

Ref. GTNC/2023-24

29.9.2023

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

Dear Sir/Madam,

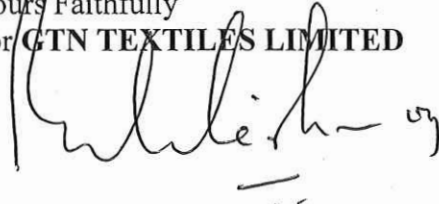
Sub : **Outcome of 18th Annual General Meeting (AGM) held on 29th September 2023**
Ref : **GTN TEXTILES LIMITED**

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith proceedings of the 18th Annual General Meeting of the Company held today i.e. Friday, 29th September, 2023 at 12:15 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Kindly take on record of the same.

Thanking you,
Yours Faithfully

For **GTN TEXTILES LIMITED**



E.K. Balakrishnan
Company Secretary



GTN TEXTILES LIMITED

CIN: L18101KL2005PLC018062

MARKETING / HEAD 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@gtntextiles.com

REGISTERED OFFICE :

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CORPORATE OFFICE :

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GTN TEXTILES LTD

**SUMMARY OF PROCEEDINGS OF THE EIGHTEENTH (18th) ANNUAL GENERAL MEETING
OF THE MEMBERS OF GTN TEXTILES LIMITED HELD THROUGH VIDEO
CONFERENCING (VC) ON FRIDAY 29TH SEPTEMBER 2023 AT 12.15 P.M.**

The 18th Annual General Meeting (the "AGM") of the Members of GTN Textiles Limited ("the Company") was held on Friday, 29th September, 2023 at 12.15 P.M. through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM"), pursuant to General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021, No. 02/2022 dated 05th May, 2022 and Circular 10/2022 dated 28.12.2022 along with all other relevant circulars issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05/01/2023 along with all other Circulars issued by the Securities and Exchange Board of India (referred to as SEBI Circulars) and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The AGM commenced at 12.15 P.M (IST) on Friday, 29th September, 2023 after presence of requisite quorum. Shri. B.K.Patodia, Chairman of the Company chaired the meeting and welcomed the Board of Directors and other Dignitaries of the Company who attended the meeting.

The following persons/shareholders attended the meeting through Video Conferencing (VC).

Directors and Key Managerial Personnel

1	Shri. B.K.Patodia, Chairman & Shareholder
2	Shri. B.L. Singhal, Non-Executive Independent Director & Shareholder, (Chairman: Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee)
3	Shri. N.K.Bafna, Non-Executive Independent Director
4	Shri. VN Balakrishnan, Non-Executive Independent Director & shareholder
5	Shri. C.K.Gopalakrishnan Nair, Non-Executive Independent Director
6	Shri. Umang Patodia, Non-Executive Director & Shareholder
7	Shri. E K Balakrishnan, Company Secretary & Shareholder
8	Shri. M Achuthan, Chief Financial Officer & Shareholder

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Members attended: -

Individual Shareholders	83
Corporate Shareholders	3 represented by Authorized Representative Shri B K Patodia
Total number of shareholders	86

Smt Kalpana M Thakker, Non-Executive Woman Director had requested for leave of absence. Apart from her, all other Directors were present including Shri. B.L.Singhal, Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee at the Annual General Meeting.

Statutory Auditor Shri. P.K. Manoj, FCA, representing M/s L.U.Krishnan & Co. , Shri. MRL Narasimha FCS, Secretarial Auditor & Scrutinizer and Shri K Balasubramiam, General Manager of Registrar and Share Transfer Agents of the Company M/s Integrated Registry Management Services Private Limited were also present at the meeting.

The Company Secretary informed that this Annual General Meeting is being held through Video Conferencing in accordance with the Circulars issued by the MCA and SEBI under the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

He then informed the members that the requisite statutory books and registers are available and open for inspection by the Members of the company. The report of the statutory auditors was unqualified and contained no adverse remarks, in terms of provisions of Section 145 of the Companies Act 2013, Auditors Report is not required to be read.

With the permission of the members present, Notice of the meeting, the Board's Report and the Financial Statements were taken as read.

The Company Secretary then explained the process of attending AGM and e-voting during the AGM. He thereafter explained that as required under the provisions of Section 108 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the company has provided the e-voting facility to the members in respect of the business transacted at the 18th AGM of the Company as well as to participate in the AGM through Video Conferencing (VC)/Other Audio Visual Means (OAVM) administered by CDSL. E-voting was commenced on Tuesday 26th September 2023 at 9:00 am. and ended on Thursday 28th September 2023 at 5:00 p.m. The shareholders have been provided the facility to join the AGM through Video Conferencing and Other Audio-Visual Means on a first come first serve basis. The shareholders were also given an opportunity to register themselves as speaker shareholders at least 7 days prior to the AGM date in order to raise queries or express their views during the meeting. Shri. MRL Narasimha, Practicing Company Secretary was appointed as the Scrutinizer to conduct e-voting in a fair and transparent manner.

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The members were informed that the consolidated voting results along with the scrutinizers report would be disseminated through the stock exchange, placed on the website of the Company within two working days from the conclusion of the AGM.

In terms of the Notice dated 14th August 2023 convening the 18th AGM of the Company, the following business were transacted at the Meeting through remote e-voting.

Ordinary Businesses

1. To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors' thereon.
2. To appoint Shri. Umang Patodia, Non-Executive Director (DIN: 00003588), who retires by rotation and being eligible, offers himself for re-appointment

Special Businesses:

3. Shifting of the Registered Office of the Company outside local limits of city, town or village, within the same Registrar of Companies (ROC) and State
4. Approval for remuneration of Shri. B.K. Patodia (DIN: 00003516) Chairman & Managing Director of the Company, for his balance tenure from 1.10.2023 to 18.12.2025
5. Approval for Material Related Party Transactions with M/s Patspin India Ltd
6. Approval for Material Related Party Transactions with M/s GTN Enterprises Ltd
7. Approval for Material Related Party Transactions with M/s. Beekaypee Credit Private Limited
8. Approval for Material Related Party Transactions with M/s. Umang Finance Private Limited
9. Approval for Material Related Party Transactions with M/s. Patodia Exports & Investments Private Limited
10. Approval for Material Related Party Transactions with Smt Prabha Patodia, Smt Mala Patodia & Smt. Swati Patodia

Shri. B K Patodia, Chairman welcomed the members to the meeting and requested the Board members and CFO to have a roll call. All Directors & CFO then made roll call confirming their presence in the Meeting. Thereafter Chairman requested Shri. Umang Patodia, Director to read out Chairman's Speech on his behalf. Shri. Umang Patodia, Director read out Chairman's Speech, which highlighted the economic and industrial scenario, business prospects, and performance of the Company for the financial year 2022-23.

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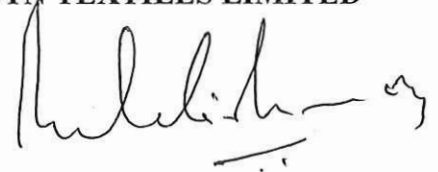
Three of the shareholders had registered themselves as speakers. Since, all the three shareholders had not logged in as confirmed by CDSL Technical Team, the meeting proceeded with the Vote of thanks to the Chair.

The Chairman Shri B K Patodia concluded the meeting and wished all the shareholders and their families a very healthy and safe future.

The e-Voting facility was kept open for the next 30 minutes to enable the Members to cast their vote. The AGM was concluded at 12.31 PM (IST) and e-voting facility was kept open for next 30 minutes.

The above is for your kind perusal and record. The result of the e-voting will be submitted, separately

For **GTN TEXTILES LIMITED**



E.K. Balakrishnan
Company Secretary

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