

**KITEX****Kitex Garments Limited**

(L18101KL1992PLC006528)

P. B. No. 5, Kizhakkambalam,

Alwaye, Kochi, Kerala, 683562

Phone: 91 484 4142000,

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Email: [sect@kitexgarments.com](mailto:sect@kitexgarments.com)website: [www.kitexgarments.com](http://www.kitexgarments.com)

Ref: KGL/SE/2019-20/AUG/11

August 29, 2019

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

**Sub: SUBMISSION OF DETAILS REGARDING THE E-VOTING RESULTS UNDER REG 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE 27<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON AUGUST 28, 2019**

This is with reference to the earlier communication regarding the Annual General Meeting of the Company. Please note that the 27<sup>th</sup> Annual General Meeting of the Company was duly held on Wednesday, August 28, 2019 at 10:00 A.M. at the Factory Premises of the Company at Building no. 9/536A, Kizhakkambalam, Kochi – 683562, Kerala, to transact the business mentioned in the notice of the Annual General Meeting dated July 5, 2019.

As required by the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and Reg 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the facility of voting through remote e-voting and by venue e-voting at Annual General Meeting was provided to the members. The remote e-voting facility was open from Sunday, August 25, 2019 at 9:00 AM to Tuesday, August 27, 2019 at 5:00 PM to enable the members to cast their votes. The Company had appointed Mr. P. D. Vincent, Practising Company Secretary as Scrutinizer for the remote e-voting and e-voting at the AGM. All the items of business as mentioned in the Annual General Meeting notice have been transacted and based on the report of the scrutinizer, the resolutions indicated below were declared as duly passed by requisite majority. The scrutinizers report is enclosed as Annexure-1.



Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the consolidated outcome of voting held through remote e-voting and e-voting at 27<sup>th</sup> Annual General Meeting of the Company.

Kindly request you to take above information on your records.

Thanking you,

Yours faithfully,

For **Kitex Garments Limited**



**CS. Mithun B Shenoy**  
Company Secretary & Compliance officer

Enclosure: As above



## VOTING RESULTS

<b>Date of the AGM/EGM</b>	28.08.2019
<b>Total number of shareholders on record date</b>	35487
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	4
Public:	101
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	Nil
Public:	Nil

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

**Item 1: To receive, consider and adopt Audited Financial Statements (including the Consolidated financial statements) of the Company for the year ended March 31, 2019 together with the Report of the Board of Directors and Independent Auditors report thereon.**

**Resolution required: (Ordinary/ Special)**

Ordinary

**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		36754421	99.99	36754421	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	36756502	-	-	-	-	-	-
	Total	36756502	36754421	99.99	36754421	-	100.00	-
Public- Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	1154792	-	-	-	-	-	-
	Total	1154792	-	-	-	-	-	-
Public- Non Institutions	E-Voting		11289396	39.49	11059691	229705	97.97	2.03
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	28588706	-	-	-	-	-	-
	Total	28588706	11289396	39.49	11059691	229705	97.97	2.03
<b>Total</b>		<b>66500000</b>	<b>48043817</b>	<b>72.25</b>	<b>47814112</b>	<b>229705</b>	<b>99.52</b>	<b>-</b>

The above resolutions were declared to have been passed as an Ordinary Resolution with requisite majority.



**Item 2: To declare a final Dividend of Rs. 1.50 per equity share for the financial year ended March 31, 2019.**

Ordinary

**Resolution required: (Ordinary/ Special)**

No

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

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		36754421	99.99	36754421	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	36756502	-	-	-	-	-	-
	Total	36756502	36754421	99.99	36754421	-	100.00	-
Public- Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	1154792	-	-	-	-	-	-
	Total	1154792	-	-	-	-	-	-
Public- Non Institutions	E-Voting		11289396	39.49	11059689	229707	97.97	2.03
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	28588706	-	-	-	-	-	-
	Total	28588706	11289396	39.49	11059689	229707	97.97	2.03
<b>Total</b>		<b>66500000</b>	<b>48043817</b>	<b>72.25</b>	<b>47814110</b>	<b>229707</b>	<b>99.52</b>	<b>0.48</b>

The above resolutions were declared to have been passed as an Ordinary Resolution with requisite majority.



Item 3: To appoint a Director in place of Mr. Sabu M. Jacob (DIN 00046016), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and Article 116 of Articles of Association, and being eligible offers himself for re-appointment.

Resolution required: (Ordinary/ Special)

Ordinary

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		36754421	99.99	36754421	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	36756502	-	-	-	-	-	-
	Total	36756502	36754421	99.99	36754421	-	100.00	-
Public- Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	1154792	-	-	-	-	-	-
	Total	1154792	-	-	-	-	-	-
Public- Non Institutions	E-Voting		11289396	39.49	11059404	229992	97.96	2.04
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	28588706	-	-	-	-	-	-
	Total	28588706	11289396	39.49	11059404	229992	97.96	2.04
<b>Total</b>		<b>66500000</b>	<b>48043817</b>	<b>72.25</b>	<b>47813825</b>	<b>229992</b>	<b>99.52</b>	<b>0.48</b>

The above resolutions were declared to have been passed as an Ordinary Resolution with requisite majority.



**Item 4: Approval for Material Related Party Transactions with Kitex Childrenswear Limited**

Ordinary

Resolution required: (Ordinary/ Special)

Yes

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

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding g 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		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	36756502						
	Total	36756502						
Public- Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	1154792						
	Total	1154792	11288756	39.49	11058925	229831	97.96	2.04
Public- Non Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	28588706						
	Total	28588706	11288756	39.49	11058925	229831	97.96	2.04
<b>Total</b>		<b>66500000</b>	<b>11288756</b>	<b>16.98</b>	<b>11058925</b>	<b>229831</b>	<b>97.96</b>	<b>2.04</b>

The above resolutions were declared to have been passed as an Ordinary Resolution with requisite majority.



**Item 5: Revision in approval for Material Related Party Transactions with Kitex USA LLC**

**Resolution required: (Ordinary/ Special)**

Ordinary

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

Yes

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							
	Poll (applicable)	36756502						
	Total	36756502						
Public- Institutions	E-Voting							
	Poll (applicable)	1154792						
	Total	1154792						
Public- Non Institutions	E-Voting		11288756	39.49	11058925	229831	97.96	2.04
	Poll (applicable)	28588706						
	Total	28588706	11288756	39.49	11058925	229831	97.96	2.04
<b>Total</b>		<b>66500000</b>	<b>11288756</b>	<b>16.98</b>	<b>11058925</b>	<b>229831</b>	<b>97.96</b>	<b>2.04</b>

The above resolutions were declared to have been passed as an Ordinary Resolution with requisite majority.



**Item 6: Re-appointment of Mr. Benni Joseph (DIN: 01219476) as an Independent Director**

Special

**Resolution required: (Ordinary/ Special)**

No

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

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		36754421	99.99	36754421	-	100.00	-
	Poll applicable)	36756502	-	-	-	-	-	-
	Total	36756502	36754421	99.99	36754421	-	100.00	-
Public-Institutions	E-Voting		-	-	-	-	-	-
	Poll applicable)	1154792	-	-	-	-	-	-
	Total	1154792	-	-	-	-	-	-
Public- Non Institutions	E-Voting		11289396	39.49	11059435	229961	97.96	2.04
	Poll applicable)	28588706	-	-	-	-	-	-
	Total	28588706	11289396	39.49	11059435	229961	97.96	2.04
Total		66500000	48043817	72.25	47813856	229961	99.52	0.48

The above resolutions were declared to have been passed as an Special Resolution with requisite majority.





**Item 7: Re-appointment of Mr. E. M. Paulose (DIN: 03563106) as an Independent Director**

**Resolution required: (Ordinary/ Special)**

Special  
No

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

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		36754421	99.99	36754421	-	100.00	-
	Poll (applicable)	36756502	-	-	-	-	-	-
	Total	36756502	36754421	99.99	36754421	-	100.00	-
Public- Institutions	E-Voting		-	-	-	-	-	-
	Poll (applicable)	1154792	-	-	-	-	-	-
	Total	1154792	-	-	-	-	-	-
Public- Non Institutions	E-Voting		11289396	39.49	11059379	230017	97.96	2.04
	Poll (applicable)	28588706	-	-	-	-	-	-
	Total	28588706	11289396	39.49	11059379	230017	97.96	2.04
Total		66500000	48043817	72.25	47813800	230017	99.52	0.48

The above resolutions were declared to have been passed as an Special Resolution with requisite majority.



**Item 8: Re-appointment of Mr. E. M. Paulose, Non-executive Independent Director who has attained the age of above 75 years**

Special

Resolution required: (Ordinary/ Special)

No

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

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		36754421	99.99	36754421	-	100.00	-
	Poll	36756502	-	-	-	-	-	-
	Postal Ballot (if applicable)							
	Total	36756502	36754421	99.99	36754421	0	100.00	0
Public- Institutions	E-Voting		-	-	-	-	-	-
	Poll	1154792	-	-	-	-	-	-
	Postal Ballot (if applicable)							
	Total	1154792	-	-	-	-	-	-
Public- Non Institutions	E-Voting		11289396	39.49	11059088	230308	97.96	2.04
	Poll	28588706	-	-	-	-	-	-
	Postal Ballot (if applicable)							
	Total	28588706	11289396	39.49	11059088	230308	97.96	2.04
Total		66500000	48043817	72.25	47813509	230308	99.52	0.48

The above resolutions were declared to have been passed as an Special Resolution with requisite majority.

Thanking You,

Yours faithfully

For **Kitex Garments Limited**



**Mithun B Shenoy**  
Company Secretary & Compliance officer



65 / 2364A

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Kochi, Ernakulam - 682 017

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**SCRUTINIZER REPORT FOR REMOTE E-VOTING AND E-VOTING AT THE VENUE OF  
THE ANNUAL GENERAL MEETING OF  
KITEX GARMENTS LIMITED**

To,

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

27<sup>th</sup> Annual General Meeting of the equity shareholders of **Kitex Garments Limited (CIN: L18101KL1992PLC006528)** held on Wednesday, the 28<sup>th</sup> day of August, 2019 at 10.00 A.M. at the Factory Premises of the Company at Building No. 9/536A, Kizhakkambalam, Kochi - 683562.

**Sub: Passing of Resolutions through Remote Electronic Voting and Electronic Voting conducted at the Venue of the 27<sup>th</sup> Annual General Meeting of Kitex Garments Limited.**

I, CS Vincent P.D., Company Secretary in Practice, holding Membership Number: FCS - 3067 and Certificate of Practice Number - 7940, Managing Partner, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi, Ernakulam, Kerala- 682017 have been appointed as Scrutinizer for the Remote Electronic Voting and Electronic Voting at the venue of the meeting on the below mentioned resolutions at the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of **KITEX GARMENTS LIMITED (CIN: L18101KL1992PLC006528)**, held on Wednesday, the 28<sup>th</sup> day of August, 2019 at 10.00 A.M. at the Factory Premises of the Company at Building No. 9/536A, Kizhakkambalam, Kochi - 683562.

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 members of the Company and the facility of Electronic Voting at the venue of the Annual General Meeting. Cameo Corporate Services Limited is the Registrar and Share Transfer Agent of the Company.



As the Scrutinizer, I report that in compliance with 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 Sunday, the 25<sup>th</sup> day of August, 2019 at 09.00 A.M to Tuesday, the 27<sup>th</sup> day of August, 2019 at 5.00 P.M. Further, the Remote E-Voting period was completed on the date preceding the date of the Annual General Meeting.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the Remote E-Voting to cast their votes through electronic voting facility provided at the venue during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended.

On completion of the Remote E-Voting period and electronic voting facility provided at the venue of the Annual General Meeting, in compliance with 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 Wednesday, the 28<sup>th</sup> day of August 2019, in the presence of two witnesses who were not employees of the Company. The names and signatures of the witnesses appear elsewhere in this Report.

**The result of the Electronic voting is as under:**

Res olut ion 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
<b>ORDINARY BUSINESS</b>							
<b>1</b>	To receive, consider and adopt Audited Financial Statements (including the Consolidated financial statements) of the Company for the year ended March 31, . 2019 together with the Report of the Board of Directors and Independent Auditors report thereon	48043817	47814112	99.52	71.90	229705	0.48



2	To declare a final Dividend of Rs 1.50 per equity share for the financial year ended March 31, 2019.	48043817	47814110	99.52	71.90	229707	0.48
3	To appoint a Director in place of Mr. Sabu M. Jacob (DIN 00046016), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and Article 116 of Articles of Association, and being eligible offers himself for re-appointment.	48043817	47813825	99.52	71.90	229992	0.48

**SPECIAL BUSINESS (Ordinary Resolution)**

4	Approval for Material Related Party Transactions with Kitex Childrenswear Limited	11288756	11058925	97.96	16.63	229831	2.04
5	Revision in approval for Material Related Party Transactions with Kitex USA LLC.	11288756	11058880	97.96	16.63	229876	2.04

**SPECIAL BUSINESS (Special Resolution)**

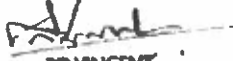
6	Re-appointment of Mr. Benni Joseph (DIN. 01219476) as an Independent Director.	48043817	47813856	99.52	71.90	229961	0.48
7	Re-appointment of Mr. E. M. Paulose (DIN. 03563106) as an Independent Director.	48043817	47813800	99.52	71.90	230017	0.48
8	Re-appointment of Mr. E. M. Paulose, Non-executive Independent Director who has attained the age of above 75 years.	48043817	47813509	99.52	71.90	230308	0.48



All Resolutions stand passed under Electronic Voting as Ordinary and Special Resolutions with requisite majority as specified under the Companies Act, 2013.

Thank You  
Yours faithfully

For SVJS & Associates  
Company Secretaries





P.D. VINCENT  
Managing Partner  
CP No: 7940

Kochi

28/08/2019

Witnesses to the unblocking of Votes:

1.   
Abhijith  
Puthupuzha H  
Thiruvananthapuram P.O  
Chethala  
688532

2.   
Tranoy Cumar  
1/1248 A  
Nath Shanmugaparamba Road  
Kochi - 682061

Reviewed the report  
For KITEX GARMENTS LTD

  
SABU M JACOB  
MANAGING DIRECTOR