

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

P.B.NO.5, KIZHAKKAMBALAM-683562, KOCHI, KERALA, INDIA

PHONE: 91 484 4142000, FAX: 91 484 2680604

E mail: kgl@kitexgarments.com

CIN: L18101KL1992PLC006528

www.kitexgarments.com

KGL/26<sup>th</sup> AGM/voting\_results\_280718

July 30, 2018

Ref:

Date:

**The Secretary**

BSE Limited

Corporate Relationship Dept, 1<sup>st</sup> 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**

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 26<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON JULY 28, 2018**

This is with reference to the earlier communication regarding the Annual General Meeting of the Company. Please note that the 26<sup>th</sup> Annual General Meeting of the Company was duly held on Saturday, July 28, 2018 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 2, 2018.

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 Wednesday, July 25, 2018 at 9:00 AM to Friday, July 27, 2018 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 26<sup>th</sup> Annual General Meeting of the Company.

Your are requested to kindly take above information on your records.

Thanking you,

Yours faithfully,

For **Kitex Garments Limited**



**Sabu M. Jacob**

Chairman and Managing Director

Enclosure: As above 

## VOTING RESULTS

<b>Date of the AGM/EGM</b>	28.07.2018
<b>Total number of shareholders on record date</b>	37513
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	84
Public:	4
<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: Adoption of Audited Financial Statements (including the Consolidated financial statements) of the Company together with the Report of the Board of Directors and Independent Auditors report

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		36092842	99.03	36092842	0.00	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	36444641	-	-	-	-	-	-
Public- Institutions	Total	36444641	36092842	99.03	36092842	0.00	100.00	0.00
	E-Voting		766569	100.00	751995	14574	98.10	1.90
	Poll	766569	-	-	-	-	-	-
Public- Non Institutions	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	766569	766569	100.00	751995	14574	98.10	1.90
	E-Voting		236343	0.81	20592	215751	8.71	91.29
Public- Non Institutions	Poll	29288790	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	29288790	236343	0.81	20592	215751	8.71	91.29
<b>Total</b>		<b>66500000</b>	<b>37095754</b>	<b>55.78</b>	<b>36865429</b>	<b>230325</b>	<b>99.38</b>	<b>0.62</b>



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**Item 2: Declaration of final Dividend and ratification of Interim Dividend**

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		36092842	99.03	36092842	0.00	100.00	0.00
	Poll	36444641	-	-	-	-	-	-
	Postal Ballot (if applicable)							
Public- Institutions	Total	36444641	36092842	99.03	36092842	0.00	100.00	0.00
	E-Voting		766569	100	751995	14574	98.10	1.90
	Poll	766569	-	-	-	-	-	-
Public- Non Institutions	Postal Ballot (if applicable)							
	Total	766569	766569	100.00	751995	14574	98.10	1.90
	E-Voting		236343	0.81	20607	215736	8.72	91.28
Public- Non Institutions	Poll	29288790	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	29288790	236343	0.81	20607	215736	8.72	91.28
<b>Total</b>		<b>66500000</b>	<b>37095754</b>	<b>55.78</b>	<b>36865444</b>	<b>230310</b>	<b>99.38</b>	<b>0.62</b>

**Item 3: Re-appointment of director Mrs. Sindhu Chandrasekhar (DIN 06434415) who retires by rotation**

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		36092842	99.03	36092842	0.00	100.00	0.00
	Poll	36444641	-	-	-	-	-	-
	Postal Ballot (if applicable)							
<b>Total</b>		<b>36444641</b>	<b>36092842</b>	<b>99.03</b>	<b>36092842</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>





	Total	36444641	36092842	99.03	36092842	0.00	100.00	0.00
Public- Institutions	E-Voting		766569	100	751995	14574	98.10	1.90
	Poll	766569	-	-	-	-	-	-
	Postal Ballot (if applicable)							
Public- Non Institutions	Total	766569	766569	100	751995	14574	98.10	1.90
	E-Voting		236343	0.81	20512	215831	8.68	91.32
	Poll	29288790	-	-	-	-	-	-
	Postal Ballot (if applicable)							
<b>Total</b>		29288790	236343	0.81	20512	215831	8.68	91.32
		<b>66500000</b>	<b>37095754</b>	<b>55.78</b>	<b>36865349</b>	<b>230405</b>	<b>99.38</b>	<b>0.62</b>

**Item 4: Appointment of Independent Auditors and fixation of their remuneration**

To appoint the Independent Auditors and to fix their remuneration by considering and if thought fit, to pass with or without modifications(s) the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any amendment(s) thereto or re-enactment(s) thereof for the time being in force, M/s. MSKA & Associates, Chartered Accountants, Chennai (FRN 105047W) be and is hereby appointed as the Independent Auditors of the Company (in place of M/s. Varma and Varma, Chartered Accountants, Kochi, retiring Auditors who have expressed their unwillingness to be reappointed as per provisions contained in Section 139(9)(b) of Companies Act, 2013) to hold office from the conclusion of this 26th Annual General Meeting till conclusion of 31st Annual General Meeting to be held in the year 2023, for a tenure of 5 (FIVE) years on such remuneration plus other taxes as applicable as may be mutually agreed to between the Board of Directors/ Committee of the Board of Directors and the said Independent Auditors."

**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		36092842	99.03	36092842	0	100.00	0.00
	Poll	36444641	-	-	-	-	-	-
	Postal Ballot (if applicable)							
Director	Total	36444641	36092842	99.03	36092842	0	100.00	0.00
	E-Voting		766569	100.00	747826	18743	97.55	2.45
	Poll	766569	-	-	-	-	-	-

Dr. H. H. ...

Institutions	Postal ballot (if applicable)								
Total	766569	766569	100.00	747826	18743	97.55	-	2.45	-
E-Voting		236273	0.81	20772	215501	8.79	-	91.21	-
Poll		-	-	-	-	-	-	-	-
Public- Non Institutions	29288790								
Total	29288790	236273	0.81	20772	215501	8.79	-	91.21	-
Total	66500000	37095684	55.78	36861440	234244	99.37	-	0.63	-

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

Thanking You,

Yours faithfully  
For **Kitex Garments Limited**

**Sabu M. Jacob**  
Chairman and Managing Director



**Corp. Office :** 39 /3525, Kausthubham  
Manikkath Road, Ravipuram, Kochi  
Ernakulam, Kerala, India - 682 016

www.svjs.in  
info@svjs.in / svjsassociates@gmail.com

+91 484 2356449 (Regd. Office)  
+91 484 2357039 (Corp. Office)

**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

26<sup>th</sup> Annual General Meeting of the Members of **Kitex Garments Limited** held on Saturday, 28<sup>th</sup> July, 2018 at the Factory Premises of the Company at Building No. 9/536A, Kizhakkambalam, Alwaye – 683 562 at 10.00 A.M.

**Sub: Passing of Resolutions through Remote Electronic Voting and Electronic Voting at the Venue of the 26<sup>th</sup> Annual General Meeting of Kitex Garments Limited**

I, CS P.D.Vincent, Company Secretary in Practice, holding Membership Number: FCS – 3067 and Certificate of Practice Number – 7940, Senior Partner, SVJS& Associates, Company Secretaries, 39/3525,Kausthubham,Manikkath Road, Ravipuram, Kochi – 682016, Kerala have been appointed as Scrutinizer for the Remote Electronic Voting and electronic voting at the venue of the meeting on the under noted resolutions at the 26<sup>th</sup> Annual General Meeting of the Members of Kitex Garments Limited (CIN :L18101KL1992PLC006528), held on Saturday,28<sup>th</sup>July,2018 at the Factory Premises of the Company at Building No. 9/536A, Kizhakkambalam, Alwaye – 683 562.

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 Wednesday, 25<sup>th</sup> July, 2018 at 9.00 A.M to Friday, 27<sup>th</sup> July, 2018 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 28<sup>th</sup> July, 2018, 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:

Resol uti on 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>							
1	Adoption of Audited Financial Statements (including the Consolidated financial statements) of the Company together with the Report of the Board of Directors and Independent Auditors report	37095754	36865429	99.38%	55.44%	230325	0.62%
2	Declaration of final Dividend and ratification of Interim Dividend.	37095754	36865444	99.38%	55.44%	230310	0.62%
3	Re-appointment of director Mrs. Sindhu Chandrasekhar (DIN 06434415) who retires by rotation	37095754	36865349	99.38%	55.44%	230405	0.62%




4	Appointment of Independent Auditors and fixation of their Remuneration	37095684	36861440	99.37%	55.43%	234244	0.63%
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All the Resolutions stand passed under Electronic Voting as Ordinary Resolutions with requisite majority as specified under the Companies Act, 2013.

Thank You

Yours faithfully

For SVJS & Associates  
Company Secretaries

  
P. D. VINCENT  
Partner  
CP No: 7940

Kochi

28.07.2018

*received the report*

For KITEX GARMENTS LTD

  
SABU M JACOB  
MANAGING DIRECTOR

Witnesses to the unblocking of Votes:

1. *Tracy Lema*  
4/1/1284 B, Kiplan Road  
Kochi - 682001



2. *Souraj P*  
Flat No: 89, JM Habitat, Sasthri Road  
Vaduthala, Kochi - 682023

