

REF:GTN:SEC:P Ballot: 2014-15

Dated :9th October, 2014

To

The Dy. General Manager

Department of Corporate Services

BOMBAY STOCK EXCHANGE LTD

Phiroze Jeejeebhoy Towers

Dalal Street, MUMBAI – 400 001

To

The National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor, Plot No.C/1,

G-Block, Bandra Kurla complex, Bandra (E)

MUMBAI – 400 051

Dear Sir,

Sub : Compliance of Clause 35A of the Listing Agreement – Results of Postal Ballot

Ref : Scrip Code : 500170 (BSE) and Scrip Code : GTN IND(NSE).

With reference to the above subject, we bring to your notice that the Shareholders of the Company have approved the hive/dispose off Yarn Processing and Knitting Units under Section 180 (1) (a) of the Companies Act, 2013 through Postal ballot.

The details of Results of the Postal Ballot are enclosed at Annexure I. and summary is as follows.

Number of total postal ballot forms received	117	
	Votes	%
Votes in favour of the Resolution	8334634	97.38
Votes against the Resolution	224609	2.62
Number of invalid postal ballot forms received	114	--

Also find enclosed the Scrutinizer Report issued by Mr.D.V.M Gopal, Practicising Company Secretary 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

Annexure - I

Details of Postal Ballot Voting Results

Promoter/ Public	No. of shares Held (1)	No. of votes Polled (2) (E-Voting & Poll)	% of Votes Polled on Outstanding Shares (3) = (2)/(1)* 100 (E-voting Poll)	No. of votes- In favour (4) (E-Voting & Poll)	No. of votes against (5) (E-Voting & Poll)	% of Votes in favour of votes polled (6) = [(4)/(2)* 100 (E- Voting & Poll)]	% OF Votes against votes polled (7) [(5)/2*100 (E-Voting & Poll)]
Promoter And Promoter Group	13038828	8060094	61.82%	8060094	Nil	100%	Nil
Public	4501550	499291	11.09%	274540	224609	54.98%	44.98%
Total	17540378	8559385	48.79%	8334634	224609	97.37%	2.62%
No. of Votes Abstained/In valid from Public-2					114		

For GTN INDUSTRIES LTD.


(P. PRABHAKARA RAO)
Company Secretary



ANNEXURE - II

dvmgopal & associates
Company Secretaries

To
The Chairman,
Of M/s. GTN Industries Limited,
Chitkul village,
Pattancheru Mandal,
Medak - 502 307

Dear Sir,

SUB: Report of Scrutinizer in respect of Postal Ballot Process
REF: Postal Ballot Notice dated 7th August, 2014.

We M/s. dvmgopal & associates, Company Secretaries, Represented by Mr. D.V.M. Gopal, Proprietor, have been appointed as Scrutinizer by M/s. GTN Industries Limited (herein referred as "Company").

The Company has provided its shareholders an option to vote either through the electronic or physical mode. The Company is responsible to ensure compliance with the Requirements of Sec 110 of the Companies Act, 2013 read with the Rule 22 and 20 of Companies (Management and Administration) Rules, 2014 and other applicable provisions.

In this regard, we herewith submit the following Report read in line with Section 110 read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014:

1. 22.08.2014 was considered as cut-off date to ascertain the shareholder(s) entitled to vote and accordingly Notice of Postal Ballot along with the explanatory statement.
2. Notice of postal ballot along Ballot form in a pre-paid self addressed postage envelope were dispatched to the members whose mail IDs have not been registered with the Company.
3. The Company has dispatched notice of Postal Ballot through email for those shareholders whose email ids have been registered with the Company along with the details of log in id and password for facilitating voting through electronic means.
4. The Company has availed the services of M/s. National Securities Depository Limited (herein referred to as the NSDL/Service Provider) who has provided a platform for e-voting on their website www.evoting.nsdl.com. The Items proposed to be transacted through Postal Ballot were displayed on the website to facilitate easy voting for the shareholders.
5. The voting commenced at 09:30 am on 08.09.2014 and ended at 06:30 pm on 07.10.2014.
6. Upon conclusion of the voting period, the electronic voting was un-blocked at around 07:00 PM on 07.10.2014 in the presence of Ms. Ravali Tammanna and Mr. Radha Krishna. We further confirm that the witnesses are not in employment with the Company.
7. Ballots filled and posted in the envelope addressed in the name of the Scrutinizer were received during the voting period.
8. The votes cast by shareholders through physical ballots were duly scrutinized. Such ballots are in our safe custody.



9. Votes casted through physical means shall prevail over the votes casted through electronic means, in such cases where the member has voted through both the means.

10. Specimen signatures registered with The Registrar and Share Transfer Agent & Service Provider) were duly verified.

We have collated the votes downloaded/generated from e-voting system and the votes cast through physical ballot to ascertain the final results of the resolution forming part of the Notice and ascertained number of Shares voted "in favor" or "against" or "invalidated votes".

Ballots found defective or incomplete or improper or unsigned through any means were treated invalid hence not counted for the purpose of voting. As a Scrutinizer, we have monitored the voting process on a regular basis to review the same is in accordance with the applicable provisions.

We further confirm that the Registers and Records which were generated including the Registers maintained by us in respect of the votes casted through e-means/physical are being maintained in electronic form.

The Registers and all other records/physical ballots received shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned.

A consolidated detailed voting is as follows:

S No	Particulars	No of folios/ballots		Total	No of votes		Total	% of votes
		E Voting	Physical		E Voting	Physical		
(i)	Votes in favour	29	75	104	80,69,449	2,65,185	83,34,634	97.38%
(ii)	Votes against	8	5	13	2,24,367	242	2,24,609	2.62%
	TOTAL	37	80	117	82,93,816	2,65,427	85,59,243	100.00%
		Members voted			Total No of Votes			
(iii)	Invalid votes	0	2	2	0	114	114	

The Chairman may accordingly declare the result of voting.

Thanking You,

Yours faithfully

For **dvmgopal&associates,**
Company Secretaries


D V M Gopal,
Proprietor,



C P No. 6798,
FCS No.6280.

Date: **08.10.2014**
Place: **Hyderabad**