

September 25, 2018

BSE Limited
P. J. Towers,
Dalai Street, Fort,
Mumbai – 400 001.
Stock Code: 533343

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G – Block
Bandra – Kurla Complex
Bandra (East),
Mumbai – 400 051.
NSE Code: LOVABLE

Sub: Scrutinizer Report for the Annual General Meeting of the Company held on September 24, 2018.

Dear Sirs,

Enclosed h/w is the consolidated report of the Scrutinizer on remote e-voting and voting through the ballot paper at the Thirty First Annual General Meeting (AGM) of Lovable Lingerie Limited held on September 24, 2018 at 03:00 P.M. at CTC Banquets, Citi Point, Rajarshi Shahu Maharaj Road, Telli Galli, Andheri (East), Mumbai-400069 in respect of all the resolutions as set out in the Notice dated August 7, 2018.

All the resolutions contained in the Notice of the above AGM were approved by the requisite majority of shareholders.

We request you to kindly take note of the same.

Thanking you,

Yours faithfully,

For **Lovable Lingerie Limited**



Divya Shrimali
Company Secretary & Compliance Officer

Encl: as above

LOVABLE LINGERIE LTD.

D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503 Website: www.dmzaveri.com

Combined Report of Scrutinizer for e-voting & voting through ballot process

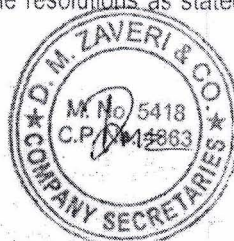
[Pursuant to Section 108/109 of the Companies Act, 2013 read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
31st Annual General Meeting of Equity Shareholders of
Lovable Lingerie Limited,
held on 24th September, 2018 at,
CTC Banquets, Citi Point, Rajarshi Shahu Maharaj Road,
Telli Galli, Andheri (East), Mumbai-400 069.

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. Zaveri & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors for the purpose of scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through ballot process at the venue of the 31st Annual General Meeting (AGM) in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 31st AGM of the Equity Shareholders of Lovable Lingerie Limited (**Company**), held on Monday, 24th September, 2018, at CTC Banquets, Citi Point, Rajarshi Shahu Maharaj Road, Telli Galli, Andheri (East), Mumbai -400 069.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) and voting by use of physical ballots by the shareholders at the venue of 31st AGM on the resolution contained in the Notice of the 31st AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the physical ballot voting at the 31st AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the



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DM Dharmesh Zaveri
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report generated from the remote e-voting system provided by Central Depository Services Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting facilities and the report generated electronically for voting by use of physical ballots at the venue of AGM.

At the 31st AGM of the Company held on 24th September, 2018, facility of voting through ballot process was given to the members present in the meeting.

I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on the resolutions proposed in the Notice of the 31st AGM. I have issued separate Scrutinizer's Report dated 24th September, 2018, on the remote e-voting and on the Poll through physical ballot.

The Result of remote e-voting together with that of the Poll is as under:

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	Nos
Item 1: Adoption of Financial Statements for the financial year ended 31st March 2018 and the Reports of the Board of Directors' and Auditor's thereon.(Ordinary Resolution)								
E-voting	9445169	35	9445167	99.99998	2	2	0.00002	0
Poll	593	13	533	89.8820	1	60	10.1180	0
Total	9445762	48	9445700	99.9993	3	62	0.0007	0
Item 2: Appointment of a director in place of Mrs. Taruna Reddy (DIN:02787135), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)								
E-voting	9445169	33	9444967	99.9979	4	202	0.0021	0
Poll	593	14	593	100.0000	0	0	0.0000	0
Total	9445762	47	9445560	99.9979	4	202	0.0021	0
Item 3: Re- Appointment of Mr. L Vinay Reddy (DIN: 00202619) as Managing Director of the Company. (Ordinary Resolution)								
E-voting	9445169	31	9444803	99.9961	6	366	0.0039	0
Poll	593	14	593	100.0000	0	0	0.0000	0
Total	9445762	45	9445396	99.9961	6	366	0.0039	0



DS Dharmesh Zaveri
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Item 4: Re- Appointment of Mr. L Jaipal Reddy (DIN: 01539678) as Whole Time Director of the Company. (Special Resolution)

*The resolution is withdrawn

Item 5: Continuation of Appointment of Mr. Gopal Sehgal as an Independent Non- Executive Director of the Company. (Special Resolution)

E-voting	9445169	31	9444803	99.9961	6	366	0.0039	0
Poll	593	14	593	100.0000	0	0	0.0000	0
Total	9445762	45	9445396	99.9961	6	366	0.0039	0

* The Company had withdrawn the proposed agenda item no.4 of the Notice relating to Re-appointment of Mr. L Jaipal Reddy (DIN: 01539678) as Whole Time Director of the Company due to sudden demise of Mr. L Jaipal Reddy on 3rd September, 2018, which was post the issuance of Notice of the 31st Annual General Meeting. The Company had informed the same to the BSE/ NSE by way of an addendum to the original notice on 4th September 2018. Further, the Company had also intimated the same to CDSL and accordingly CDSL has removed the said agenda item no 4 for voting through remote e-voting. The Company has also withdrawn voting for the said agenda item no 4 from the polling paper given to the shareholders at the 31st Annual General Meeting. In view of above there were no votes cast for the said agenda item no 4 and hence we have not reported details of voting done through poll papers for the said agenda item no 4. All the resolutions voted through under remote e-voting and ballot/poll were passed with requisite majority.



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Company Secretaries

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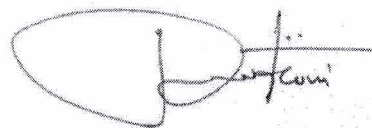
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The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 31st Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For D. M. Zaveri & Co
Practising Company Secretary

COUNTERSIGNED BY :
For Lovable Lingerie Limited



Dharmesh Zaveri
(Proprietor)

Membership No.: 5418
C.P. No.: 4363

Place: Mumbai

Date: 25th September, 2018



Company Secretary
(Under Authority by Chairman)

