



September 27, 2021

To,

Corporate Service Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.
Fax No. 022-22723121/1919/3027

The Listing Department
The National Stock Exchange of India Ltd.
“Exchange Plaza” C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai- 400 051.
Fax No. 022-26598237/38/26598347

Scrip Code: 533343

Trading Symbol: Lovable

Dear Sir/ Madam,

Sub: Proceedings of the 34th Annual General Meeting of Lovable Lingerie Limited (“Company”) held on September 27, 2021 pursuant to Regulation 30 read with clause 13 and clause 7 of para A of part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

Pursuant to the provisions of the Listing Regulations, we hereby submit the proceedings of the 34th Annual General Meeting of the Company as mentioned below:

1. Proceedings of 34th Annual General Meeting:

The 34th (Thirty Fourth) Annual General Meeting (“AGM” or “Meeting”) of Lovable Lingerie Limited was held on Monday, September 27, 2021 at 11:00 a.m. through Video Conferencing (‘VC’) / Other Audio Visual Means (‘OAVM’) in compliance with the circulars issued by the Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board India (“SEBI”) from time to time.

Mr. L. Vinay Reddy, Chairman & Managing Director, chaired the Meeting.

All the Directors of the Company had joined the Meeting through Video Conferencing.

Chairman welcomed all the members to the 34th Annual General Meeting of the Company and introduced the Directors on the Dais.

Mr. L. Vinay Reddy, Chairman of the Company chaired the proceedings of the Meeting.

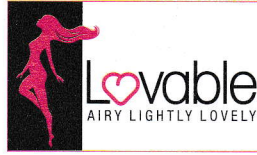
The Chairman declared that the requisite quorum was present.



LOVABLE LINGERIE LTD.

Regd. Office : A-46, Road No.2, Opp. IDBI Bank, M.I.D.C., Andheri (E), Mumbai - 400 093. INDIA Tel: 022-2838 3581 Telefax : 022-2838 3582

Email : corporate@lovableindia.in • Website: www.lovableindia.in • CIN No: L17110MH1987PLC044835



Representatives, from M/s DMKH & Co., Statutory Auditors of the Company, from D. M. Zaveri & Co., Secretarial Auditors of the Company had also joined the Meeting through Video Conferencing.

The Chairman declared that all the books and records required under the Companies Act, 2013 to be kept at the Annual General Meeting are available for inspection electronically.

With the permission of the members, the Chairman declared that the Notice convening the Meeting, having been circulated to the members to be taken as read.

The Chairman then declared that since there were no qualification, observations or comments on financial transactions or matters, which have any adverse effect on the functioning of the company mentioned in the statutory auditors' report as specified under section 145 of the Companies Act, 2013, the same was not required to be read out at the Meeting except the qualification put by the Practising Company Secretary for the non-compliance of Regulation 17(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

He then delivered his speech. He explained the members the performance and various other operational aspects of the Company.

The Chairman informed that the Company had provided facility for remote e-voting to Members through Link Intime India Private Limited in respect of all resolutions set out in the Notice of the AGM. The remote e-voting period commenced on September 24, 2021 at 09.00 a.m. (IST) and ended on September 26, 2021 at 05.00 p.m. (IST). For Members who had not exercised their right to vote by remote e-voting, the facility of e-voting at the AGM was made available by 'Insta Vote'.

Mr. Dharmesh Zaveri, of D.M. Zaveri & Co., Practising Company Secretary, was appointed as Scrutinizer for the remote e-voting as well as e-voting process at AGM and declare the voting results.

The following business(es) were put up for Shareholders approval at the Meeting as set out in the Notice of 34th AGM:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon.
2. To declare a Final Dividend on Equity Shares of the Company for the financial year ended March 31, 2021.
3. To appoint a Director in place of Mrs. Taruna Reddy (DIN: 02787135), who retires by rotation and being eligible, offers herself for re-appointment.



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SPECIAL BUSINESS:

4. Appointment of Mr. Mohangandhi Muruganathaswamy (DIN: 07625896) as an Independent Director of the Company.
5. Continuance of appointment of Mr. Anatharaman Mahadevan (DIN 00165226) as an Independent Non-Executive Director:

Members who had registered themselves as speakers for the Meeting, raised queries pertaining to certain items which were suitably replied by Mr. L Vinay Reddy, Chairman & Managing Director of the Company.

The Chairman then requested the Scrutinizer to complete the scrutinizing process and submit the report to him/ person authorized by him.

The Chairman then stated that the results along with Scrutinizer's Consolidated Report on the e-voting done during the Meeting and voting done through remote e-voting will be submitted to the stock exchanges within 48 hours of the conclusion of the AGM and will also be placed on the website of the Company and Central Depository Services (India) Limited (the agency appointed for providing e-voting facility). The results will also be displayed on the notice board of the Company at its registered office and corporate office.

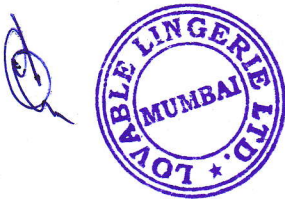
We would like to inform you that all the resolutions set out in the Notice of the AGM, were approved by the equity shareholders of the Company with requisite majority.

We would separately intimate the detailed voting result (remote e-voting and voting at the meeting through electronic voting system) to the stock exchanges.

2. Changes in Directors of the Company

We hereby inform you that the following changes in Directors:

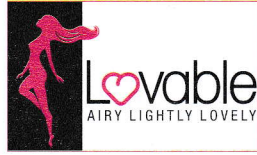
- a. Based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, the shareholders, have appointed Mr. Mohangandhi Muruganathaswamy (DIN: 07625896) from Additional Independent Directors to Independent Directors at 34th Annual General Meeting of the Company for a term of 5 years with effect from September 9, 2020 to September 8, 2025.



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We hereby confirm that Mr. Mohangandhi Muruganathaswamy is not related to any Director of the Company. We also confirm that he has not debarred from holding the office of Director by virtue of any order issued by the Securities and Exchange Board of India (SEBI) or any such other authority in accordance with the circular dated June 20, 2018 issued by the Stock Exchanges.

The disclosure(s) as required pursuant to Regulation 30 of the Listing Regulations read with Para A of Part A of Schedule III to the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/ 4/2015 dated September 09, 2015, for Mr. Mohangandhi Muruganathaswamy was provided at the time of their appointment as Additional Independent Directors, as per our letter dated September 09, 2020 to the Stock Exchanges, and also form part of the Notice of 34th Annual General Meeting.

- b. Shareholders have approved the continuance of Mr. Anantharaman Mahadevan (DIN 00165226) as an Independent Non-executive Director of the Company from the day he attains the age of Seventy-Five years i.e. March 6, 2022, till the completion of his present term i.e. up to conclusion of 35th AGM of the Company to be held in year 2022, on the existing terms and conditions.

We request you to kindly take note of the same.

Thanking you,

Yours faithfully,

For **Lovable Lingerie Limited**

L Vinay Reddy

Chairman & Managing Director

DIN: 00202619



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