



Lambodhara Textiles Limited

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

20th September 2018

To

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra East
Mumbai - 400 051

Dear Sir

Sub: Proceedings of the 24th Annual General Meeting of the Company held on 20th September 2018

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 24th Annual General Meeting of the Company was duly held on Thursday 20th September 2018 at 10:30 A:M at Varsha, The Grand Regent, 708, Avinashi Road, Coimbatore – 641 018, Tamilnadu, India.

The proper quorum was present and all the items of business as mentioned in the Annual General Meeting Notice dated 11th July 2018 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by remote e-voting and through poll at Annual General Meeting.

1.	Detail of the Agenda:	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.
	Resolution Required:	Ordinary Resolution.
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
2	Detail of the Agenda:	Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2018.
	Resolution Required:	Ordinary Resolution.
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.





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3	Detail of the Agenda:	Re-appointment of Mrs.Bosco Giulia (DIN:01898020) as director on retirement by rotation.
	Resolution Required:	Ordinary Resolution.
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
4	Detail of the Agenda:	Continue the appointment of M/s. Jain & Mohan (FRN. 006896S) as Statutory Auditors of the Company till the conclusion of the AGM to be held in the year 2022 without ratification at AGM.
	Resolution Required:	Ordinary Resolution.
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
5	Detail of the Agenda:	Ratification of the Remuneration payable to M/s C.S.Hanumantha Rao & Co, Cost Accountants for the financial year 2018-2019.
	Resolution Required:	Ordinary Resolution.
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
6	Detail of the Agenda:	Adoption of New set of Articles of Association in place of existing Articles of Association
	Resolution Required:	Special Resolution.
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
7	Detail of the Agenda:	Re-appointment of Mrs.Bosco Giulia, (DIN: 01898020) as Whole-Time-Director of the Company for a period of Five years with effect from 28th September 2018
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
8	Detail of the Agenda:	Appointment of Mr.Ramesh Shenoy Kalyanpur (DIN:06392237) as a Director of the Company.
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
9	Detail of the Agenda:	Appointment of Mr.Ramesh Shenoy Kalyanpur (DIN:06392237) as Whole Time Director of the Company for a period of Five years with effect from 11th July 2018.
	Resolution Required:	Ordinary Resolution





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	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
10	Detail of the Agenda:	Appointment of Mr.Narayanasamy Balu (DIN:08173046) as a Director of the Company.
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
11	Detail of the Agenda:	Appointment of Mr.Narayanasamy Balu (DIN:08173046) as Whole Time Director of the Company for a period of Five years with effect from 11th July 2018
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.


A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 24th Annual General Meeting is also attached.

Kindly take this intimation on record.

Thanking you,

Yours faithfully,

for Lambodhara Textiles Limited


Bosco Giulia
Whole-Time Director
DIN : 01898020

Cc:

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



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 Chairperson

24th Annual General Meeting of the Equity Shareholders of

M/s. LAMBODHARA TEXTILES LIMITED

(CIN: L17111TZ1994PLC004929)

Held on Thursday the 20th day of September 2018 at 10.30 A:M 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 24th Annual General Meeting of M/s. Lambodhara Textiles
Limited held on 20th September, 2018

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, 17th day of September, 2018 at 9:00 A:M. and ends on Wednesday, 19th day of September, 2018, at 5.00 P:M. and for the poll taken at the 24th Annual General Meeting of the Company held on Thursday the 20th day of September, 2018 at 10.30 A:M 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.11 in the Notice convening the said 24th Annual General Meeting dated 11th July 2018.



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 24th Annual General Meeting dated 11th July 2018.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 24th 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 11 in the Notice convening the 24th 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 24th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 20th September, 2018 on the remote e-voting process and also a separate Scrutinizer's Report dated 20th September, 2018 in the prescribed Form No.MGT-13 on the Poll taken at the 24th 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 March 31, 2018 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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	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	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



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, 2018

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	8	67,15,135	100.00
Poll	23	2,716	100.00
Total Voting	31	67,17,851	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
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



Ordinary BusinessResolution No: 3

Ordinary Resolution

Re-appointment of Mrs. Bosco Giulia (DIN: 01898020) 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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	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	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



Ordinary BusinessResolution No: 4

Ordinary resolution

Continue the appointment of M/s. Jain & Mohan (FRN. 006896S) as Statutory Auditors of the Company till the conclusion of the Annual General Meeting to be held in the year 2022 without ratification at Annual General Meeting

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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	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	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



Special Business**Resolution No: 5****Ordinary Resolution**

Ratification of the remuneration payable to M/s. C.S.Hanumantha Rao & Co, Cost Accountants, (Firm Registration No. 000216), Cost Auditors of the Company for the financial year 2018-19.

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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	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	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



Special BusinessResolution No: 6**Special Resolution**

Adoption of New set of Articles of Association in place of existing Articles of Association.

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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	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	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



Special Business

Resolution No: 7

Ordinary resolution

Re-appointment of Mrs. Bosco Giulia, (DIN: 01898020) as Whole-Time Director of the Company for a period of Five years with effect from 28th September 2018.

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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	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	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



Special Business

Resolution No: 8

Ordinary resolution

Appointment of Mr. Ramesh Shenoy Kalyanpur (DIN: 06392237) as a Director of the Company

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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	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	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



Special Business**Resolution No: 9****Ordinary resolution**

Appointment of Mr. Ramesh Shenoy Kalyanpur (DIN: 06392237) as Whole Time Director (Designated as "Whole Time Director cum Chief Financial Officer) of the Company for a period of Five years with effect from 11th July 2018.

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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	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	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



Special Business**Resolution No: 10****Ordinary resolution**

Appointment of Mr. Narayanasamy Balu (DIN:08173046) as a Director of the Company.

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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	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	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015



Special Business**Resolution No: 11****Ordinary Resolution**

Appointment of Mr. Narayanasamy Balu (DIN:08173046) as Whole Time Director of the Company for a period of Five years with effect from 11th July 2018.

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	7	67,15,134	100.00
Poll	23	2,716	100.00
Total Voting	30	67,17,850	100.00

VOTES CAST AGAINST THE RESOLUTION

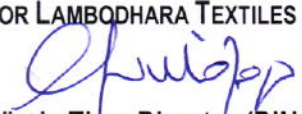
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	1	Negligible
Poll	0	0	0
Total Voting	1	1	Negligible

INVALID VOTES

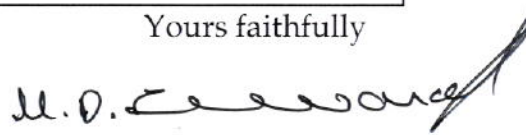
Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	1,015
Total Voting	2	1,015

Yours faithfully

Based on the Scrutinizer's Report
Resolution(s) No(s).1 to 11 have been
Passed with requisite majority.
FOR LAMBODHARA TEXTILES LIMITED


Whole Time Director (DIN:01898020)
Place : Coimbatore
Date : 20.09.2018




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