



Lambodhara Textiles Limited

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

16th September 2024

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: Proceedings of the 30th Annual General Meeting of the Company held on 16th September 2024, through Video Conferencing / Other Audio Visual Means

Pursuant to Regulation 30 read with para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 30th Annual General Meeting of the Company (AGM) was duly held on Monday, 16th September 2024 at 11:00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") respectively from time to time permitting the conduct of the Annual General Meeting through VC / OAVM facility and as per the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder and the proceedings of the same are given hereunder:

The following persons were present through VC / OAVM:

1. Mrs. Bosco Giulia, Whole-time Director.
2. Mr. Krishnamoorthy Narendra, Independent Director and Chairman of the Audit Committee, Nomination and Remuneration Committee and the Stakeholders Relationship Committee.
3. Mr. Vishnu Rajkumar Nischal, Independent Director.
4. Mr. Narayanasamy Balu, Whole-time Director.
5. Mr. Nishanth Balu, Whole-time Director.
6. Mr. Radhakrishnan Santossh, Chief Financial Officer.
7. Mrs. Shanthi P, Company Secretary & Compliance Officer.



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Mr. P. Ramesh and Mr. Guru Prasanna B, Partners of M/s. Mohan & Venkataraman, Chartered Accountants, the Statutory Auditors, Mrs. Bhargavi Venkatesh, Partner of M/s. C.S. Hanumantha Rao & Co, the Cost Auditors, Mr. M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, the Secretarial Auditors and Scrutinizer for the meeting, Mr. R. Mohan also participated in the meeting from their respective locations.

A total of 41 members representing 70,88,993 equity shares have attended the meeting through the VC / OAVM.

Mr. Radhakrishnan Santossh, Chief Financial Officer, extended a warm welcome to everyone present at the 30th AGM and briefed the members about the procedure for participation in the meeting through the video conferencing facility.

He then informed that the meeting was being conducted through VC facility in accordance with the framework issued by the MCA and SEBI through their respective circulars.

He then stated that the Company had availed the facility provided by Link Intime India Private Limited ("LI IPL") for holding the AGM through VC / OAVM and for remote e-voting as well as e-voting at the time of AGM. He then proceeded to explain the process of e-voting at the meeting and informed that the Company had provided the members with the facility to cast their vote on all the resolutions as set out in the Notice of AGM through the remote e-voting system administered by LI IPL during the period from 13th September 2024 to 15th September 2024. He further informed that the facility for voting at the meeting was also provided to members present in the meeting and who had not cast their votes through remote e-voting.

He further stated that Mr. M D Selvaraj FCS, Managing Partner of MDS & Associates LLP, Company Secretaries, Coimbatore has been appointed as the Scrutinizer for the e-voting process. He further informed that since the AGM was held through VC facility and the resolutions mentioned in the notice convening the AGM were already put to vote through remote e-voting, there would be no proposing and seconding of resolutions. He further added that there was no voting by show of hands at this AGM.

He also informed that the Company has received few requests from members to register themselves as speakers during the meeting.



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The CFO then introduced the Whole-time Directors and the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and other Directors / Statutory Auditor / Secretarial Auditor & Scrutiniser / Cost Auditor/ Company Secretary and the Key Executives present in the meeting through VC / OAVM facility.

He further informed that Mr. Mr. Baba Chandrasekar Ramakrishnan, Director being pre-occupied with other commitments could not attend the meeting.

Then he invited Mrs. Mrs. Bosco Giulia (DIN: 01898020), Whole-time Director to conduct the 30th AGM.

Mrs. Bosco Giulia (DIN: 01898020), Chairperson of the meeting occupied the Chair and welcomed the shareholders, Directors, Auditors and the Scrutinizer for the AGM held through VC / OAVM.

She then informed that the requisite quorum was present and called the meeting to order. She further mentioned that since there was no physical attendance of the Members, the requirement of appointment of proxies was not applicable.

The Chairperson affirmed that she was satisfied with the facilities provided to the Members of the Company for participating in this meeting through Video Conferencing and that the Company had taken all efforts feasible under the circumstances to enable the Members to participate and vote on the items being considered in the meeting.

Thereafter, the Chairperson informed that the registers as required under the Companies Act, 2013 have been made available electronically for inspection by the members during the AGM.

She further informed that since the notice of the AGM along with the audited financial statements and the Directors' report has already been circulated to all the members, the same has been taken as read. Further, as Statutory Audit Report and Secretarial Audit Report for the financial year ended 31st March 2024, were also sent through electronic mode to the members, the same was taken as read by the Chairperson. She further added that a suitable reply was provided in the Boards' Report for the remarks made by the Secretarial Auditors.



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Mr. Radhakrishnan Santossh, Chief Financial Officer, then briefed the performance and operations of the Company.

Thereafter, the following items of business as mentioned in the Notice of AGM were transacted at the meeting:

Ordinary Business:

1. Adoption of the audited financial statements of the company for the financial year ended 31st March 2024, together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)
2. Declaration of Dividend for the financial year ended 31st March 2024. (Ordinary Resolution)
3. Re-appointment of Mr. Balu Narayanasamy (DIN: 08173046) as Director on retirement by rotation. (Ordinary Resolution)

Special Business:

4. Ratification of the payment of remuneration to M/s. C.S. Hanumantha Rao & Co. (Firm Registration No.000216), Cost Auditors of the Company for the financial year 2024-25. (Ordinary Resolution)
5. Appointment of Mr. Krishnamoorthy Narendra (DIN: 00412219) as an Independent Director of the Company for a term of five (5) consecutive years with effect from 13th August 2024. (Special Resolution)
6. Appointment of Mr. Vishnu Rajkumar Nischal (DIN: 01612434) as an Independent Director of the Company for a term of five (5) consecutive years with effect from 13th August 2024. (Special Resolution)

Since the Chairperson was interested in the forthcoming subject, she vacated the Chair and requested Mrs. Shanthi P, Company Secretary to read the summary of the resolution set out in Item No.7 of the Notice.

7. Approval for the material related party transactions with M/s. Strike Right Integrated Services Limited. (Ordinary Resolution)



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After transacting the resolution set out in Item No.7 of the Notice, Mrs. Shanthi P invited Mrs. Bosco Giulia, Chairperson, to take over the proceedings of the meeting.

The Chairperson then explained about the procedure for the question-and-answer session from members after which the members raised their queries/questions.

Mr. Radhakrishnan Santossh, Chief Financial Officer, then clarified the queries/questions raised by registered speaker shareholders.

The Chairperson further informed the members that the e-voting facility on the platform of LIPL would remain open for the next 15 minutes to enable those shareholders who had not cast their vote to vote on the resolutions set out in the Notice. She further informed that the results would be declared, after considering both remote e-voting and e-voting during the meeting, within two working days and the combined Scrutinizers' Report will be placed in the Company's website and on the website of LIPL and the results will also be intimated to the Stock Exchanges.

The Chairman then extended a vote of thanks to everyone who participated in the meeting through VC/OAVM and declared the meeting as concluded at 11.24 A.M.

Kindly take the above on record.

Thanking you,

Yours faithfully,

For Lambodhara Textiles Limited

Bosco Giulia

Whole-time Director

DIN: 01898020