

DIVISIONAL OFFICE :

No. 83 (Old No. 41), 1st Main Road, R.A. Puram, Chennai 600 028, INDIA  
Phone : +91 44 4227 7374 Fax : +91 44 4306 0622  
E-Mail : loyal@loyaltextiles.com : www.loyaltextiles.com

REF: LTM/SEC/2023-24/012

September 27, 2023

The Secretary, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 514036	The Manager, Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051. Symbol: LOYALTEX
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Dear Sir / Madam,

Sub: 77<sup>th</sup> Annual General Meeting Voting Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Voting Results and Scrutinizers Report of 77<sup>th</sup> Annual General Meeting held on Wednesday, 27<sup>th</sup> September 2023 through NSDL Video Conference Platform.

This is for your kind reference and record.

Thanking You,

Yours Faithfully

For LOYAL TEXTILE MILLS LIMITED

P. MAHADEVAN

Company Secretary & Compliance Officer

Membership No: F9150



Regd. Office :

No. 21/4, Mill Street, Kovilpatti 628 501, Tamilnadu, India  
Phone : +91 04632 220001-5 Fax : +91 4632 221353  
E-Mail : kovilpatti@loyaltextiles.com  
GSTIN Tamil Nadu : 33AAACL2632C128  
Andhra Pradesh : 37AAACL2632C120  
CIN : L17111TN1946PLC001361. Pan No : AAACL2632C



**VOTING RESULTS**

Date of Annual General Meeting	27 <sup>th</sup> September 2023
Total number of Shareholders as on record date (20.09.2023)	3039
No. of Shareholders attended the meeting through Video Conferencing	20
Promoters and Promoters Group	16
Public	4
No. of Shareholders present in meeting either in person / through proxy	NIL
Promoters and Promoters Group	
Public	

<b>RESOLUTION 1:</b> Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31 <sup>st</sup> March 2023 and the Reports of the Directors and Auditors thereon								
Resolution Type					Ordinary			
Whether Promoter / Promoter group are interested in the agenda / resolution					NO			
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on Votes polled
Promoter and Promoter Group	E- Voting	35,39,845	35,39,291	99.9843	35,39,291	0	100.00	0.0000
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	<b>TOTAL</b>	<b>35,39,845</b>	<b>35,39,291</b>	<b>99.9843</b>	<b>35,39,291</b>	<b>0</b>	<b>100.00</b>	<b>0.0000</b>
Public Institutions	E- Voting	4,000	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	<b>TOTAL</b>	<b>4,000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non - Institutions	E- Voting	12,72,601	90,625	7.1212	90,623	2	99.9978	0.0023
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	<b>TOTAL</b>	<b>12,72,601</b>	<b>90,625</b>	<b>7.1212</b>	<b>90,623</b>	<b>2</b>	<b>99.9978</b>	<b>0.0022</b>
<b>Total</b>		<b>48,16,446</b>	<b>36,29,916</b>	<b>75.3650</b>	<b>36,29,914</b>	<b>2</b>	<b>99.9999</b>	<b>0.0001</b>



<b>RESOLUTION 2: Appointment of Mr. B Vaidyanathan, Director (DIN: 00263983) who retires by rotation and being eligible offers himself for reappointment.</b>								
Resolution Type					Ordinary			
Whether Promoter / Promoter group are interested in the agenda / resolution					NO			
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on Votes polled
Promoter and Promoter Group	E- Voting	35,39,845	35,39,291	99.9843	35,39,291	0	100.00	0.0000
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	<b>TOTAL</b>	<b>35,39,845</b>	<b>35,39,291</b>	<b>99.9843</b>	<b>35,39,291</b>	<b>0</b>	<b>100.00</b>	<b>0.0000</b>
Public Institutions	E- Voting	4,000	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	<b>TOTAL</b>	<b>4,000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non - Institutions	E- Voting	12,72,601	90,625	7.1212	90,623	2	99.9978	0.0023
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	<b>TOTAL</b>	<b>12,72,601</b>	<b>90,625</b>	<b>7.1212</b>	<b>90,623</b>	<b>2</b>	<b>99.9978</b>	<b>0.0022</b>
<b>Total</b>		<b>48,16,446</b>	<b>36,29,916</b>	<b>75.3650</b>	<b>36,29,914</b>	<b>2</b>	<b>99.9999</b>	<b>0.0001</b>

<b>RESOLUTION 3: Ratification of remuneration to the Cost Auditor</b>								
Resolution Type					Ordinary			
Whether Promoter / Promoter group are interested in the agenda / resolution					NO			
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on Votes polled
Promoter and Promoter Group	E- Voting	35,39,845	35,39,291	99.9843	35,39,291	0	100.00	0.0000
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	<b>TOTAL</b>	<b>35,39,845</b>	<b>35,39,291</b>	<b>99.9843</b>	<b>35,39,291</b>	<b>0</b>	<b>100.00</b>	<b>0.0000</b>
Public Institutions	E- Voting	4,000	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	<b>TOTAL</b>	<b>4,000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non - Institutions	E- Voting	12,72,601	90,625	7.1212	90,623	2	99.9978	0.0023
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	<b>TOTAL</b>	<b>12,72,601</b>	<b>90,625</b>	<b>7.1212</b>	<b>90,623</b>	<b>2</b>	<b>99.9978</b>	<b>0.0022</b>
<b>Total</b>		<b>48,16,446</b>	<b>36,29,916</b>	<b>75.3650</b>	<b>36,29,914</b>	<b>2</b>	<b>99.9999</b>	<b>0.0001</b>

For LOYAL TEXTILE MILLS LIMITED

P Mahadevan

Company Secretary & Compliance Officer

Membership No. F9150



**S. Hari Krishnan**

**Practicing Company Secretary**

No.6/17, Nancy Street, Purasawalkam,

Chennai, Tamilnadu - 600 007. India.

Mob : 93832 66222 / 70103 68302

Email : cshkrishnan@gmail.com



### Report of the Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

The Chairperson,  
Loyal Textile Mills Limited,  
CIN: L17111TN1946PLC001361  
21/4, Mill Street, Kovilpatti, Tamilnadu - 628501.

Dear Sir/Madam,

**Sub: Scrutinizer's Report of passing of resolutions through Remote Electronic Voting and E-Voting during the 77<sup>th</sup> AGM of Loyal Textile Mills Limited (the Company) held on Wednesday, 27<sup>th</sup> September 2023 through Video conference (VC)/ Other Audio-Visual Means (OAVM).**

I, Hari Krishnan S, Practicing Company Secretary, has been appointed by the Board of Directors to act as the Scrutinizer to scrutinize the e-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ['SEBI Listing Regulations'] on the resolutions set-out in the Notice of 77<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s. Loyal Textile Mills Limited, held on 27<sup>th</sup> September, 2023 through Video conference (VC)/ Other Audio-Visual Means (OAVM).

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) to exercise e-voting by the Members of the Company.

The Members of the company holding shares as on the "cut-off" date (i.e) 20<sup>th</sup> September 2023 were entitled to vote on the proposed resolutions.

The e-voting period commenced on 23<sup>rd</sup> September 2023 at 9.00 A.M. and ended on 26<sup>th</sup> September 2023 at 05.00 P.M.

NSDL had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special businesses) set-out in the Notice of 77<sup>th</sup> Annual General Meeting (AGM) of the Company.

UDIN: A029583E001097562



NSDL accordingly had set up e-voting facility on their website <https://www.evoting.nsdl.com>. The Company had uploaded all the items of the businesses set-out in the Notice of 77<sup>th</sup> Annual General Meeting on the website of the Company (Notice of AGM) and also the Service Provider (NSDL) to facilitate their shareholders to cast their vote through electronic means.

Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and applicable provisions of the Uniform Listing Agreement pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to all the modes of voting i.e. through electronic means (by remote e-voting) and e-voting during the AGM by the shareholders on the resolutions set-out in the Notice of the 77<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management of the Company. My responsibility as a Scrutinizer is to ensure that the voting processes by e-voting (Remote e-voting and e-voting during the AGM) is conducted in a fair and transparent manner and render a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolutions to the Chairperson of the company, based on the reports generated from the electronic voting system provided by NSDL and based on the data compiled by M/s. GNSA Infotech Private Limited, the Registrar and Share Transfer Agent of the Company.

The cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 20<sup>th</sup> September 2023. As on that date, the company had 3,039 (Three thousand thirty nine) Shareholders.

The Company had sent the Notices of the AGM by email to all the shareholders whose email id's were registered with the Depository Participants and there was no physical notices were sent by the company. However, the shareholders were given access to the Notice electronically by following the URL link as on the date of signing this Report.

<https://loyaltextiles.com/wp-content/uploads/2023/09/Loyal-Annual-Report-2022-23.pdf>

The e-voting facility was kept open for four (4) days from 9.00 a.m., on 23<sup>rd</sup> September 2023 to 5.00 p.m. on 26<sup>th</sup> September 2023.

The company also released an advertisement, which was published 21 days in advance of the date of the AGM on 6<sup>th</sup> September 2023 in English Newspaper "Business Line" and in Tamil newspaper "Tamizh Murasu".

At the end of the voting period on 26<sup>th</sup> September 2023 at 5.00 p.m., the voting portal of the service provider as blocked forthwith. On 27<sup>th</sup> September 2023, the votes cast through e-voting facility was duly unblocked after the conclusion of the Annual General Meeting and results were downloaded from NSDL website by me as Scrutinizer in the presence of Mr. N Vinoth Kumar and Mr. B Santhosh Kumar who are not in employment of the company and acted as witnesses as prescribed in sub-rule 3(xii) of the said Rule 20.

UDIN: A029583E001097562



The 77<sup>th</sup> AGM of the Company was conducted through Video conference (VC)/ Other Audio-Visual Means (OAVM) and the members were allowed to cast their vote through remote e-voting. The members who have not casted their vote through remote e-voting were allowed to vote during the AGM without the physical presence of the Members at the Common Venue.

The results of remote e-voting of the AGM is as under:

**A. Consolidated:**

Number of Members who cast their votes	Total Number of Shares held by them	Total number of valid votes (as per details provided under each one of the Resolutions mentioned hereunder)
32	36,29,916	Differs as mentioned under each of the Resolution.

**B. Item-wise:**

Type of Resolution: Ordinary Resolution

Agenda No: 1

**Adoption of Audited Standalone and Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023:**

Manner of Voting	Votes in Favour	Votes in against	Invalid Votes
Remote e-Voting	36,29,914	2	0
<b>Total</b>	<b>36,29,914</b>	<b>2</b>	<b>0</b>
Total % of Voting	99.99994%	0.00006%	0

Type of Resolution: Ordinary Resolution

Agenda No: 2

**Re-appointment of Mr. B Vaidyanathan, Director (DIN: 00263983), who retires by rotation and eligible offers himself for re-appointment.**

Manner of Voting	Votes in Favour	Votes in against	Invalid Votes
Remote e-Voting	36,29,914	2	0
<b>Total</b>	<b>36,29,914</b>	<b>2</b>	<b>0</b>
Total % of Voting	99.99994%	0.00006%	0

UDIN: A029583E001097562



Type of Resolution: Ordinary Resolution

Agenda No: 3

Ratification of Remuneration to the Cost Auditor:

Manner of Voting	Votes in Favour	Votes in against	Invalid Votes
Remote e-Voting	36,29,914	2	0
<b>Total</b>	<b>36,29,914</b>	<b>2</b>	<b>0</b>
Total % of Voting	99.99994%	0.00006%	0

All the resolutions set out in the notice of 77<sup>th</sup> AGM were passed with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through e-voting by the shareholders of the company for the Annual General Meeting. I shall be arranging to handover these records to the Chairperson of the Company or the Company Secretary of the Company or any other authorized person in due course, upon signing of the minutes of the AGM as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Thanking you,

Yours faithfully,



**S Hari Krishnan**  
Practicing Company Secretary  
Membership No: A29583  
CP No: 13740  
UDIN: A029583E001097562

Place: Chennai

Dated: 27<sup>th</sup> September 2023

UDIN: A029583E001097562