



# 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](mailto:info@lambodharatextiles.com) [www.lambodharatextiles.com](http://www.lambodharatextiles.com)  
GSTIN : 33AAACL3524B1Z9 IE Code # 3201006181 CIN : L17111TZ1994PLC004929

9<sup>th</sup> September 2021

To

Listing Department  
BSE Limited  
25th Floor, PJ Towers, Dalal Street  
Mumbai – 400 001

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

Dear Sir

**Sub : Submission of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 27<sup>th</sup> Annual General Meeting of the Company held on 9<sup>th</sup> September, 2021**

This is to inform that the 27<sup>th</sup> Annual General Meeting of the Company was duly held on Thursday the 9<sup>th</sup> day of September, 2021 at 11.00 AM via Video Conference (VC) / Other Audio Visual Means (OAVM) and all the resolution(s) set out in the Notice convening the 27<sup>th</sup> Annual General Meeting dated 25<sup>th</sup> June, 2021, have been passed by the shareholders with requisite majority.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the prescribed format, in respect of the Remote E-voting and E-Voting conducted at the venue of the 27<sup>th</sup> AGM on the resolution(s) under Item No.1 to 5, as set out in the Notice convening the 27<sup>th</sup> Annual General Meeting dated 25<sup>th</sup> June, 2021.

Kindly take this intimation on record.

Thanking you

Yours faithfully

**for Lambodhara Textiles Limited**

**Ramesh Shenoy Kalyanpur**  
Whole-Time Director cum  
Chief Financial Officer  
DIN: 06392237



# Lambodhara Textiles Limited

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**Declaration of results of the voting on resolution(s) set out in the  
Notice of the 27<sup>th</sup> Annual General Meeting of the Company held through  
Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 09<sup>th</sup> September, 2021**

The 27<sup>th</sup> Annual General Meeting of the Company was held on Thursday, 09<sup>th</sup> September, 2021, 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) (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular dated 5<sup>th</sup> May 2020 read with Circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020 and 13<sup>th</sup> January 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circulars dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January 2021 issued by the SEBI, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 25<sup>th</sup> June, 2021.

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 read with the MCA Circulars, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, provided e-voting platform to the shareholders, who were present at the 27<sup>th</sup> Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, on the below mentioned resolution(s).

The Company has appointed Mr. M D Selvaraj, FCS of M/s. MDS & Associates, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting provided at the 27<sup>th</sup> Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Report for the remote e-voting process and the e-voting at the 27<sup>th</sup> Annual General Meeting dated 9<sup>th</sup> September, 2021 which has been attached hereto.

Based on the report of the Scrutinizer dated 9<sup>th</sup> September, 2021, it is hereby declared that the Resolution(s) under Item No(s).1 to 5 set out in the Notice dated 25<sup>th</sup> June, 2021, as detailed herein below, have been duly passed by the shareholders with requisite majority.







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## Item No.1 – Ordinary Resolution

Adoption of the audited financial statements of the company for the financial year ended 31<sup>st</sup> March, 2021, together with the reports of the Board of Directors and the Auditors thereon.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	50	75,93,685	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	50	75,93,685	100.00
- Assent	49	75,92,685	99.99
- Dissent	1	1000	0.01

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

## Item No.2 – Ordinary Resolution

Declaration of Dividend for the financial year ended March 31, 2021.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	50	75,93,685	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	50	75,93,685	100.00
- Assent	49	75,92,685	99.99
- Dissent	1	1000	0.01

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.





# Lambodhara Textiles Limited

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## Item No.3 – Ordinary Resolution

Re-appointment of Mr. Narayanasamy Balu (DIN:08173046) as Director, who retires by rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	50	75,93,685	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	50	75,93,685	100.00
- Assent	48	75,68,744	99.67
- Dissent	2	24,941	0.33

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

## Item No.4 – Ordinary Resolution

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 2021-22.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	50	75,93,685	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	50	75,93,685	100.00
- Assent	49	75,92,685	99.99
- Dissent	1	1000	0.01

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.





# Lambodhara Textiles Limited

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## Item No.5 – Ordinary Resolution

Approval for transactions with M/s.Strike Right Integrated Services Limited, being a related party.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	44	54,753	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	44	54,753	100.00
- Assent	43	53,753	98.17
- Dissent	1	1000	1.83

Note: \*6 Shareholders being related parties holding 75,38,932 shares has abstained from voting through remote e-voting facility and e-voting at AGM.

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

For Lambodhara Textiles Limited

Ramesh Shenoy Kalyanpur  
DIN: 06392237  
Whole-time Director cum Chief Financial Officer



Date : 9<sup>th</sup> September 2021  
Place : Coimbatore





**MDS & Associates**

Company Secretaries in Practice

**M.D. Selvaraj** M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND  
E-VOTING AT THE ANNUAL GENERAL MEETING  
(Pursuant to Section(s) 108 of the Companies Act, 2013 read with Rule 20 of the  
Companies (Management and Administration) Rules, 2014 - as amended and  
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015)**

To

The Chairman

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

**M/s. Lambodhara Textiles Limited**

(CIN: L17111TZ1994PLC004929)

Held on Thursday, 09<sup>th</sup> September, 2021, at 11:00 AM

Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

**Sub: Passing of resolution(s) through remote e-voting process and through e-voting conducted at the 27<sup>th</sup> Annual General Meeting of M/s. Lambodhara Textiles Limited held on 9<sup>th</sup> September, 2021**

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 purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 27<sup>th</sup> Annual General Meeting in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting and e-voting on the resolution(s) as set out in the Notice convening the 27<sup>th</sup> Annual General Meeting of the Company held on Thursday, 9<sup>th</sup> September, 2021, 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 General Circular dated 5<sup>th</sup> May, 2020 read with circular dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April, 2020 and 13<sup>th</sup> January, 2021 and other relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular(s) No. SEBI/HO/CFD/CMD1/CIR/P/ 2020/79 dated 12<sup>th</sup> May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 ("SEBI Circulars").





**Responsibility of the Management**

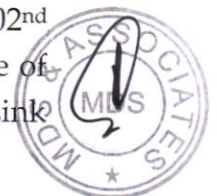
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, on the resolution(s) as set out in the Notice convening the 27<sup>th</sup> Annual General Meeting dated 25<sup>th</sup> June, 2021.

**Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 27<sup>th</sup> Annual General Meeting, is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No. 1 to Item No. 5 in the Notice convening the 27<sup>th</sup> Annual General Meeting of the Company dated 25<sup>th</sup> June, 2021, based on the reports generated from the e-voting system provided by M/s. Link Intime India Private Limited ("LI IPL"), the Authorized Agency, engaged by the Company for providing e-voting facilities.

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

- a. The Notice dated 25<sup>th</sup> June, 2021 convening the 27<sup>th</sup> Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 and the disclosure under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), in respect of the below mentioned resolution(s) to be passed at the said 27<sup>th</sup> Annual General Meeting of the Company, were sent by M/s. Link Intime India Private Limited through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA and SEBI Circulars. The Company has also placed the notice of the 27<sup>th</sup> Annual General Meeting on its website.
- b. The Company has availed the e-voting services offered by the M/s. Link Intime India Private Limited ("LI IPL") for providing the remote e-voting and the facility of e-voting during the meeting to the shareholders of the Company.
- c. The remote e-voting period commenced on Monday, the 06<sup>th</sup> day of September, 2021 at 9:00 AM and ended on Wednesday, the 08<sup>th</sup> day of September, 2021 at 5:00 PM. During the period, the members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e., 02<sup>nd</sup> September, 2021 were entitled to vote on the resolutions set out in the Notice of the 27<sup>th</sup> Annual General Meeting. The remote e-voting module of M/s. Link

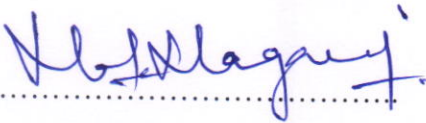




Intime India Private Limited ("LI IPL") was disabled on Wednesday, the 08<sup>th</sup> day of September, 2021 at 05:00 PM.

- d. Upon the commencement of the 27<sup>th</sup> Annual General Meeting, the e-voting platform was made available to the shareholders, who were present at the 27<sup>th</sup> Annual General Meeting through video conferencing / other audio-visual means and who had not cast their vote through remote e-voting, to cast their vote through e-voting facility at the said 27<sup>th</sup> Annual General Meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting i.e. 11.50 AM.
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 09<sup>th</sup> day of September, 2021 at 12.05 PM in the presence of Ms. Monika Nagaraj (the undersigned as Witness No.1) and Mr. A. Selten Jayaraj (the undersigned as Witness No.2), 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).

Witness No.1



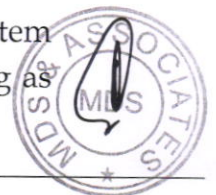
Name: Ms. Monika Nagaraj

Witness No.2



Name: Mr. A. Selten Jayaraj

- f. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process and e-voting at the meeting, were generated from the e-voting portal of the M/s. Link Intime India Private Limited ("LI IPL").
- g. I have scrutinized the votes cast by remote e-voting and by e-voting at the Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- h. Based on the reports generated from the e-voting portal of M/s. Link Intime India Private Limited ("LI IPL"), I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 to Item No.5 in the Notice convening the 27<sup>th</sup> Annual General Meeting as under:





Ordinary Business

Resolution No: 1

**Ordinary resolution**

Adoption of the audited financial statements of the company for the financial year ended 31<sup>st</sup> March, 2021, 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	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	45	71,13,839	99.99
E-Voting at AGM	4	4,78,846	100.00
<b>Total Voting</b>	<b>49</b>	<b>75,92,685</b>	<b>99.99</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	1000	0.01
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>1000</b>	<b>0.01</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

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



Ordinary BusinessResolution No: 2

## Ordinary resolution

Declaration of Dividend for the financial year ended March 31, 2021.

## VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	45	71,13,839	99.99
E-Voting at AGM	4	4,78,846	100.00
<b>Total Voting</b>	<b>49</b>	<b>75,92,685</b>	<b>99.99</b>

## VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	1000	0.01
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>1000</b>	<b>0.01</b>

## INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.





Ordinary BusinessResolution No: 3**Ordinary resolution**

Re-appointment of Mr. Narayanasamy Balu (DIN: 08173046) as Director, who retires by rotation.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	44	70,89,898	99.65
E-Voting at AGM	4	4,78,846	100.00
<b>Total Voting</b>	<b>48</b>	<b>75,68,744</b>	<b>99.67</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	2	24,941	0.35
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>2</b>	<b>24,941</b>	<b>0.33</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed with requisite majority.



Special BusinessResolution No: 4**Ordinary resolution**

Ratification of the appointment and the payment of remuneration M/s. C.S.Hanumantha Rao & Co, Cost Accountants, (Firm Registration No. 000216), for the financial year 2021-22.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	45	71,13,839	99.99
E-Voting at AGM	4	4,78,846	100.00
<b>Total Voting</b>	<b>49</b>	<b>75,92,685</b>	<b>99.99</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	1000	0.01
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>1000</b>	<b>0.01</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.





**Special Business**

**Resolution No: 5**

**Ordinary resolution**

Approval for transactions with M/s. Strike Right Integrated Services Limited, being a related party.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	40	24,907	96.14
E-Voting at AGM	3	28,846	100.00
<b>Total Voting</b>	<b>*43</b>	<b>53,753</b>	<b>98.17</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	1000	3.86
E-Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>1000</b>	<b>1.83</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

\*6 Shareholders being related parties holding 75,38,932 shares has abstained from voting through remote e-voting facility and e-voting at AGM.

Note: Thus, the Ordinary Resolution as given in Item No. 5 may be considered as passed with requisite majority.

Based on the Scrutinizer's Report, the Resolution Nos.1 to 5 have been passed by requisite majority.

**Ramesh Shenoy Kalyanpur**  
Whole-Time Director cum  
Chief Financial Officer  
DIN: 06392237

Place : Coimbatore  
Date : 9<sup>th</sup> September, 2021

Yours faithfully  
*M.D. Selvaraj*  
**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  
UDIN: F000960C000924894