



GTN INDUSTRIES LIMITED

Plot No. 29, Nagarjuna Hills, Punjagutta, Hyderabad-82. INDIA.
Phone : 91-40-43407777, Fax : 91-40-23358387
E-mail : hyd1_patodia@gtnindustries.com



IS / ISO 9001:2000 Certified



Ref : GTN:CS:PBallot/SEs/2013-14

Date: 05-09-2013

The General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort <u>Mumbai-400 001</u>	The Manager The National Stock Exchange of India Ltd Exchange Plaza, 5 th Floor, Plot No.C/1, G-Block, Bandra Kurla complex, Bandra (E) Mumbai – 400 051
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Dear Sir/ Madam,

Sub:Compliance of Clause 35A of the Listing Agreement - Results of Postal Ballot
Ref: Scrip Code :500170 (BSE) and Scrip Code : GTNIND (NSE).

With reference to the above stated subject, we bring to your kind notice that the Shareholders of the Company have approved the Sale /dispose off two units of the Company i.e. YPU (Yarn Processing Unit) and Knitting Unit in accordance with Section 293(1)(a) and other applicable provisions, if any, of the Companies Act, 1956 through Postal ballot on 30th August, 2013.

The details of Results of the Postal Ballot are enclosed at Annexure – I.

Also find enclosed the Report issued by Mr. DVM Gopal, Practising Company Secretary, Scrutinizer for postal ballot as Annexure – II.

This is for your information and record.

Thanking you,

Yours faithfully,

For **GTN INDUSTRIES LIMITED**


P.Prabhakara Rao
COMPANY SECRETARY

Encl: As above

Regd. Office & Factory : Chitkul Village, Patancheru Mandal, Medak Dist. A.P.- 502 307.
Nagpur Office : Essar Business Centre, Cabin No. 20, Utkarsh Nirman Building,
Near Mangalwari Market, Sadar, NAGPUR-440 001.
Nagpur Factory : Village - Khurajgaons, Taluk Saoner. Pin 441112. Dist. Nagpur.
Shadnagar Factory : Gundlapottapally Village, Balanagar Mandal,
Mahaboobnagar Dist (A.P) - 509 002.

Ph : 00-91-8455 226108, 226109 Fax : 00-91-8455-226112
Ph : 00-91-712-6603577, 2592415 Fax : 00-91-712-6603577
Ph : 00-91-7113-236375, 232448 Fax : 00-91-7113-232447
Ph : 00-91-8542-230035, 230036 Fax : 00-91-8542-230007



dvmgopal & associates
Company Secretaries

4th September 2013

To
The Chairman & Managing Director,
GTN Industries Limited,
Chitkul Village,
Patancheru Mandal,
Medak – 502307,
Andhra Pradesh

Dear Sir,

SUB: Scrutinizer's Report on Postal Ballot – Sale/ dispose-off two units of the Company pursuant to Sec.293 (1) (a) of the Companies Act.

This report is for an Ordinary Resolution under Section 293 (1) (a) and other applicable provisions of the Companies Act 1956 seeking consent of the Members to sell/dispose off the Company's Yarn Processing Unit and Knitting Unit to M/s. GTN Engineering (India) Limited.

Pursuant to the Board Resolution passed on July 12, 2013, we have been appointed as "Scrutinizer" for the voting by Postal Ballot to be carried out by the Company under the provisions of Section 192A of the Companies Act 1956.

As confirmed by the Company and M/s. Integrated Enterprises (India) Limited, the Registrar and Share Transfer Agents, the physical Postal Ballot forms were dispatched on July 31, 2013 to the members.

In accordance with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, all Physical ballots, received upto 5.00 P.M. on August 30, 2013 have been considered for our scrutiny and ballot papers received subsequent to that date/time were considered as invalid.



The details relating to the ballot papers are set out in the table below:

1	Total No. of members responded	90
2	Total No. of votes / shares received	1,30,95,577
3	Resolution Voting:	
	No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)
	1,30,95,087 (99.9970%)	280 (0.0021%)
	No. of Shareholders voted for the resolution (%)	No. of Shareholders Voted against the resolution (%)
	59 (65.56%)	23 (25.55%)
		Neutral/ Invalid /Abstain votes (%)
		210 (0.0016%)
		No. of Shareholders Votes Neutral/Invalid/Abstain (%)
		8 (8.89%)

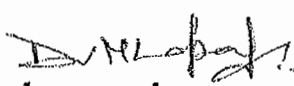
On the basis of the above results, an Ordinary Resolution as set out in the Notice dated July 12, 2013 has been duly passed by the members and the resolution is passed as an Ordinary Resolution as per Section 293 (1) (a) of the Companies Act 1956.

A detailed Ballot Register is attached to this report for your ready reference.

We have handed over the postal ballot forms and other related papers/registers and records for safe custody to the Company Secretary authorized by the Board to supervise the postal ballot process.

You may accordingly declare the result of the Voting by postal ballot.

For dvmgopal & associates
Company Secretaries


dvmgopal
Proprietor
C.P. No. 6798



GTN INDUSTRIES LIMITED

Regd. Off: Chitkul Village, Patancheru Mandal, Medak District - 502307, A.P., India

The Details of Results of the Postal ballot

ANNEXURE - I									
Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes - Against	No. of Votes - invalid	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes invalid on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)	(7)= [(4)/(2)]*100	(8)= [(5)/(2)]*100	(9)= [(6)/(2)]*100
Promoter and Promoter Group	13,092,188	13,092,188	74.64	13,092,188	---	---	99.975	---	---
Public - Institutional Holders	91,930	---	---	---	---	---	---	---	---
Public - Others	4,356,230	3,289	0.02	2,899	280	110	0.022	0.0021	0.0008
Total	17,540,378	13,095,477	74.66	13,095,087	280	110	99.997	0.0021	0.0008

The Ordinary Resolution as set out in the Notice dated 12-07-2013 has been duly passed by the members and the resolution is passed as Ordinary Resolution as per Section 293(1)(a) of the Companies Act 1956.

FOR GTN INDUSTRIES LTD.


(P. PRABHAKARA RAO)
Company Secretary