



Lambodhara Textiles Limited

Regd. Office : 3A, 3rd 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

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: Declaration of results of the voting on resolution(s) set out in the Notice of the 28th Annual General Meeting of the Company held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 08th September, 2022

The 28th Annual General Meeting of the Company was held on Thursday, the 08th day of September, 2022 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") during the year(s) 2020, 2021 & 2022 permitting the conduct of the Annual General Meeting through VC/OAVM facility, to seek the approval of the members on the resolution(s) as set out in the Notice dated 10th August, 2022.

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 and SEBI 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 28th 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 had appointed Mr. M D Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting provided at the 28th Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Scrutinizer's Report for the remote e-voting process and the e-voting at the 28th Annual General Meeting held on 08th September 2022 which has been attached hereto.

Based on the report of the Scrutinizer dated 09th September 2022, it is hereby declared that the Resolution(s) set out under Item No(s).1 to 7 in the Notice dated 10th August 2022, 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 31st March, 2022, 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	44	76,00,888	-
(b) Less: Invalid votes	0	0	-
(c) Net Valid E-Votes	44	76,00,888	100.00
- Assent	44	76,00,888	100.00
- Dissent	0	0	0.00

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

Item No.2 – Ordinary Resolution

Declaration of Dividend for the financial year ended March 31, 2022.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	44	76,00,888	-
(b) Less: Invalid votes	0	0	-
(c) Net Valid E-Votes	44	76,00,888	100.00
- Assent	44	76,00,888	100.00
- Dissent	0	0	0.00

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





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Item No.3 – Ordinary Resolution

Re-appointment of Mrs.Bosco Giulia (DIN: 01898020) as Director, who retires by rotation

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	44	76,00,888	-
(b) Less: Invalid votes	0	0	-
(c) Net Valid E-Votes	44	76,00,888	100.00
- Assent	43	75,67,686	99.56
- Dissent	1	33,202	0.44

Accordingly, the above Resolution has been passed as an **Ordinary Resolution** with requisite majority.

Item No.4 – Ordinary Resolution

Appointment of M/s.Mohan & Venkataraman, Chartered Accountants, Coimbatore (Firm Registration No. 007321S), as Statutory Auditors of the Company for a term of 5 years.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	44	76,00,888	-
(b) Less: Invalid votes	0	0	-
(c) Net Valid E-Votes	44	76,00,888	100.00
- Assent	44	76,00,888	100.00
- Dissent	0	0	0.00

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



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Item No.5 – 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 2022-23

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	43	76,00,878	-
(b) Less: Invalid votes	0	0	-
(c) Net Valid E-Votes	43	76,00,878	100.00
- Assent	43	76,00,878	100.00
- Dissent	0	0	0.00

Note: 1 shareholder holding 10 equity shares have abstained from voting through remote e-voting facility

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

Item No.6 – Ordinary Resolution

Approval for the material related party transactions with M/s. Strike Right Integrated Services Limited.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	40	33,502	-
(b) Less: Invalid votes	3*	48	-
(c) Net Valid E-Votes	37	33,454	100.00
- Assent	37	33,454	100.00
- Dissent	0	0	0.00

Note: Promoters holding 75,67,386 equity shares have abstained from e-voting.

*Votes cast by three related parties in favour of the resolution have been considered invalid pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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





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Item No.7 – Special Resolution

Approval for variation in the terms of appointment of Mrs.Bosco Giulia, (DIN: 01898020) Whole-Time Director, effective from 1st October 2022.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	44	76,00,888	-
(b) Less: Invalid votes	0	0	-
(c) Net Valid E-Votes	44	76,00,888	100.00
- Assent	43	76,00,788	100.00
- Dissent	1	100	Negligible

Accordingly, the above Resolution has been passed as a **Special Resolution** with requisite majority.

For Lambodhara Textiles Limited



Meenakshi Sundaram Rajkumar
DIN: 06935422
Chairman

Date : 9th September 2022
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@mdsassociates.in, Web : www.mdsservices.in

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND
E-VOTING AT THE ANNUAL GENERAL MEETING
(Pursuant to Section 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

28th Annual General Meeting of the Equity Shareholders of

M/s. LAMBODHARA TEXTILES LIMITED

(CIN: L17111TZ1994PLC004929)

Held on Thursday, 08th September, 2022, at 11:00 AM

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

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e-voting conducted at the 28th Annual General Meeting of M/s. Lambodhara Textiles Limited held on 08th September, 2022

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 28th 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 at the Annual General Meeting on the resolution(s) as set out in the Notice convening the 28th Annual General Meeting of the Company held on Thursday, 08th September, 2022, 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") during the year(s) 2020, 2021 & 2022 permitting the conduct of the Annual General Meeting through VC/OAVM facility.



Responsibility of the Management

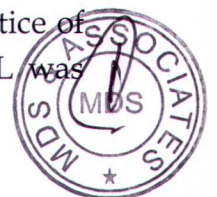
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, on the resolution(s) as set out in the Notice convening the 28th Annual General Meeting dated 10th August, 2022.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 28th 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. 7 in the Notice convening the 28th Annual General Meeting of the Company dated 10th August, 2022, 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 10th August, 2022 convening the 28th Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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 28th Annual General Meeting of the Company, were sent through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA Circulars and SEBI Circulars. The Company has also placed the notice of the 28th 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 05th day of September, 2022 at 9:00 AM (IST) and ended on Wednesday, the 07th day of September, 2022 at 5:00 PM (IST). 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., 01st September, 2022 were entitled to vote on the resolutions set out in the Notice of the 28th Annual General Meeting. The remote e-voting module of LI IPL was disabled on Wednesday, the 07th day of September, 2022 at 05:00 PM (IST).



- d. Upon the commencement of the 28th Annual General Meeting, the e-voting platform was activated to enable the shareholders who were present at the 28th Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote on the resolutions through remote e-voting to vote through e-voting facility at the meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 08th day of September, 2022 at 12:06 PM (IST) in the presence of Ms. Monika Nagaraj (the Witness No.1) and Mr.A.Selten Jayaraj (the 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).
- 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 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 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.7 in the Notice convening the 28th 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 31st March, 2022, 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	38	38,82,555	100.00
E-Voting at AGM	6	37,18,333	100.00
Total Voting	44	76,00,888	100.00

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	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

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
Total Voting	0	0

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



Ordinary Business**Resolution No: 2****Ordinary resolution**

Declaration of Dividend for the financial year ended March 31, 2022.

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	38	38,82,555	100.00
E-Voting at AGM	6	37,18,333	100.00
Total Voting	44	76,00,888	100.00

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	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

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
Total Voting	0	0

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



Ordinary Business

Resolution No: 3

Ordinary resolution

Re-appointment of Mrs.Bosco Giulia (DIN: 01898020) 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	37	38,49,353	99.14
E-Voting at AGM	6	37,18,333	100.00
Total Voting	43	75,67,686	99.56

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	33,202	0.86
E-Voting at AGM	0	0	0.00
Total Voting	1	33,202	0.44

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
Total Voting	0	0

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



Ordinary Business

Resolution No: 4

Ordinary resolution

Appointment of M/s.Mohan & Venkataraman, Chartered Accountants, Coimbatore (Firm Registration No. 007321S), as Statutory Auditors of the Company for a term of 5 years.

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	38	38,82,555	100.00
E-Voting at AGM	6	37,18,333	100.00
Total Voting	44	76,00,888	100.00

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	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

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
Total Voting	0	0

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



Special Business

Resolution No: 5

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 2022-23.

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	37	38,82,545	100.00
E-Voting at AGM	6	37,18,333	100.00
Total Voting	43	76,00,878	100.00

VOTES CAST AGAINST THE RESOLUTION

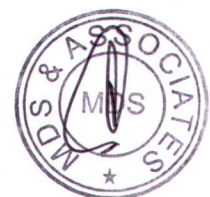
Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

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
Total Voting	0	0

- 1 shareholder holding 10 equity shares have abstained from voting through remote e-voting facility

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



Special Business

Resolution No: 6

Ordinary resolution

Approval for the material related party transactions with M/s. Strike Right Integrated Services Limited.

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	36	33,453	100.00
E-Voting at AGM	1	1	100.00
Total Voting	37	33,454	100.00

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	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

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	3*	48
Total Voting	3	48

- Promoters holding 75,67,386 equity shares have abstained from e-voting.
- *Votes cast by three related parties in favour of the resolution have been considered invalid pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Note: Thus, the Ordinary Resolution as given in Item No. 6 may be considered as passed unanimously.



Special Business

Resolution No: 7

Special resolution

Approval for variation in the terms of appointment of Mrs.Bosco Giulia, (DIN: 01898020) Whole-Time Director, effective from 1st October 2022.

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	37	38,82,455	100.00
E-Voting at AGM	6	37,18,333	100.00
Total Voting	43	76,00,788	100.00

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	100	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	100	Negligible

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
Total Voting	0	0

Note: Thus, the Special Resolution as given in Item No. 7 may be considered as passed with requisite majority.

Place : Coimbatore

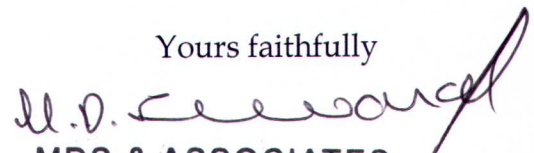
Date : 09th September, 2022

Based on the Scrutinizer's Report, the Resolution Nos. 1 to 7 have been passed with requisite majority.

For Lambodhara Textiles Limited

Meenakshi Sundaram Rajkumar
DIN: 06935422
Chairman

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

UDIN: F000960D000944540