LOYAL TEXTILE MILLS LTD

(FOUR STAR EXPORT HOUSE RECOGNISED BY GOVT OF INDIA)
INTEGRATED MANAGEMENT SYSTEM CERTIFIED AND PRACTICING COMPANY

DIVISIONAL OFFICE :
No. 83 (Old No. 41), 1st Main Road, R.A. Puram, Chennai 600 028, INDIA
Phone : +91 44 4227 7374 Fax : +91 44 4306 0622
E-Mail : loyal@loyaltextiles.com : www.loyaltextiles.com

REF: LTM/BSE/AGM/004

September 23, 2020

The General Manager
Bombay Stock Exchange Limited
P J Towers, Dalal Street
Mumbai - 400 001

Dear Sir,

Sub: Intimation of 74th Annual General Meeting Voting Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Voting Results and Scrutinizers Report of the 74th Annual General Meeting held on Wednesday, 23rd September 2020 through NSDL Video Conference Platform.

This is for your kind reference and record.

Thanking You,

Yours Faithfully
For LOYAL TEXTILE MILLS LIMITED

LOYAL TEXTILE MILLS LTD. CHENNAI 600 028

P. MAHADEVAN
Company Secretary & Compliance Officer

Regd. Office :
No. 21/4, Mill Street, Kovilpatti 628 501, Tamilnadu, India
Phone : +91 04632 220001-5 Fax : +91 4632 221353
E-Mail : kovilpatti@loyaltextiles.com
GSTIN Tamil Nadu : 33AAACL2632C1Z8
Andhra Pradesh : 37AAACL2632C1Z0
CIN : L17111TN1946PLC001361. Pan No : AAACL2632C

VOTING RESULTS

Date of Annual General Meeting	23rd September 2020
Total number of Shareholders as on record date (17.09.2020)	1981
No. of Shareholders attended the meeting through Video Conferencing	21
Promoters and Promoters Group	17
Public	4
No. of Shareholders present in meeting either in person / through proxy	NIL
Promoters and Promoters Group	
Public	

RESOLUTION 1: Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March 2020 and the Reports of the Directors and Auditors thereon

Resolution Type	Ordinary
Whether Promoter / Promoter group are interested in the agenda / resolution	NO

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on Votes polled
Promoter and Promoter Group	E- Voting	35,39,845	34,30,530	96.91	34,30,530	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**35,39,845**	**34,30,530**	**96.91**	**34,30,530**	**-**	**100.00**	**-**
Public Institutions	E- Voting	4,000	0	0	0	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**4,000**	**0**	**0**	**0**	**-**	**-**	**-**
Public Non - Institutions	E- Voting	12,72,601	1,75,691	13.80	90,499	85,192	51.52	48.48
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**12,72,601**	**1,75,691**	**13.80**	**90,499**	**85,192**	**51.52**	**48.48**
Total		**48,16,446**	**36,06,221**	**74.87**	**35,21,029**	**85,192**	**97.64**	**2.36**

LOYAL TEXTILE MILLS LTD. CHENNAI 600 028

RESOLUTION 2: To appoint a Director in place of Mr.P.Manivannan, Director (Din:00366954), who retires by rotation and being eligible offers himself for reappointment								
Resolution Type					Ordinary			
Whether Promoter / Promoter group are interested in the agenda / resolution					NO			
Category	**Mode of Voting**	**No. of Shares held**	**No. of Votes polled**	**% of Votes polled on outstanding**	**No. of Votes in favour**	**No. of Votes Against**	**% of Votes in favour on votes polled**	**% of Votes against on Votes polled**
Promoter and Promoter Group	E- Voting	35,39,845	34,30,530	96.91	34,30,530	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**35,39,845**	**34,30,530**	**96.91**	**34,30,530**	**-**	**100.00**	**-**
Public Institutions	E- Voting	4,000	0	0	0	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**4,000**	**0**	**0**	**0**	**-**	**-**	**-**
Public Non - Institutions	E- Voting	12,72,601	1,75,691	13.80	90,499	85,192	51.52	48.48
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**12,72,601**	**1,75,691**	**13.80**	**90,499**	**85,192**	**51.52**	**48.48**
Total		**48,16,446**	**36,06,221**	**74.87**	**35,21,029**	**85,192**	**97.64**	**2.36**

RESOLUTION 3: Re- appointment of Mr.B.T Bangera as an Independent Director								
Resolution Type					Special			
Whether Promoter / Promoter group are interested in the agenda / resolution					NO			
Category	**Mode of Voting**	**No. of Shares held**	**No. of Votes polled**	**% of Votes polled on outstanding**	**No. of Votes in favour**	**No. of Votes Against**	**% of Votes in favour on votes polled**	**% of Votes against on Votes polled**
Promoter and Promoter Group	E- Voting	35,39,845	34,30,530	96.91	34,30,530	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**35,39,845**	**34,30,530**	**96.91**	**34,30,530**	**-**	**100.00**	**-**
Public Institutions	E- Voting	4,000	0	0	0	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**4,000**	**0**	**0**	**0**	**-**	**-**	**-**
Public Non - Institutions	E- Voting	12,72,601	1,75,691	13.80	90,499	85,192	51.52	48.48
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**12,72,601**	**1,75,691**	**13.80**	**90,499**	**85,192**	**51.52**	**48.48**
Total		**48,16,446**	**36,06,221**	**74.87**	**35,21,029**	**85,192**	**97.64**	**2.36**

LOYAL TEXTILE MILLS LTD. CHENNAI 600 028

RESOLUTION 4: Ratification of remuneration to the Cost Auditor								
Resolution Type					Ordinary			
Whether Promoter / Promoter group are interested in the agenda / resolution					NO			
Category	**Mode of Voting**	**No. of Shares held**	**No. of Votes polled**	**% of Votes polled on outstanding**	**No. of Votes in favour**	**No. of Votes Against**	**% of Votes in favour on votes polled**	**% of Votes against on Votes polled**
Promoter and Promoter Group	E- Voting	35,39,845	34,30,530	96.91	34,30,530	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**35,39,845**	**34,30,530**	**96.91**	**34,30,530**	**-**	**100.00**	**-**
Public Institutions	E- Voting	4,000	0	0	0	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**4,000**	**0**	**0**	**0**	**-**	**-**	**-**
Public Non - Institutions	E- Voting	12,72,601	1,75,691	13.80	90,499	85,192	51.52	48.48
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	**12,72,601**	**1,75,691**	**13.80**	**90,499**	**85,192**	**51.52**	**48.48**
Total		**48,16,446**	**36,06,221**	**74.87**	**35,21,029**	**85,192**	**97.64**	**2.36**

For LOYAL TEXTILE MILLS LIMITED

LOYAL TEXTILE MILLS LTD. CHENNAI 600 028

P Mahadevan
Company Secretary & Compliance Officer

S.S. VIGNESH, M.B.A., A.C.S.

COMPANY SECRETARY IN PRACTICE
NO.2, SATH SANGAM ROAD, S.S.COLONY,
MADURAI – 652010.

Mail id: vigneshmbacs@gmail.com Cell: 98650-11399

REPORT OF SCRUTINIZER

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the Meeting
74th Annual General Meeting (AGM) of the Equity Shareholders of Loyal Textile Mills Limited held on September 23, 2020 at 10.15 a.m. through Video Conference ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

Sub: Passing of resolution through Remote Electronic Voting and E-Voting during the 74th AGM of Loyal Textile Mills Limited (the Company) held on Wednesday, 23rd September, 2020 through Video Conference ("VC") / Other Audio-Visual Means ("OAVM").

I, S.S. VIGNESH, Practising Company Secretary, at No.2, Sath Sangam Road, S.S.Colony, Madurai – 625010 was appointed as Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 74th Annual General Meeting of the Equity Shareholders of Loyal Textile Mills Limited, held on September 23, 2020 through Video Conference ("VC") / Other Audio-Visual Means ("OAVM") submit my report as under:

The Company had appointed National Securities Depository Limited (hereinafter **NSDL or the Service Provider**) as the e-Voting Service Provider, for extending the facility of electronic voting to the shareholders of the Company from 09.00 a.m. on September 20, 2020 to 05.00 p.m. on September 22, 2020. The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the businesses (both Ordinary and Special businesses) sought to be transacted at the 74th Annual General Meeting (AGM) of the Company.

The Service Provider accordingly had set up e-Voting facility on their website https://www.evoting.nsdl.com. The Company had uploaded all the items of the businesses to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through electronic means.

Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and the applicable provisions of the Uniform Listing Agreement pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to all the modes of voting (that is, through electronic means {by remote e-voting} and e-voting during the AGM by the shareholders on the

ICSI UDIN: **A031114B000753528**

S.S. VIGNESH ACS * M.NO.31114 * COMPANY SECRETARY resolutions proposed in the Notice of the 74th Annual General Meeting of the Company is the responsibility of the management of the Company. My responsibility as a Scrutinizer is to ensure that the voting processes by e-Voting (Remote e-Voting and e-voting during the AGM) is conducted in a fair and transparent manner and render a Consolidated Scrutinizer's Report of the total votes cast in favour or against if any, on the resolutions to the Chairman of the Meeting, based on the reports generated from the electronic voting system provided by NSDL and based on data compiled by M/s. GNSA Infotech Private Limited, the Registrar and Share Transfer Agents of the Company.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was September 17, 2020. As on that date, the Company had 1981 (One Thousand Nine Hundred and Eighty One) shareholders.

The Company had sent the Notices of the AGM by email to 1,236 (One Thousand and Two Hundred and Thirty Six) shareholders whose email ids were registered with the Depository Participants and there was no physical notices were sent by the company due to Covid pandemic. However, the Shareholders were given access to the Notice electronically by following the URL link, as on the date of signing this Report-

https://www.loyaltextiles.com/wp-content/uploads/2020/09/Loyal-Textile-Mills-Limited-Annual-Report-2019-20.pdf

As prescribed in the aforesaid Rules, the e-Voting facility was kept open for three (3) days from 09.00 a.m. on September 20, 2020 to 05.00 p.m. on September 22, 2020.

The Company also released an advertisement, which was published 21 days in advance of the date of the AGM, on September 01, 2020 in English newspaper "Business Line" and in Tamil newspaper "Tamizh Murasu".

At the end of the voting period on September 22, 2020 at 05.00 p.m., the voting portal of the Service Provider was blocked forthwith. On September 23, 2020, the votes cast through e-Voting facility was duly unblocked after the conclusion of the Annual General Meeting and results were downloaded from NSDL website by me as scrutinizer in the presence of Mr. Karthik and Mr. Murali Kannan who are not in employment of the Company and acted as witnesses, as prescribed in sub-rule 3 (xii) of the said Rule 20.

In view of the COVID-19 Pandemic, the 74th AGM of the Company was conducted through Video Conference ("VC") / Other Audio-Visual Means ("OAVM") and the members were allowed to cast their vote through remote e-voting, the members who have not casted their vote through remote e-Voting were allowed to vote during the AGM without the physical presence of the Members at the Common Venue.

S. VIGNESH, ACS
M.No. 31114
COMPANY SECRETARY

The result of the remote e-Voting at the AGM is as under:

(A) CONSOLIDATED

Number of Members who cast their votes	Total number of Shares held by them	Total number of Valid votes (as per details provided under each one of the Resolutions mentioned hereunder)
34	36,06,221	Differs as mentioned under each of the Resolution.
-	-	-

(B) Item-wise

Ordinary Business

Agenda No.1:

Adoption of Audited Standalone and Consolidated Financial Statements for the year ended 31st March, 2020.

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in **favour** of the resolution	Votes **against** the resolution	**Invalid** votes
Remote E-voting	**35,20,479**	85,192	0
Voting through E-Voting during AGM	550	0	0
Total	**35,21,029**	85,192	**0**
Total - % (approx.)	97.64%	2.36%	-

ICSI UDIN: **A031114B000753528**

S.S. VIGNESH, ACS
M.No.31114
COMPANY SECRETARY

Agenda No.2:

Appointment of Mr. P. Manivannan, Director who retires by rotation.

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in **favour** of the resolution	Votes **against** the resolution	**Invalid** votes
Remote E-voting	**35,20,479**	85,192	0
Voting through E-Voting during AGM	**550**	0	0
Total	**35,21,029**	85,192	**0**
Total - % (approx.)	97.64%	2.36%	-

Special Business

Agenda No.3:

Re-appointment of Mr. B.T. Bangera, as an Independent Director

Type of Resolution: Special Resolution

Manner of Voting	Votes in **favour** of the resolution	Votes **against** the resolution	**Invalid** votes
Remote E-voting	**35,20,479**	85,192	0
Voting through E-Voting during AGM	**550**	0	0
Total	**35,21,029**	85,192	**0**
Total - % (approx.)	97.64%	2.36%	-

Agenda No.4:

Ratification of remuneration to the Cost Auditor

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in **favour** of the resolution	Votes **against** the resolution	**Invalid** votes
Remote E-voting	**35,20,479**	85,192	0
Voting through E-Voting during AGM	**550**	0	0
Total	**35,21,029**	85,192	**0**
Total - % (approx.)	97.64%	2.36%	-

ICSI UDIN: **A031114B000753528**

S.S. VIGNESH, ACS M.No. 31114 COMPANY SECRETARY

All the resolutions were passed with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through e-Voting by the shareholders of the Company at the said Annual General Meeting. I shall be arranging to hand over these records to the Chairman of the meeting or the Company Secretary of the Company or any other authorised person in due course, upon signing of the minutes of the AGM as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Thanking you,

Yours faithfully,

Name and Signature of the Scrutinizer

Place: Madurai
Dated: 23/09/2020

S S VIGNESH
PRACTISING COMPANY SECRETARY
ACS: 31114; CP: 11620
UDIN: **A031114B000753528**

S.S. VIGNESH ACS
M.No. 31114
COMPANY SECRETARY

S.S. VIGNESH
PRACTISING COMPANY SECRETARY
No. 2, SATH SANGAM ROAD
S.S. COLONY, MADURAI-625 010
Ph: 0452 - 4231299

ICSI UDIN: **A031114B000753528**