



# Lambodhara Textiles Limited

Regd. Office : 3A, 3<sup>rd</sup> Floor, B Block, Pioneer Apartments, 1075B, Avinashi Road, Coimbatore - 641 018, India  
Telefax : +91 422 2249038 & 4351083. E-mail : info@lambodharatextiles.com www.lambodharatextiles.com  
GSTIN : 33AAACL3524B1Z9 IE Code # 3201006181 CIN : L17111TZ1994PLC004929

21<sup>st</sup> September, 2023

To

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051

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

Scrip Code: 590075

Dear Sir / Madam,

**Sub: Proceedings of the 29<sup>th</sup> Annual General Meeting of the Company held on Thursday, the 21<sup>st</sup> day of September, 2023 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")**

Pursuant to Regulation 30 read with para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 29<sup>th</sup> Annual General Meeting of the Company was duly held on Thursday the 21<sup>st</sup> day of September, 2023 at 11:00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 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 circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") respectively from time to time and the proceedings of the meeting is given hereunder:

**Present:**

The following Directors were present at the 29<sup>th</sup> Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM):

Name of the Director	Category / Designation
Mr. Meenakshi Sundaram Rajkumar	Chairman of the Board, Independent Director and Chairman of the Audit Committee and the Stakeholders Relationship Committee and Member of the Nomination and Remuneration Committee.
Mrs. Bosco Giulia	Whole-time Director
Mr. Ramesh Shenoy Kalyanpur	Whole-time Director cum Chief Financial Officer
Mr. Vastupal Rajnikant Mehta	Independent Director and Chairman of the Nomination and Remuneration Committee and Member of the Audit Committee and the Stakeholders Relationship Committee.





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## In attendance

Mrs. V. Priyadarshini, Company Secretary, Mr. R. Santossh, Promoter, Mr. Guru Prasanna B and Mr.P.Ramesh of M/s. M/s.Mohan & Venkataraman, Chartered Accountants, Statutory Auditors, Mrs. Bhargavi Venkatesh of M/s. C.S.Hanumantha Rao & Co, Cost Auditors, Mr. M D Selvaraj, FCS, Managing Partner of MDS & Associates LLP, Company Secretaries, Secretarial Auditors and Scrutinizer for the meeting, Mrs. K.V.Anandhi, Internal Auditor was also present at the 29<sup>th</sup> Annual General Meeting through VC/OAVM.

A total of 38 members representing 75,93,497 equity shares has attended the meeting through the video conferencing / other audio-visual means.

Mr.Ramesh Shenoy Kalyanpur, Whole-time Director cum CFO (DIN: 06392237), welcomed all the members and informed that the 29<sup>th</sup> Annual General Meeting of Lambodhara Textiles Limited is being held through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility.

Thereafter, the Whole-time Director cum CFO briefed certain procedural and technical information regarding the participation by the members through video conferencing / other audio-visual means. He also informed that the Company has not received any request from members to register themselves as speakers during the meeting. The Whole-time Director cum CFO informed further that the Company had provided to the Shareholders, the facility to cast their vote electronically on all resolutions set forth in the Notice of the AGM through remote e-voting facility provided by the Link Intime India Private Limited (LI IPL), which had commenced on Monday, 18<sup>th</sup> September, 2023 at 9:00 AM and ended on Wednesday, 20<sup>th</sup> September, 2023 at 5:00 PM (IST). He informed that the shareholders, who are present at the AGM and had not cast their vote through remote e-voting, has been provided an opportunity to cast their votes through e-voting at the meeting. In this regard, the Board of Directors have appointed Mr. M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore as the Scrutinizer to conduct the remote e-voting and e-voting process at the 29<sup>th</sup> AGM in a fair and transparent manner and to ascertain the requisite majority.

The Whole-time Director cum CFO then introduced the Chairman of the Board, Whole-time Director and the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and other Directors / Statutory Auditor / Secretarial Auditor & Scrutiniser / Cost Auditor/ Internal Auditor/ Promoter/ Company Secretary and the Key Executives present in the meeting through VC/OAVM facility.

He further informed that Mr. R. Baba Chandrasekhar, Director and Mr. Narayanasamy Balu, Wholetime Director being pre-occupied with other commitments did not attend the meeting.

Then he invited Mr. Meenakshisundaram Rajkumar (DIN: 06935422), Chairman of the meeting to conduct the 29<sup>th</sup> Annual General Meeting.

Mr. Meenakshisundaram Rajkumar (DIN: 06935422), Chairman of the meeting informed that the requisite quorum is present and he called the meeting to order. Thereafter, he welcomed the shareholders, Directors, Auditors and the Scrutinizer for the 29<sup>th</sup> Annual General Meeting held through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility. Thereafter, the Chairman informed that the registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM.





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The Chairman further informed that since the notice of the AGM along with the audited financial statements and the Directors' report has already been circulated to all the members, the same has been taken as read. Further, as there are no adverse/ material qualifications in the Statutory Auditors Report and the Secretarial Auditor's Report for the financial year ended 31<sup>st</sup> March, 2023, the same has been taken as read.

The Chairman then requested Mrs. Bosco Giulia, (DIN: 01898020), Whole-time Director to take over the proceedings of the meeting. The Whole-time Director then briefed the performance and operations of the Company.

The Whole-time Director read the summary of the resolutions set out in the agenda Item No.1 to 8 of the Notice of the 29<sup>th</sup> Annual General Meeting dated 11<sup>th</sup> August, 2023 as follows;

## Ordinary Business:

1. Adoption of the audited financial statements of the company for the financial year ended 31<sup>st</sup> March, 2023, together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)
2. Declaration of Dividend for the financial year ended March 31, 2023. (Ordinary Resolution)
3. Re-appointment of Mr. Baba Chandrasekar Ramakrishnan (DIN: 00125662) as Director, who retires by rotation. (Ordinary Resolution)

## Special Business:

4. Ratification of the appointment and the payment of remuneration to M/s. C.S.Hanumantha Rao & Co, Cost Accountants, (Firm Registration No.000216), for the financial year 2023-24. (Ordinary Resolution)
5. Approval for the material related party transactions with M/s. Strike Right Integrated Services Limited. (Ordinary Resolution)

Since she was interested in the agenda Item No.6 of the Notice of the 29<sup>th</sup> Annual General Meeting dated 11<sup>th</sup> August 2023, Mr.Ramesh Shenoy Kalyanpur, Whole-time Director cum CFO read the summary of the resolution set out in the agenda Item No.6 of the Notice as follows;

6. Re-appointment of Mrs. Bosco Giulia (DIN: 01898020) as the Whole-Time Director of the Company. (Special Resolution)

After transacting the resolution set out in the agenda Item No.6 of the Notice, Mr.Ramesh Shenoy Kalyanpur invited Ms.Bosco Giulia, Whole-time Director to take over the proceedings of the meeting.

7. Re-appointment of Mr. Ramesh Shenoy Kalyanpur (DIN: 06392237) as the Whole-Time Director of the Company (Designated as "Whole-time Director cum Chief Financial Officer"). (Special Resolution)





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8. Re-appointment of Mr. Narayanasamy Balu (DIN: 08173046) as the Whole-Time Director of the Company. (Special Resolution)

With the permission of the Chairman of the meeting, the Whole-time Director then opened the floor for the registered speaker shareholders to raise their queries.

The Whole-time Director briefed the procedural and technical information regarding the raising of queries by the shareholders. The Whole-time Director further informed that there are no shareholders registered as speakers for the 29<sup>th</sup> Annual General Meeting and accordingly, she asked the moderator whether there are any queries received in the chat box facility.

The Whole-time Director then informed that there are no queries from the shareholders through chat box facility.

With the permission of the Chairman of the meeting, the Whole-time Director further informed that the e-voting facility provided by the Link Intime India Private Limited (LIPL) would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting and had not cast their votes through remote e-voting, to cast their votes electronically. He informed further that the results of the voting shall be declared within the prescribed time and the consolidated scrutinizer's report along with the voting results would be submitted to the Link Intime India Private Limited (<https://instavote.linkintime.co.in>), National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)), Bombay Stock Exchange Limited ([www.bseindia.com](http://www.bseindia.com)) and would also be placed on the Company's website ([www.lambodharatextiles.com](http://www.lambodharatextiles.com)).

The Whole-time Director then thanked all the shareholders / Directors / Auditors / Scrutiniser, who have joined the 29<sup>th</sup> Annual General Meeting through video conferencing facility/other audio visual means.

The 29<sup>th</sup> AGM was concluded at 11.58 AM.

Kindly take the above on record.

Thanking you,

Yours faithfully,  
**For Lambodhara Textiles Limited**



**Meenakshi Sundaram Rajkumar**  
DIN: 06935422  
Chairman