



Lambodhara Textiles Limited

Regd. Office : 3A, 3rd Floor, B Block, Pioneer Apartments, 1075B, Avinashi Road, Coimbatore - 641 018, India
Telefax : +91 422 2249038 E-mail : info@lambodharatextiles.com www.lambodharatextiles.com
GSTIN : 33AAACL3524B1Z9 IE Code # 3201006181 CIN : L17111TZ1994PLC004929

October 18, 2024

To

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051

Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001

Scrip Code: LAMBODHARA

Scrip Code: 590075

Dear Sir / Madam,

Sub: Declaration of results of the voting on resolution set out in the Postal Ballot Notice dated September 9, 2024

Pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the consent of the members of the Company was sought, for passing the resolution set out in the Postal Ballot Notice dated September 9, 2024 by means of voting through electronic means (remote e-voting) only.

Postal Ballot Notice containing the resolution together with the statement setting out the material facts concerning the resolution set out in the said Postal Ballot Notice was sent through email to all the members, whose names appeared in the Register of Members / List of Beneficiaries as on Friday, September 13, 2024 ("cut-off date") and in accordance with the aforesaid MCA circulars, the Company had provided the Members the facility to vote through remote electronic voting only. The last date for receipt of voting through electronic means was Thursday, October 17, 2024, at 5:00 PM (IST).

The Board of Directors, at their meeting held on September 9, 2024, had appointed Mr. M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as Scrutinizer to conduct the postal ballot voting through remote electronic voting means in a fair and transparent manner and for the purpose of ascertaining the requisite majority.



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Accordingly, the Scrutinizer has submitted his report on postal ballot (remote e-voting) and based on his report, it is hereby declared that the resolution set out in the Postal Ballot Notice dated September 9, 2024, has been duly passed by the members of the Company with requisite majority. A copy of the report of the Scrutinizer dated October 18, 2024, is attached hereto.

The details of the voting results on the Resolution passed through the Postal Ballot process (remote e-voting) are given hereunder:

| | | |
|----|--|---|
| 1. | Date of declaration of Postal Ballot Voting Results | Friday, October 18, 2024 |
| 2. | Total number of members as on cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights | 11,233 shareholders (as on September 13, 2024) |

Item No.1 – Special Resolution

Appointment of Mr. Ramaseshan Mohan (DIN: 01492721) as an Independent Director of the Company.

| Particulars | No. of remote e-votes | No. of Shares | Percentage of valid votes |
|--------------------------------------|-----------------------|---------------|---------------------------|
| (a) Total remote e-votes received | 74 | 76,15,534 | - |
| (b) Less: Invalid ballot forms | 1 | 1,500 | - |
| (c) Net valid ballot forms / e-votes | 73 | 76,14,034 | 100.00 |
| - Assent | 67 | 76,13,552 | 99.99 |
| - Dissent | 6 | 482 | 0.01 |

Accordingly, the above resolution has been declared as passed as a **Special Resolution** with requisite majority.

Date : October 18, 2024

Place : Coimbatore

For Lambodhara Textiles Limited

Bosco Giulia
Whole-time Director
DIN: 01898020

Encl: Scrutinizer Report dated October 18, 2024



MDS & Associates LLP

Company Secretaries

SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING)
CONDUCTED PURSUANT TO THE POSTAL BALLOT NOTICE
DATED 9TH SEPTEMBER 2024

Date: 18th October 2024

To
The Chairperson
M/s. LAMBODHARA TEXTILES LIMITED
(CIN: L17111TZ1994PLC004929)
3A, B Block, Pioneer Apartments,
1075B, Avinashi Road,
Coimbatore - 641 018, Tamil Nadu

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through remote e-voting conducted pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant MCA circulars issued thereunder

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. Lambodhara Textiles Limited** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting for postal ballot carried out in accordance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020 read with other relevant circulars, including General Circular No. 9/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs ("MCA Circulars") in respect of the Special Resolution as set out in the Postal ballot Notice dated 9th September 2024.



Responsibility of the Management

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, on the resolution as set out in the Postal Ballot Notice dated 9th September 2024.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through remote e-voting process is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution, as set out in Item No. 1 of the Postal Ballot Notice dated 9th September 2024, based on the reports generated from the e-voting system provided by M/s. Link Intime India Private Limited (LIPL), the Authorized Agency, engaged by the Company for providing remote e-voting facilities.

Further, in addition to the above, I submit my report as under:

- a. The Postal Ballot Notice dated 9th September 2024 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Tuesday, 17th September 2024 through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, 13th September 2024 ("cut-off date") and who had registered their email address with the Company / RTA / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.
- b. The shareholders of the Company holding shares as on the "cut-off" date on Friday, 13th September 2024 were entitled to vote on the proposed resolution as set out in Item No. 1 of the said Postal Ballot Notice.
- c. The remote e-voting period remained open from Wednesday, 18th September 2024 at 9:00 AM (IST) till Thursday, 17th October 2024 at 5:00 PM (IST) (both days inclusive). During the said period, the members of the Company holding shares in physical and / or in dematerialized form, as on the cut-off date i.e. 13th September 2024 were entitled to vote on the resolution set out in the notice of postal ballot through remote e-voting.



MDS & Associates LLP

Company Secretaries

Continuation Sheet...

- d. The e-voting module of LIPL was disabled on Thursday, 17th October 2024 at 5:00 PM (IST) and I, as the Scrutinizer, unblocked the votes cast, on Thursday, 17th October 2024 at 5.05 PM (IST) in the presence of Mr. Sarathraj S and Ms. S. Poornima, who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).

- e. I have scrutinized the remote e-voting for the postal ballot and the votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).

I now hereby submit my report on the result of the remote e-voting in respect of the said resolution, as under:



MDS & Associates LLP

Company Secretaries

Special Business

Continuation Sheet...

Resolution No: 1

Special resolution

Appointment of Mr. Ramaseshan Mohan (DIN: 01492721) as an Independent Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

| Number of members voted through electronic voting system | Number of votes cast in favour the resolution | Percentage of total number of votes cast |
|--|---|--|
| 67 | 76,13,552 | 99.99 |

VOTES CAST AGAINST THE RESOLUTION

| Number of members voted through electronic voting system | Number of votes cast in favour the resolution | Percentage of total number of votes cast |
|--|---|--|
| 6 | 482 | 0.01 |

INVALID VOTES

| Total number of members whose votes were declared invalid | Total number of invalid votes cast by them |
|---|--|
| 1 | 1,500 |

Note: Thus, the Special Resolution as given in Item No. 1 may be considered as passed with requisite majority.

Based on the Scrutinizer's Report, the Resolution No. 1 has been passed with requisite majority

For Lambodhara Textiles Limited

Bosco Giulia
Whole-time Director
DIN: 01898020

Yours faithfully
For MDS & Associates LLP
Company Secretaries

MUTHUSWAMY Digitally signed by
MUTHUSWAMY
DORAISWAMI DORAISWAMI SELVARAJ
SELVARAJ Date: 2024.10.18
09:42:08 +05'30'

M D Selvaraj
Managing Partner
FCS No.: 960; C P No.: 411
Peer Review No. 3030/2023
UDIN: F000960F001611536

