



# Lambodhara Textiles Limited

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

## **Declaration of results of the voting on resolution(s) set out in the Notice of the 25<sup>th</sup>Annual General Meeting of the Company held on 26<sup>th</sup>September, 2019**

The 25<sup>th</sup>Annual General Meeting of the Company was held on Thursday the 26<sup>th</sup>day of September 2019 at 10.30 AM at Varsha, The Grand Regent, 708, Avinashi Road, Coimbatore - 641 018, Tamil Nadu, India, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 14<sup>th</sup> August, 2019.

Further, pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company has provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, through poll at the 25<sup>th</sup>Annual General Meeting, on the below mentioned resolution(s). Accordingly, the Company has appointed M D Selvaraj, FCS, Proprietor of M/s.MDS& Associates, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the voting in a fair and transparent manner.

The Scrutinizer has submitted his Combined Report on remote e-voting process and voting through poll dated 26<sup>th</sup>September, 2019, which has been attached hereto.

Accordingly, based on the report of the Scrutinizer dated 26<sup>th</sup>September, 2019, it is hereby declared that the Resolution(s) under Item No(s).1 to 8 set out in the Notice dated 14<sup>th</sup> August, 2019, as detailed herein below, have been unanimously passed by the shareholders.

### **Item No.1 – Ordinary Resolution**

Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	25	67,42,251	100.00
(b) Less: Invalid Ballot Forms / Abstained	0	0	0.00
(c) Net Valid Ballot Forms / E-Votes	25	67,42,251	100.00
- Assent	25	67,42,251	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.



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## Item No.2 – Ordinary Resolution

Declaration of Dividend of Re.1/- (20%) per equity share of Re.5/- each for the financial year ended 31st March, 2019.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	25	67,42,251	100.00
(b) Less: Invalid Ballot Forms / Abstained	0	0	0.00
(c) Net Valid Ballot Forms / E-Votes	25	67,42,251	100.00
- Assent	25	67,42,251	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

## Item No.3 – Ordinary Resolution

Re-appointment of Mr. Baba Chandrasekar Ramakrishnan (DIN: 00125662) as a Director on retirement by rotation.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	25	67,42,251	100.00
(b) Less: Invalid Ballot Forms / Abstained	0	0	0.00
(c) Net Valid Ballot Forms / E-Votes	25	67,42,251	100.00
- Assent	25	67,42,251	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.



## Lambodhara Textiles Limited

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### **Item No.4 – Special Resolution**

Appointment of Sri. AkkalnaickerVeluchamy (DIN: 08499764) as an Independent Director of the company for a term of five consecutive years, with effect from August 14, 2019.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	25	67,42,251	100.00
(b) Less: Invalid Ballot Forms / Abstained	0	0	0.00
(c) Net Valid Ballot Forms / E-Votes	25	67,42,251	100.00
- Assent	25	67,42,251	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as a **Special Resolution**.

### **Item No.5 – Special Resolution**

Re-Appointment of Sri. Deepak PadamshiMalani (DIN: 02400928) as an Independent Director of the company, for a second term of five consecutive years with effect from September 11, 2019.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	25	67,42,251	100.00
(b) Less: Invalid Ballot Forms / Abstained	0	0	0.00
(c) Net Valid Ballot Forms / E-Votes	25	67,42,251	100.00
- Assent	25	67,42,251	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as a **Special Resolution**.



## Lambodhara Textiles Limited

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### Item No.6 – Special Resolution

Re-Appointment of Sri. Vastupal Rajnikant Mehta (DIN: 02368358) as an Independent Director of the company, for a second term of five consecutive years with effect from September 11, 2019.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	25	67,42,251	100.00
(b) Less: Invalid Ballot Forms / Abstained	0	0	0.00
(c) Net Valid Ballot Forms / E-Votes	25	67,42,251	100.00
- Assent	25	67,42,251	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as a **Special Resolution**.

### Item No.7 – Special Resolution

Re-Appointment of Sri. Meenakshi Sundaram Rajkumar (DIN: 06935422) as an Independent Director of the company, for a second term of five consecutive years with effect from September 11, 2019.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	25	67,42,251	100.00
(b) Less: Invalid Ballot Forms / Abstained	0	0	0.00
(c) Net Valid Ballot Forms / E-Votes	25	67,42,251	100.00
- Assent	25	67,42,251	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as a **Special Resolution**.



# Lambodhara Textiles Limited

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## Item No.8 – Ordinary Resolution

Ratification of the appointment of and the payment of remuneration to M/s. C.S.Hanumantha Rao & Co, Cost Accountants, (Firm Registration No. 000216), Cost Auditors of the Company for the financial year 2019-20.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	25	67,42,251	100.00
(b) Less: Invalid Ballot Forms / Abstained	0	0	0.00
(c) Net Valid Ballot Forms / E-Votes	25	67,42,251	100.00
- Assent	25	67,42,251	100.00
- Dissent	0	0	0.00

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

FOR LAMBODHARA TEXTILES LIMITED

GIULIA BOSCO  
DIN: 01898020  
WHOLE TIME DIRECTOR

Date : 27<sup>th</sup> September, 2019

Place : Coimbatore



**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL**  
**(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and**  
**Rule 21 of the Companies (Management and Administration) Rules, 2014 - as amended)**

To

The Chairman

25<sup>th</sup> Annual General Meeting of the Equity Shareholders of

**M/s. LAMBODHARA TEXTILES LIMITED**

(CIN: L17111TZ1994PLC004929)

Held on Thursday the 26<sup>th</sup> day of September 2019 at 10.30 AM at Varsha, The Grand Regent, 708, Avinashi Road, Coimbatore - 641 018, Tamil Nadu, India

Dear Sir,

**Sub: Passing of Resolution through Remote E-voting Process and through Poll**  
**conducted at the 25<sup>th</sup> Annual General Meeting of M/s. Lambodhara Textiles**  
**Limited held on 26<sup>th</sup> September,2019**

I, M D Selvaraj, FCS., Proprietor of M/s.MDS & Associates, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. LAMBODHARA TEXTILES LIMITED** ("the Company") as the Scrutinizer for the remote e-voting process held between Monday, 23<sup>rd</sup> day of September, 2019 at 9:00 A.M. and ends on Wednesday, 25<sup>th</sup> day of September, 2019, at 5.00 P.M. and for the poll taken at the 25<sup>th</sup> Annual General Meeting of the Company held on Thursday the 26<sup>th</sup> day of September, 2019 at 10.30 AM at Varsha, The Grand Regent, 708, Avinashi Road, Coimbatore - 641 018, Tamil Nadu, India, on the Resolution(s) set out under Item No.1 to Item No.8 in the Notice convening the said 25<sup>th</sup> Annual General Meeting dated 14<sup>th</sup> August 2019.



**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 remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 25<sup>th</sup> Annual General Meeting dated 14<sup>th</sup> August 2019.

**Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 25<sup>th</sup> Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No(s).1 to 8 in the Notice convening the 25<sup>th</sup> Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 25<sup>th</sup> Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 27<sup>th</sup> September, 2019 on the remote e-voting process and also a separate Scrutinizer's Report dated 27<sup>th</sup> September, 2019 in the prescribed Form No.MGT-13 on the Poll taken at the 25<sup>th</sup> Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	67,39,004	100.00
Poll	20	3,247	100.00
<b>Total Voting</b>	25	67,42,251	100.00

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	0	0	0.00

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	0	0





**Ordinary Business**

**Resolution No: 2**

**Ordinary resolution**

Declaration of Dividend of Re.1/- (20%) per equity share of Re.5/- each for the financial year ended 31st March, 2019.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	67,39,004	100.00
Poll	20	3,247	100.00
<b>Total Voting</b>	<b>25</b>	<b>67,42,251</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



**Ordinary Business**

**Resolution No: 3**

**Ordinary resolution**

Re-appointment of Mr. Baba Chandrasekar Ramakrishnan (DIN: 00125662) as a Director on retirement by rotation.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	67,39,004	100.00
Poll	20	3,247	100.00
<b>Total Voting</b>	<b>25</b>	<b>67,42,251</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



**Special Business**

**Resolution No: 4**

**Special resolution**

Appointment of Sri. Akkalnaicker Veluchamy (DIN: 08499764) as an Independent Director of the company for a term of five consecutive years, with effect from August 14, 2019.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	67,39,004	100.00
Poll	20	3,247	100.00
<b>Total Voting</b>	<b>25</b>	<b>67,42,251</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



**Special Business**

**Resolution No: 5**

**Special resolution**

Re-Appointment of Sri. Deepak Padamshi Malani (DIN: 02400928) as an Independent Director of the company, for a second term of five consecutive years with effect from September 11, 2019.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	67,39,004	100.00
Poll	20	3,247	100.00
<b>Total Voting</b>	25	67,42,251	100.00

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	0	0	0.00

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	0	0



**Special Business****Resolution No: 6****Special resolution**

Re-Appointment of Sri. Vastupal Rajnikant Mehta (DIN: 02368358) as an Independent Director of the company, for a second term of five consecutive years with effect from September 11, 2019.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	67,39,004	100.00
Poll	20	3,247	100.00
<b>Total Voting</b>	<b>25</b>	<b>67,42,251</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



Special BusinessResolution No: 7**Special resolution**

Re-Appointment of Sri. Meenakshi Sundaram Rajkumar (DIN: 06935422) as an Independent Director of the company, for a second term of five consecutive years with effect from September 11, 2019.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	67,39,004	100.00
Poll	20	3,247	100.00
<b>Total Voting</b>	25	67,42,251	100.00

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	0	0	0.00

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	0	0



**Special Business**

**Resolution No: 8**

**Ordinary resolution**

Ratification of the appointment of and the payment of remuneration to M/s. C.S.Hanumantha Rao & Co, Cost Accountants, (Firm Registration No. 000216), Cost Auditors of the Company for the financial year 2019-20.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	67,39,004	100.00
Poll	20	3,247	100.00
<b>Total Voting</b>	<b>25</b>	<b>67,42,251</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Based on the Scrutinizer's Report  
Resolution(s) No(s).1 to 8 have been  
unanimously passed

FOR LAMBODHARA TEXTILES LIMITED

  
GIULIA BOSCO

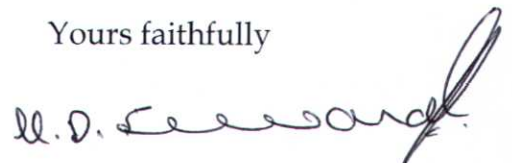
DIN: 01898020

WHOLE TIME DIRECTOR

Place : Coimbatore

Date : 27<sup>th</sup> September, 2019

Yours faithfully



**MDS & ASSOCIATES**

Prop : M.D.SELVARAJ M.Com, MBA,FCS,  
COMPANY SECRETARY IN PRACTICE

FCS - 960, CP - 411

"SURYA" 35, MAYFLOWER AVENUE  
SOWRIPALAYAM ROAD, COIMBATORE - 641 028