

REF / GTL/ STO.EXC/ 2025

25-7-2025

To

**M/s. National Stock Exchange of India Limited,**  
Listing Compliance Department  
Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex,  
Bandra –(East).  
Mumbai-400051.

**SCRIP CODE: GANGOTRI**

Sub : Submission of the proceedings of the 36<sup>th</sup> Annual General Meeting held  
On 25-7-2025 through video conferencing

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We are submitting herewith the proceedings of the 36<sup>th</sup> Annual General Meeting of the company held on 25-7-2025 through video conferencing.

We request you to kindly take the above on your record.

Thanking you.

Yours faithfully,

For **GANGOTRI TEXTILES LIMITED**



**AUTHORISED SIGNATORY**

**GANGOTRI TEXTILES LIMITED**  
**PROCEEDINGS OF 36<sup>TH</sup> ANNUAL GENERAL MEETING**  
**25-7-2025 –FRIDAY (Through Video Conferencing)**

Proceedings of the 36<sup>TH</sup> Annual General Meeting of M/S.Gangotri Textiles Limited held on Friday, the 25<sup>th</sup> day of July, 2025 at 10.30 A.M through Video Conferencing.

Members present :

Directors' Present : 1) Sri. Manoj Kumar Tibrewal – Managing Director  
2) Sri. N.Venkatesan - Independent Director  
( Chairman of the Audit Committee and Nomination & Remuneration Committee )

Both Sri.T.M.Mohanraj ,the erstwhile Statutory Auditor and Sri.M.Gangadaran the newly appointed Statutory Auditor of the Company were also attended the Zoom meeting.

Sri.Manoj Kumar Tibrewal, Managing Director was elected to be the Chairman of the meeting and he presided. The Chairman delivered the welcome address to the shareholders. In his address, he has narrated about the current situation of the company as follows..

During the year under review, the Company has effected zero Turnover. During the year the company has filed Corporate Insolvency Resolution Process ( Insolvency Petition ) before the Hon'ble National Company Law Tribunal, Chennai on 20-11-2024 vide IBBI Ref No IAAA -1124-006501 dated 20-11-2024. The process has been approved by the Board of Directors in their meeting held on 29.1.2024 and in the Extraordinary General Meeting of the company held on 15-02-2024 , approved by the majority of the share holders..

As stated earlier , the company is no longer a going concern.. The company is facing severe financial crisis . The day-today expenses are still being met by borrowing funds from the Managing Director. Even the Managing Director is not being paid his salary regularly since September.2017. As already stated , the Lenders have sold the entire Assets of the Company and adjusted the proceeds against the loan due from the company. Even after adjusting the entire sale proceeds against the loan , there remains huge amount to be settled by the company. The Company could not pay even the Annual Listing Fee to the Stock Exchanges for five Financial years since 2016-17. In view of non-payment of Annual Listing Fee, the trading of Equity Shares of the Company is suspended.



The Legal issues against the Company were elaborately disclosed in the Annual Report sent to you . The statuesque remains the same. The Income Tax Department has levied penalty of Rs.7,30,48,153 relating to the Assessment year 2012-13. The Company has filed appeal against this demand before the Commissioner of .Income Tax. The Commissioner of Income tax, Coimbatore vide his Order dated 28/09/2016 dismissed the appeal (Appeal No.148/15-16) and Confirmed penalty under section 271(l)(c) amounting to Rs.7,30,48,153. The company fought the case till Supreme Court but lost the case.

Then the Chairman informed that Members may express their views if any, on the workings of the Company and also seek clarifications on the accounts if they desire so. There was no asking for any clarification.

### **1.FINANCIAL RESULTS – 31-3-2025**

The Chairman stated that with the permission of the members present, the Financial Statements ie the Balance Sheet as at 31<sup>st</sup> March, 2025, the Profit & Loss Account for the year ended 31<sup>st</sup> March, 2025 and the Directors' Report which have been in the hands of the shareholders for the past few weeks . He request the Members to express their views if any, on the workings of the Company and also seek clarifications on the accounts if they desire so. After discussion, the Profit & Loss Account for the Financial Year ended 31<sup>st</sup> March, 2025 and the Balance sheet as at that date and Directors thereon have been taken as read.

### **2. APPOINTMNET OF NEW STATUTORY AUDITOR**

The Chairman informed that in the Board Meeting held on 23-5-2025 the company has appointed new Statutory Auditor Sri. M.Gangadaran ( Membership No 200/24949 ) to fill the casual vacancy arised out of the resignation of the erstwhile Statutory Auditor Sri. T.M.Mohanrai ( Membership No 020626 ) who has resigned on 14-5-25 due to his indifferent health.

Then the Chairman announced that the shareholders were given option to cast their vote through e-voting the details of which were already sent along with the Annual Report.

The company has appointed Mr. B.Krishnamoorthi as the Scrutinizer to process the above and declare results. The Report of the Scrutinizer is made available on the Stock Exchanges Website - a) National Stock Exchange of India Limited ( www.nseindia.com ) b) Stock Exchange Limited (www. bseindia.com ) and c) on the Company's website (Bombay [www.gangotirtextiles.co.in](http://www.gangotirtextiles.co.in) )

Then the Chairman thanked the shareholders for their continued support and closed the meeting at 11.30 am.



**CHAIRMAN**

**25-7-2025**

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To  
**M/s. National Stock Exchange of India Limited,**  
Listing Compliance Department  
Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex,  
Bandra –(East).  
Mumbai-400051.

**SCRIP CODE: GANGOTRI**

Sub : Submission of the e.Voting Result of the 36<sup>th</sup> Annual General Meeting held  
On 25-7-2025 through video conferencing under Regulation 44(3) of the  
LODR Regulation,2015

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We are submitting herewith the e.Voting Result of the 36<sup>th</sup> Annual General Meeting held  
On 25-7-2025 through video conferencing under Regulation 44(3) of theLODR Regulation,2015

We request you to kindly take the above on your record.

Thanking you.  
Yours faithfully,  
For **GANGOTRI TEXTILES LIMITED**



**AUTHORISED SIGNATORY**

July 25, 2025

**REPORT OF SCRUTINIZER**

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the  
Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman  
Gangotri Textiles Limited  
Regd.Off: 25-A Venkatachalam Co-op Colony  
R.S.Puram  
Coimbatore – 641 002

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 36<sup>th</sup> (Thirty Sixth) Annual General Meeting of the Equity Shareholders of "**Gangotri Textiles Limited**" held on 25<sup>th</sup> July 2025 at 10.30 am through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), for the purpose of scrutinizing the E-Voting process carried out as per section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to e-voting during the 36<sup>th</sup> AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through e-voting during the 36<sup>th</sup> AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide platform for voting through e-voting during the 36<sup>th</sup> AGM and platform for VC/ OAVM facility for participation in the 36<sup>th</sup> AGM.

I submit my report as under:

1. The Notice was sent by email to all the members, whose names appeared in the Register of Members as on 2<sup>nd</sup> July, 2025 and whose email addresses are registered with the Company/Depositories, to vote on the proposed 2 (Two) Resolution as mentioned in the Notice of the Annual General Meeting of M/s. **Gangotri Textiles Limited** (Item No.1 (One) to 2 (Two))

Office: 2<sup>nd</sup> Floor, No.16, Bharathi Park Main Road, 2<sup>nd</sup> Cross Street, Coimbatore - 641 011  
Phone: 0422 - 4039900 | E-mail: bkcacbe@gmail.com

Resi: 'Shreekara,' No.9, Right House, Mullai Nagar, Maruthamalai Road, Coimbatore - 641 041  
Mob: 98940 41874





dated 23.05.2025. The Members holding equity shares as on the cut-off date i.e. 18<sup>th</sup> July, 2025 were considered for e-voting. Number of shareholders as on cut-off date is 11,749.

2. The Company had appointed Central Depository Services (India) Limited (CDSL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. M/s. MUFG Intime India Private Limited, Coimbatore is the Registrar and Share Transfer Agent of the Company.
3. As a Scrutinizer, I report that in compliance of 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 9.00 am on Tuesday, the 22<sup>nd</sup> day of July, 2025 and ended at 5.00 pm on Thursday, the 24<sup>th</sup> day of July, 2025. Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.
4. At the Annual General Meeting, the Company facilitated the members present in meeting through VC/OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided 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.
5. On completion of the E-Voting, in compliance of 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 25<sup>th</sup> July, 2025 around 11:15 am in the presence of two witnesses, namely, Mrs. S.Divya and Mrs.V.Visalakshi who are not in employment of the Company.

The following is the summary of e-voting result:

Resolution		For			Against		
		No.of Member s	No.of Votes	%	No.of Member s	No.of Votes	%
1	Ordinary Resolution - Adoption of the Directors` Report, Profit and Loss Account for the year ended 31st March, 2025 and the Balance Sheet as at that date and the Auditors` Report thereon.	14	6,35,171	99.61	2	2,500	0.39



Office: 2<sup>nd</sup> Floor, No.16, Bharathi Park Main Road, 2<sup>nd</sup> Cross Street, Coimbatore - 641 011  
Phone: 0422 - 4039900 | E-mail: bkcacbe@gmail.com

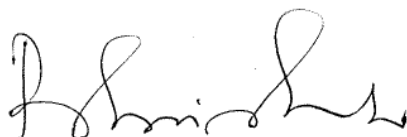
Resi: 'Shreekara,' No.9, Right House, Mullai Nagar, Maruthamalai Road, Coimbatore - 641 041  
Mob: 98940 41874

2	Ordinary Resolution - Appointment of M/s. M Gangadharan and Co, Chartered Accounts, Coimbatore (Membership No. 200/24949) (Firm Registration No.0881S) as statutory Auditors of the Company for a period of 5 years, arising out of the casual vacancy of Auditor, arising out as a result of resignation of Sri. T. M. Mohanraj, Chartered Accountant (Membership No 020626), Partner of M/s. Mohanraj and Sankar (Firm Registration No 007938S).	14	6,35,171	99.61	2	2,500	0.39
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The above resolution stand passed under E-voting with requisite majority as specified under the Companies Act, 2013.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)

SCRUTINIZER

UDIN: 25020439BMJOEG5002

**B. KRISHNAMOORTHIL, F.C.A.,**

**Chartered Accountant**

**Membership No: 020439**