

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

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REF: LTM/BSE/2018-19/Q4/001

March 25, 2019

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

Dear Sir,

Sub: Declaration of Results of Postal Ballot

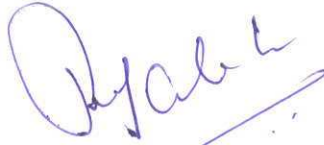
The Company sent a Notice of Postal Ballot dated February 08, 2019 for seeking approval of members of the Company for Continuation of Directorship of Mr. Bendoor Tarachand Bangera (DIN: 00432492), Independent Director who has attained the age of 75 years, pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Amendment Regulations, 2018, by way of Special Resolution.

The process of e-voting and voting through postal ballot commenced on February 21, 2019 and concluded on March 22, 2019. The Scrutinizer has submitted his report on results of Postal Ballot. As per the Scrutinizer's Report, the members of the Company have duly approved the resolution with requisite majority.

The voting results and Scrutinizer's report have been enclosed for your information and record.

Thanking You,

Yours faithfully
For LOYAL TEXTILE MILLS LIMITED



P. MAHADEVAN

Company Secretary & Compliance Officer



POSTAL BALLOT VOTING RESULTS

Date of Postal Ballot							08.02.2019	
Total No. of Shareholder as on record date / cut - off Date							1,936	
No of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group Public							NOT APPLICABLE	
No of shareholders attended the meeting through Video Conferencing Promoter and Promoter Group Public							NOT APPLICABLE	
Resolution Required							Special	
Whether Promoter / Promoter Group are interested in the Resolution							* No	
Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on Votes polled
Promoter & Promoter Group	E-voting	35,39,845	34,30,530	96.91	34,30,530	-	100.00	-
	Postal ballot		-	-	-	-	-	-
	Total		34,30,530	96.91	34,30,530	-	100.00	-
Public Institution	E-voting	4700	-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institution	E-voting	12,71,901	91,865	7.22	91,845	20	-	-
	Postal ballot*		12,500	0.98	8,390	-	-	-
	Total		1,04,365	8.20	1,00,235	20	96.04	0.02
Total		48,16,446	35,34,895	73.39	35,30,765	20	99.88	0.00

*In Public Non-Institution Category No. of Votes polled 12,500 includes – In favour 8,390 votes and 4,110 invalid votes





Report of the Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson,
Loyal Textile Mills Limited,
CIN: L17111TN1946PLC001361
21/4, Mill Street, Kovilpatti, Tamilnadu - 628501.

Dear Sir,

Sub: Scrutinizer's Report on e-voting and postal ballot process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

I, Hari Krishnan S, Practicing Company Secretary, has been appointed by the Board of Directors to act as the Scrutinizer to scrutinize the remote e-voting process and Postal Ballot forms in a fair and transparent manner with respect to the provisions of Section 108 and 110 of the Companies Act, 2013, as amended ('the Act') read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ['SEBI Listing Regulations'] on the Resolution as set-out in the notice of Postal Ballot dated February 8, 2019.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting through physical ballot papers to the members who do not have access to e-voting facility.

The Shareholders of the company holding shares as on the "cut-off" date of 15th February 2019 were entitled to vote on the proposed special resolution.

The e-voting period commenced on 21st February 2019 at 9.00 A.M. and ended on 22nd March 2019 at 05.00 P.M. and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through physical ballot forms received up to 5.00 p.m. on 22nd March 2019 were considered.





I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms received respectively.

I now submit my report as under on the result of the voting through electronic means and physical mode in respect of the below mentioned resolution.

Special Resolution:

Approval for Continuation of Mr. Bendoor Tarachand Bangera, (DIN: 00432492) as Independent and Non-Executive Director of the Company from April 1, 2019

Mode	No. of Share holders	Total Shares	Favour		Against		Invalid	
			No. of Share holders	No. of Votes	No. of Share holders	No. of Votes	No. of Share holders	No. of Votes
E-Voting	31	35,22,395	30	35,22,375	1	20	0	0
Physical	45	12,500	40	8,390	0	0	5	4,110
TOTAL	76	35,34,895	70	35,30,765	1	20	5	4,110

Total Valid Votes (Total Votes – Invalid Votes) = 35,30,785

Votes in Favour (% of Total Valid Votes) = 99.999

Votes in Against (% of Total Valid Votes) = 0.001

The resolution was passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in my safe custody until the Chairperson / Director considers, approves and signs the Minutes and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

S Hari Krishnan
Practicing Company Secretary
Membership No.29583
CP No.13740



Place: Chennai

Dated: 25th March 2019