3067 and Certificate of Practice Number - 7940, Managing Partner, SVJS & Associates, Company Secretaries, 65/2364A, Ponoth Road, Kaloor, Kochi, Ernakulam- 682 017, have been appointed by the Board of Directors of **Kitex Garments Limited** (CIN:L18101KL1992PLC006528), P B No 5, Kizhakkambalam, Alwaye, Ernakulam KL 683562, as the Scrutinizer for the Electronic Voting of the resolutions included in the postal ballot and Remote e voting notice.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014 as amended, the above remote electronic voting remained open to the members from Friday, 1st March, 2019 (09.00 A.M.) to Saturday, 30th March, 2019 (05.00 P.M.).

On completion of the e-voting period, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 30th March 2019, in the presence of two witnesses, who were not the employees of the Company. The names and signatures of the witnesses appear elsewhere in this Report.



The following is the summary of E-voting result:

Resol- ution No.	Subject Matter of Resolution	Total No. of shares through E-voting	ASSENT / IN FAVOUR OF			DISSENT / AGAINST	
			No. of Votes through E- voting	% of votes in favour on votes through E-voting	% of Paid Up Capital	No. of Votes through E-voting	% of votes against on votes through E-voting
SPECIAL BUSINESS - SPECIAL RESOLUTION							
1.	Continuation of Directorship of Mr. E. M. Paulose, Non-executive Independent Director who has attained the age of above 75 years	37048790	36777432	99.27%	55.30%	271358	0.73%
2.	Continuation of Directorship of Mr. C. P. Philipose, Non-executive Independent Director who has attained the age of above 75 years	37048790	36777432	99.27%	55.30%	271358	0.73%

Witnesses to the unblocking of votes:

1. *Cheray cheriyan*
Thakadiyal (H), Bee Bee Lane,
Kachapilly (R), Vythila
2. *Vidya R. Baliga*
H.No. 8/1829-A, Koorappadem,
Mattancherry, Kochi 682002

[Signature]

[Signature]

Thank you

Yours faithfully

For SVJS & Associates
Company Secretaries

[Signature]
ADWINCENT
Managing Partner
CP No: 7940

Received the report
For KiteX Garments Limited

[Signature]
Company Secretary

**COMBINED SRUTINISERS REPORT FOR REMOTE E-VOTING AND POSTAL BALLOT
FOR KITEX GARMENTS LIMITED**

01.04.2019

To

Mr. Sabu M. Jacob
The Chairman & Managing Director
Kitex Garments Limited
P B No 5, Kizhakkambalam,
Alwaye, Ernakulam
Kerala- 683562

Sub: Passing of Resolution through E-voting and Postal Ballot of **Kitex Garments Limited**

I, CS. P. D. Vincent, Company Secretary in Practice, holding Membership Number: FCS - 3067 and Certificate of Practice Number - 7940, Managing Partner, SVJS & Associates, Company Secretaries, 65/2364A, Ponoth Road, Kaloor, Kochi, Ernakulam- 682017 have been appointed as Scrutinizer for the Remote Electronic Voting and postal ballot voting process in respect of the under noted resolutions of Kitex Garments Limited (CIN:L18101KL1992PLC006528).

The Company had appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility for the remote electronic voting to the shareholders of the Company from Friday, 1st March, 2019 (09.00 A.M.) till Saturday, 30th March, 2019 (5.00 P.M.). Cameo Corporate Services Limited is the Registrar and Share Transfer Agent of the Company. The remote e-voting results were unblocked by me on 30th March, 2019 in the presence of two witnesses. For further details kindly refer my Scrutinizer report dated 1st April, 2019 attached herewith.



The result of the E-voting together with that of the Postal Ballot is as under:

Res. No.	Subject Matter of Resolution	Particulars of Business	Votes in favor of the resolution		Votes against the resolution	
			No.	%	No.	%
SPECIAL BUSINESS - SPECIAL RESOLUTION						
1.	Continuation of Directorship of Mr. E. M. Paulose, Non-executive Independent Director who has attained the age of above 75 years	E Voting	36777432	99.27%	271358	0.73%
		Postal Ballot	63208	91.64%	5770	8.36%
2.	Continuation of Directorship of Mr. C. P. Philipose, Non-executive Independent Director who has attained the age of above 75 years	E Voting	36777432	99.27%	271358	0.73%
		Postal Ballot	62878	91.59%	5770	8.41%

The Resolutions stand passed under Remote e-Voting and Postal Ballot as Special Resolutions with requisite majority as specified under the Companies Act, 2013.

Thank You

Yours faithfully

For SVJS & Associates
Company Secretaries


P. DIVINCENZI
Managing Partner
CP No: 7940

revised the report
For KiteX Garments Limited


Company Secretary