

GTNC/2018-19  
30.3.2019

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**MUMBAI – 400 001**

The Manager,  
Listing Department,  
The National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1,  
G-Block, Bandra-Kurla Cmplx, Bandra (E),  
**MUMBAI – 400 051**

Dear Sirs,

Sub: Declaration of Postal Ballot - Voting Results  
Ref : Patspin India Limited

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Please refer to our letter dated 27.2.2019 forwarding to you copy of the Postal Ballot Notice dated 13.2.2019, sent to our Members seeking their approval for alteration of Object Clause of the Memorandum of Association and adoption of New set of Articles of Association.

Further we wish to inform you that Shri MRL Narasimha, FCS (Membership No.2851, CP.NO 799), Practicing Company Secretary, Scrutinizer has submitted his Report dated 29<sup>th</sup> March, 2019 on the voting done through Postal Ballot forms as well as through e-voting by the Members. A copy of the said Report alongwith details of Voting Results as per Regulation 44 (3) of SEBI (LODR) Regulations, 2015 is also enclosed herewith for your reference.

This is for your kind information and records.

Thanking you,

Yours faithfully,  
For PATSPIN INDIA LIMITED



Dipu George  
Deputy Company Secretary

**PATSPIN INDIA LIMITED**

CIN: L18101KL1991PLC006194

**MARKETING / REGD. OFFICE :**

3rd Floor, Palal Towers, M.G. Road, Ravipuram, Kochi-682 016, India  
Phone : 91-484-2661900, Fax: 91-484-2370812/2661980  
E-mail: cs@patspin.com

**CORPORATE OFFICE :**

43, Mittal Chambers, 4th Floor, 228, Nariman Point, Mumbai-400 021 India.  
Phones: 91-22-2202 1013 / 22028246, Fax: 91-22-2287 4144  
E-mail: mumbai@gtntextiles.com  
www.patspin.com

**Patspin India Limited**

**Details of Voting Results as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Date of Declaration of Postal Ballot Result</b>	30 <sup>th</sup> March 2019
<b>Cut-off date</b>	22 <sup>nd</sup> February 2019
<b>Total Number of Shareholders as on Cut-off date</b>	17677
<b>No. of Shareholders who casted their votes</b>	
Promoters and Promoter Group	11
Public	28
<b>Resolution Required</b>	Special
<b>Summary of Resolutions</b>	Approval for :  <u>Resolution No. 1</u> Alteration of the Objects Clause of the Memorandum of Association of the Company  <u>Resolution No. 2</u> Amendment of the Liability Clause of the Memorandum of Association of the Company  <u>Resolution No. 3</u> Adoption of new set of Articles of Association of the Company
<b>Whether Promoter / Promoter Group are interested in the Resolutions</b>	No

**Detail of the Agenda:**

**Resolution No.1**

Alteration of the Objects Clause of the Memorandum of Association of the Company

**Resolution required:** Special

**Whether promoter / promoter group are interested in the agenda / resolution :** No

Promoter/ Public	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	20096918	17606918	87.61	17606918	-	100	-
	Ballot Poll		-	-	-	-	-	
	Total		17606918	87.61	17606918	-	100	-
Public – Institution	E-voting	118417	-	-	-	-	-	-
	Ballot Poll		-	-	-	-	-	
	Total		-	-	-	-	-	
Public – Non Institution	E-voting	10704665	151	0.001	113	38	74.8344	25.1655
	Ballot Poll		2210	0.021	2210	-	100	-
	Total		2361	0.022	2323	38	98.3905	1.6094
<b>Total</b>		<b>30920000</b>	<b>17609279</b>	<b>56.95</b>	<b>17609241</b>	<b>38</b>	<b>99.9998</b>	<b>0.0002</b>

Passed with requisite majority



**Resolution No.2**

Amendment of the Liability Clause of the Memorandum of Association of the Company

**Resolution required:** Special**Whether promoter / promoter group are interested in the agenda / resolution :** No

Promoter/ Public	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	20096918	17606918	87.61	17606918	-	100	-
	Ballot Poll		-	-	-	-	-	-
	Total		17606918	87.61	17606918	-	100	-
Public – Institution	E-voting	118417	-	-	-	-	-	-
	Ballot Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institution	E-voting	10704665	151	0.001	113	38	74.8344	25.1655
	Ballot Poll		2210	0.021	2210	-	100	-
	Total		2361	0.022	2323	38	98.3905	1.6094
Total		30920000	17609279	56.95	17609241	38	99.9998	0.0002

Passed with requisite majority

**Resolution No.3**

Adoption of new set of Articles of Association of the Company

**Resolution required:** Special**Whether promoter / promoter group are interested in the agenda / resolution :** No

Promoter/ Public	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	20096918	17606918	87.61	17606918	-	100	-
	Ballot Poll		-	-	-	-	-	-
	Total		17606918	87.61	17606918	-	100	-
Public – Institution	E-voting	118417	-	-	-	-	-	-
	Ballot Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institution	E-voting	10704665	151	0.001	141	10	93.3774	6.6225
	Ballot Poll		2210	0.021	2110	100	95.4751	4.5248
	Total		2361	0.022	2251	110	95.3409	4.6590
Total		30920000	17609279	56.95	17609169	110	99.9994	0.0006

Passed with requisite majority



For PATSPIN INDIA LIMITED

*Dipu George*  
Dipu George  
(Deputy Company Secretary)  
(A 38716)

**REPORT OF SCRUTINIZER**

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014)

To,  
The Chairman,  
Board of Directors  
PATSPIN INDIA LIMITED  
CIN: L1810KL1991PLC006194  
3<sup>rd</sup> Floor, Palal Towers,  
M.G.Road, Ravipuram  
Ernakulam 682 016

Sir,

I, M.R.L.Narasimha, Practicing Company Secretary, (M.No 2851,CP.No 799) having office at 34-C, 3<sup>rd</sup> Cross, Ramalinga Nagar, K.K.Pudur, Coimbatore-641038, was appointed as scrutinizer by the Board Of Directors of PATSPIN INDIA LIMITED (the company) for the purpose of scrutinizing Postal Ballot including E-voting process in a fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated 13<sup>th</sup> February 2019 proposed to be passed by the Equity Shareholders of the company, submit my report as under:

1. In accordance with the Notice of the Postal Ballot dated 13<sup>th</sup> February 2019, dispatched to the shareholders by Registered Book Post on 27<sup>th</sup> February 2019 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on 28<sup>th</sup> February 2019, the voting commenced 28<sup>th</sup> February 2019 (at 9.00 hours) and ended on 29<sup>th</sup> March 2019 (at 17.00hours) for physical ballots and as well as for E-voting. The E-Voting facility was provided by Central Depository Services Limited(CDSL). The votes were unblocked at 7:16 p.m. on 29<sup>th</sup> March 2019 in the presence of two witnesses not in the employment of the company and the E-voting summary statement was downloaded from E-Voting website of Central Depository Services Limited (CDSL) (<http://www.evoting.india.com>).
2. The Equity shareholders holding shares as on 22<sup>nd</sup> February 2019," Cut Off date", were entitled to vote on the resolution stated in the notice of the postal ballot.
3. The Register of the ballots showing Equity Shareholders who have given their "Assent and Dissent" and E-voting results downloaded from the E-Voting website of the Central Depository Services Limited (<http://www.evoting.india.com>) are being handed over to the Chairman.
4. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the company/R&TA and the authorizations / power of attorney etc. lodged with the company. The voters were also scrutinized for the purpose of eliminating duplicate in voting, i.e. on E-voting as well as by physical ballot.

*M.R.L.Narasimha*

5. The result of the voting is as under

**1) Special Resolution:-**

Alteration of the Objects Clause of the Memorandum of Association of the company

Particulars	Remote E-Voting		Voting through Postal Ballot		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	14	1,76,07,031	23	2,210	37	1,76,09,241	99.9998
Dissent	2	38	-	-	2	38	0.0002
Rejections	-	-	-	-	-	-	-
<b>Total</b>	<b>16</b>	<b>1,76,07,069</b>	<b>23</b>	<b>2,210</b>	<b>39</b>	<b>1,76,09,279</b>	<b>100</b>

Based on the aforesaid results, I report that the Special Resolution as contained in Item.No.1 of the Notice dated on 13<sup>th</sup> February, 2019, has been passed with requisite majority

**2) Special Resolution: -**

Amendment of the Liability Clause of Memorandum of Association of the Company

Particulars	Remote E-Voting		Voting through Postal Ballot		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	14	1,76,07,031	23	2,210	37	1,76,09,241	99.9998
Dissent	2	38	-	-	2	38	0.0002
Rejections	-	-	-	-	-	-	-
<b>Total</b>	<b>16</b>	<b>1,76,07,069</b>	<b>23</b>	<b>2,210</b>	<b>39</b>	<b>1,76,09,279</b>	<b>100</b>

Based on the aforesaid results, I report that the Special Resolution as contained in Item.No.2 of the Notice dated on 13<sup>th</sup> February,2019, has been passed with requisite majority

**3) Special Resolution:-**

Adoption of new set of Articles of Association of the Company

Particulars	Remote E-Voting		Voting through Postal Ballot		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	15	1,76,07,059	22	2,110	37	1,76,09,169	99.9994
Dissent	1	10	1	100	2	110	0.0006
Rejections	-	-	-	-	-	-	-
<b>Total</b>	<b>16</b>	<b>1,76,07,069</b>	<b>23</b>	<b>2,210</b>	<b>39</b>	<b>1,76,09,279</b>	<b>100</b>

Based on the aforesaid results, I report that the Special Resolution as contained in Item.No.3 of the Notice dated on 13<sup>th</sup> February,2019, has been passed with requisite majority

*M. R. L. Narasimha*

*M. R. L. Narasimha* BCom, FCS  
PRACTISING COMPANY SECRETARY

6. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) will remain in our custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

**M.R.L. NARASIMHA, B.Com., FCS.,**  
**Practising Company Secretary**  
M. No : 2851, C.P. 799,  
Old No : 34-C, New No : 8, IIIrd Cross,  
RAMALINGA NAGAR, K.K. PUDUR,  
COIMBATORE - 641 038  
CELL : 98422 54175

*M. R. L. Narasimha*

M.R.L NARASIMHA  
Practicing Company Secretary  
Membership No.2851  
C.P. No. 799

Place : Kochi  
Date: 29.3.2019

Witness: -

- 1) M.L. Adithya Sudharshan  
34-c 3<sup>rd</sup> Cross R.L.Nagar K.K.Pudur  
Coimbatore 641038
- 2) CS E.K.Balakrishnan  
Krishna Kripa XXX/160  
Thripunithura  
Ernakulam - 682.301.

*M.L. Adithya Sudharshan*

*E.K. Balakrishnan* 5-4

Counter Sign by  
Dipa George,  
Deputy Company Secretary  
*Dipa*



**PATSPIN INDIA LIMITED**

**DECLARATION OF RESULT OF POSTAL BALLOT**

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Notice of the Postal Ballot dated 13.2.2019 had been circulated to the Shareholders of the Company for seeking their consent by way of Special Resolutions on the matter set out therein. The Notice was containing Special resolution together with the Explanatory Statement stating the material facts and reasons pursuant to Section 180(1) (a) of the Companies Act, 2013.

The Company had also provided e-voting facility to the Shareholders to enable them to cast their votes electronically on the special resolution proposed in the Notice of Postal Ballot.

The voting (by means of Postal Ballot and e-Voting) was opened from 9:00 a.m on 28<sup>th</sup> February 2019 to 5:00 p.m on 29<sup>th</sup> March 2019.

The Board of Directors had appointed Shri. MRL Narasimha, Practicing Company Secretary as the Scrutinizer for conducting the Postal Ballot / e-Voting in a fair and transparent manner.

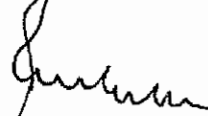
Shri. MRL Narasimha, Scrutinizer has carried out the scrutiny of all the postal ballot forms received and votes casted by means of ballot as well as e-voting and submitted his report on 29<sup>th</sup> February 2019.

Members of the Company hereby informed that on the basis of report submitted by the Scrutinizer for conducting the postal ballot / e-voting process, the result of the voting in relation to the resolution seeking members consent is given hereunder:

Resolution	Type of Resolution	No. of Votes in favour	% of votes in favour	No. of Votes against	% of votes against	Remarks
Alteration of the Objects Clause of the Memorandum of Association of the Company	Special	1,76,09,241	99.9998	38	0.0002	Passed with requisite majority
Amendment of the Liability Clause of the Memorandum of Association of the Company	Special	1,76,09,241	99.9998	38	0.0002	Passed with requisite majority
Adoption of new set of Articles of Association of the Company	Special	1,76,09,169	99.9994	110	0.0006	Passed with requisite majority

Based on the Report of the Scrutinizer, I hereby declare that the Special Resolutions as set out in the Notice of Postal Ballot dated 13<sup>th</sup> February 2019 has been duly approved by the shareholders with requisite majority.

For PATSPIN INDIA LIMITED

  
B.K. PATODIA  
Chairman  
(DIN: 00003516)

Date: 30<sup>th</sup> March 2019  
Place: Mumbai

**PATSPIN INDIA LIMITED**

**CORPORATE OFFICE :**

43, Mittal Chambers, 4th Floor, 228, Nariman Point, Mumbai - 400 021, India  
Phones : 91-22-22021013/22028246/22020047, Fax : 91-22-22874144  
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E-mail : mktg.ho@gnttextiles.com

www.gnttextiles.com  
ISO 9001:2000 Certified



TO WHOMSOEVER IT MAY CONCERN

Sub: Authorization to receive, accept and counter sign "Scrutinizer's Report" from M/s. MRL Narasimha, Practicing Company Secretary in respect of the Postal Ballot results to be announced on 29.3.2019

Ref: Patspin India Limited

With reference to the above, I hereby authorize Shri. Umang Patodia, Managing Director and in his absence Shri. Dipu George, Deputy Company Secretary to receive, accept and counter sign "Scrutinizer's Report" from M/s. MRL Narasimha, FCS Practicing Company Secretary in respect of the combined voting results (remote e-voting as well as postal ballot) for the resolutions moved at the Postal Ballot Notice dated 13.2.2019 and results to be announced on 29.3.2019.



**B.K. Patodia**  
Chairman

Place : Kochi  
Date: 28.3.2019

**PATSPIN INDIA LIMITED**

**CIN: L18101KL1991PLC006194**

**MARKETING / REGD. OFFICE :**

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