



Corporate Relations Department BSE Limited, 1<sup>st</sup> Floor, New Trading Wing Rotunda Building, P J Towers Dalal Street, Fort Mumbai 400 001

28th July, 2016

Dear Sir / Madam,

The Market Operations Department
National Stock Exchange of India Limited
Exchange Plaza, 5<sup>th</sup> Floor
Plot No C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Ref: Morarjee Textiles Limited [Company Code: 532621 (BSE), MORARJEE (NSE)]

Sub: Voting Results of the Annual Meeting held on 27th July, 2016

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find attached herewith the Voting Results of the 21<sup>st</sup> Annual General Meeting of the Company held on Wednesday 27<sup>th</sup> July, 2016, for the Financial Year 2015-2016 in the format as specified by the Board.

Requesting you to kindly take the same and record.

Yours Faithfully,

For Morarjee Textiles Limited

Sanjeev Singh Sengar Company Secretary

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# MORARIEE TEXTILES LTD

| Date of the AGM:  | 27-Jul-16 |
|---|-----------|
| Total Number of shareholders on record date:                                  | 17992     |
| No. of shareholders present in the meeting either in person or through proxy: | 60        |
| Promoters and Prmoter Group:  | 6         |
| Public:   | 54        |
| No. of Shareholders attended the meeting though Video Conferencing            | 0         |
| Promoters and Promoter Group:   | 0         |
| Public:   | 0         |

# Item No. 1 - Adoption of Standalone and Consolidated Financial Statements for the year ended 31st March, 2016

Resolution Required: Ordinary

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

| Category       | Mode of voting | No. of shares<br>held<br>(1) | No. of votes<br>polled<br>(2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes<br>against<br>(5) | % of votes in favour<br>on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against<br>on votes polled<br>(7)=[(5)/(2)]*100 |
|----------------|----------------|------------------------------|-------------------------------|---|----------------------------|--------------------------------|--|--|
| Promoter &     | E-voting       | 0                            | 0                             | 0   | 0                          | 0                              | 0  | 0  |
| Promoter       | Poll           | 21694663                     | 21694663                      | 100%  | 21694663                   | 0                              | 100%   | 0  |
| Group          | Postal Ballot  | -                            |                               | -   | -                          | -                              | -  |  |
|                | Total          | 21694663                     | 21694663                      | 100%  | 21694663                   | 0                              | 100%   | 0  |
|                | E-voting       | 1518358                      | 1518358                       | 100%  | 1518358                    | 0                              | 100%   | 0  |
| Public -       | Poll           | 0                            | 0                             | 0   | 0                          | 0                              | 0  | 0  |
| Institutions [ | Postal Ballot  |                              | -                             | -   | -                          | -                              | _  | -  |
| [              | Total          | 1518358                      | 1518358                       | 100%  | 1518358                    | 0                              | 100%   | 0  |
|                | E-voting       | 1495                         | 1495                          | 100%  | 1485                       | 10                             | 99.33%   | 0.67%  |
| Public - Non   | Poll           | 746697                       | 746697                        | 100%  | 746697                     | 0                              | 100%   | 0  |
| Institutions [ | Postal Ballot  | -                            | -                             | -   | -                          | -                              |  | -  |
|                | Total          | 748192                       | 748192                        | 100%  | 748182                     | 10                             | 100%   | 0.00   |
|                | Total*         | 23961213                     | 23961213                      | 100%  | 23961203                   | 10                             | 100%   | 0.00   |

#### Item No. 2 - declaration of Dividend on Preference and Equity shares for the FY 2015-16

Resolution Required: Ordinary

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

| Category     | Mode of voting | No. of shares<br>held<br>(1) | No. of votes<br>polled<br>(2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes<br>against<br>(5) | % of votes in favour<br>on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against<br>on votes polled<br>(7)=[(5)/(2)]*100 |
|--------------|----------------|------------------------------|-------------------------------|---|----------------------------|--------------------------------|--|--|
| Promoter &   | E-voting       | 0                            | 0                             | 0   | 0                          | 0                              | 0  | 0  |
| Promoter     | Poll           | 21694663                     | 21694663                      | 100%  | 21694663                   | 0                              | 100%   | 0  |
| Group        | Postal Ballot  | -                            | -                             | - "   | -                          |                                |  | -  |
| Стоир        | Total          | 21694663                     | 21694663                      | 100%  | 21694663                   | 0                              | 100%   | 0  |
|              | E-voting       | 1518358                      | 1518358                       | 100%  | 1518358                    | 0                              | 100%   | 0  |
| Public -     | Poli           | 0                            | 0                             | 0   | 0                          | 0                              | 0  | 0  |
| Institutions | Postal Ballot  | •                            |                               | •   | -                          | -                              | -  | -  |
|              | Total          | 1518358                      | 1518358                       | 100%  | 1518358                    | 0                              | 100%   | 0  |
|              | E-voting       | 1495                         | 1495                          | 100   | 1485                       | 10                             | 99.33%   | 0.67%  |
| Public - Non | Poll           | 746697                       | 746697                        | 100%  | 746697                     | 0                              | 100%   | 0  |
| Institutions | Postal Ballot  | -                            | •                             |   | -                          | -                              | _  | -  |
|              | Total          | 748192                       | 748192                        | 100%  | 748182                     | 10                             | 100%   | 0.00%  |
|              | Total*         | 23961213                     | 23961213                      | 100%  | 23961203                   | 10                             | 100%   | 0.00   |

# Item No. 3 - Re-appointment of Mr. Mahesh S. Gupta (DIN: 00046810) as Director

Resolution Required: Ordinary

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

| Category     | Mode of voting | No. of shares<br>held<br>(1) | No. of votes<br>polled<br>(2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes<br>against<br>(5) | % of votes in favour<br>on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against<br>on votes polled<br>(7)=[(5)/(2)]*100 |
|--------------|----------------|------------------------------|-------------------------------|---|----------------------------|--------------------------------|--|--|
| Promoter &   | E-voting       | 0                            | 0                             | 0   | 0                          | 0                              | 0  | 0  |
| Promoter     | Poll           | 21694663                     | 21694663                      | 100%  | 21694663                   | 0                              | 100%   | 0  |
| Group        | Postal Ballot  |                              | -                             | -   | - '                        |                                | - '  | -  |
| Group        | Total          | 21694663                     | 21694663                      | 100%  | 21694663                   | 0                              | 100%   | 0  |
|              | E-voting       | 1518358                      | 1518358                       | 100%  | 1518358                    | 0                              | 100%   | 0  |
| Public -     | Poll           |                              | Ī                             | -   | - '                        | -                              | - '  | -  |
| Institutions | Postal Ballot  | -                            | -                             | -   | - '                        |                                | - '  | -  |
|              | Total          | 1518358                      | 1518358                       | 100%  | 1518358                    | 0                              | 100%   | 0  |
|              | E-voting       | 1495                         | 1495                          | 100%  | 1383                       | 112                            | 92.51%   | 7.49%  |
| Public - Non | Poll           | 746697                       | 746697                        | 100%  | 746695                     | 2                              | 100%   | 0  |
| Institutions | Postal Ballot  |                              |                               |   | · · ·                      | -                              | - 1  |  |
|              | Total          | 748192                       | 748192                        | 100%  | 748078                     | 114                            | 100%   | LE JEST  |
| 7            | Total*         | 23961213                     | 23961213                      | 100%  | 23961099                   | 114                            | 100%   | 0.00%  |

# MORARJEE TEXTILES LTD

Item No. 4 - Re-appointment of M/s. Manubhai & Shah LLP as Statutory Auditors of the Company for the FY 2016-17 and fixing their remuneration.

Resolution Required: Ordinary

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

| Category                     | Mode of voting | No. of shares<br>held<br>(1) | No. of votes<br>polied<br>(2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in<br>favour<br>(4) | No. of votes<br>against<br>(5) | % of votes in favour<br>on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against<br>on votes polled<br>(7)=[(5)/(2)]*100 |
|------------------------------|----------------|------------------------------|-------------------------------|---|----------------------------------|--------------------------------|--|--|
| Promoter &                   | E-voting       | -                            | -                             | -   | -                                |                                | _  | -  |
| Promoter                     | Poll           | 21694663                     | 21694663                      | 100%  | 21694663                         | 0                              | 100%   | 0  |
| Group                        | Postal Ballot  | 0                            | 0                             | 0   | 0                                | 0                              | 0  | 0  |
| Group                        | Total          | 21694663                     | 21694663                      | 100%  | 21694663                         | 0                              | 100%   | 0  |
|                              | E-voting       | 1518358                      | 1518358                       | 100%  | 1518358                          | 0                              | 100%   | 0  |
| Public -                     | Poll           | -                            | -                             | - :   | -                                |                                |  |  |
| Institutions                 | Postal Ballot  | -                            | -                             | -   | _                                |                                |  |  |
|                              | Total          | 1518358                      | 1518358                       | 100%  | 1518358                          | 0                              | 100%   | 0  |
|                              | E-voting       | 1495                         | 1495                          | 100%  | 1483                             | 12                             | 99.20%   | 0.80   |
| Public - Non<br>Institutions | Poli           | 746697                       | 746697                        | 100%  | 746697                           | 0                              | 100%   | 0  |
|                              | Postal Ballot  | -                            | -                             | -   | - 1                              |                                |  |  |
|                              | Total          | 748192                       | 748192                        | 100%  | 748180                           | 12                             | 100%   | 0.00   |
|                              | Total*         | 23961213                     | 23961213                      | 100%  | 23961201                         | 12                             | 100%   | 0.00   |

Item No. 5 -Re-appointment of Mr. R. K. Rewari as the Managing Director for a period of 3 years w.e.f. 1st February, 2016

Resolution Required: Special

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

| Category                     | Mode of voting | No. of shares<br>held<br>(1) | No. of votes<br>polled<br>(2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in<br>favour<br>(4) | No. of votes<br>against<br>(5) | % of votes in favour<br>on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against<br>on votes polled<br>(7)=[(5)/(2)]*100 |
|------------------------------|----------------|------------------------------|-------------------------------|---|----------------------------------|--------------------------------|--|--|
| Promoter &                   | E-voting       | 0                            | 0                             | 0   | 0                                | 0                              | 0  | 0  |
| Promoter                     | Poll           | 21694663                     | 21694663                      | 100%  | 21694663                         | 0                              | 100%   | 0  |
| Group                        | Postal Ballot  | -                            | -                             | •   | -                                | -                              | -  | -  |
| атобр                        | Total          | 21694663                     | 21694663                      | 100%  | 21694663                         | 0                              | 100%   | 0  |
| L                            | E-voting       | 1518358                      | 1518358                       | 100%  | 1518358                          | 0                              | 100%   | 0  |
| Public -                     | Poll           | 0                            | 0                             | 0   | 0                                | 0                              | 0  | 0  |
| Institutions                 | Postal Ballot  |                              | -                             | -   | -                                | -                              | -  | -  |
|                              | Total          | 1518358                      | 1518358                       | 100%  | 1518358                          | 0                              | 100%   | 0  |
| Public - Non<br>Institutions | E-voting       | 1495                         | 1495                          | 100%  | 1483                             | 12                             | 99.20%   | 0.80%  |
|                              | Poli           | 746697                       | 746697                        | 100%  | 746695                           | 2                              | 100%   | 0  |
|                              | Postal Ballot  | -                            | -                             | -   | -                                | -                              | -  | -  |
|                              | Total          | 748192                       | 748192                        | 100%  | 748178                           | 14                             | 100%   | 0  |
|                              | Total*         | 23961213                     | 23961213                      | 100%  | 23961199                         | 14                             | 100%   | 0.00   |

Item No. 6 - Ratification of remuneration of Cost Auditors for the FY 2016-17

Resolution Required: Ordinary

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

| Category     | Mode of voting | No. of shares<br>held<br>(1) | No. of votes<br>polled<br>(2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in<br>favour<br>(4) | No. of votes<br>against<br>(5) | % of votes in favour<br>on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against<br>on votes polled<br>(7)=[(5)/(2)]*100 |
|--------------|----------------|------------------------------|-------------------------------|---|----------------------------------|--------------------------------|--|--|
| Promoter &   | E-voting       | 0                            | 0                             | 0   | 0                                | 0                              | 0  | 0  |
| Promoter     | Poll           | 21694663                     | 21694663                      | 100%  | 21694663                         | 0                              | 100%   | 0  |
| Group        | Postal Ballot  |                              | -                             |   |                                  | -                              | -  |  |
|              | Total          | 21694663                     | 21694663                      | 100%  | 21694663                         | 0                              | 100%   | 0  |
|              | E-voting       | 1518358                      | 1518358                       | 100%  | 1518358                          | 0                              | 100  | 0  |
| Public -     | Poli           | 0                            | 0                             | 0   | 0                                | 0                              | 0  | 0  |
| Institutions | Postal Ballot  | -                            | -                             | -   | -                                | -                              | -  | -  |
|              | Total          | 1518358                      | 1518358                       | 100%  | 1518358                          | 0                              | 100%   | 0  |
|              | E-voting       | 1495                         | 1495                          | 100%  | 1385                             | 110                            | 92.64%   | 7.36%  |
| Public - Non | Poll           | 746697                       | 746697                        | 100%  | 746695                           | 2                              | 100%   | 0%   |
| Institutions | Postal Ballot  | -                            | -                             | -   |                                  | -                              | -  | -  |
|              | Total          | 748192                       | 748192                        | 100%  | 748080                           | 112                            | 99.996   | 0%   |
|              | Total*         | 23961213                     | 23961213                      | 100%  | 23961101                         | 112                            | 1 100%   | TEUR   |