

Regd. Office :

No. 21/4, Mill Street, Kovilpatti 628 501, Tamilnadu, India
Phone: +91 4632 220001-5 • E-Mail: kovilpatti@loyaltextiles.com
GSTIN: 33AAACL2632C1Z8 • Andhra: 37AAACL2632C1Z0
CIN: L17111TN1946PLC001361 • PanNo: AAACL2632C

REF: LTM/BSE/AGM/004

September 27, 2018

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

Dear Sir,

Sub: Intimation of Voting Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Voting Results and Scrutinizer's Report of the 72nd Annual General Meeting held on Thursday, 27th September 2018 at the registered office of the Company for your reference and records.

Thanking You,

Yours faithfully
For LOYAL TEXTILE MILLS LIMITED

P. MAHADEVAN
Company Secretary & Compliance Officer



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



Regd. Office :

No. 21/4, Mill Street, Kovilpatti 628 501, Tamilnadu, India
Phone: +91 4632 220001-5 • E-Mail: kovilpatti@loyaltextiles.com
GSTIN: 33AAACL2632C1Z8 • Andhra: 37AAACL2632C1Z0
CIN: L17111TN1946PLC001361 • PanNo: AAACL2632C

VOTING RESULTS

Date of Annual General Meeting	27 th September 2018
Total number of Shareholders as on record date	1935
No. of Shareholders present in meeting either in person / through proxy	19
Promoters and Promoters Group	18
Public	1
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoters Group	
Public	

RESOLUTION 1: Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31 st March 2018 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	34,29,980	96.90	34,29,980	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	550	0.02	550	-	100	-
	TOTAL	35,39,845	34,30,530	96.92	34,30,530	-	100	-
Public Institutions	E- Voting	4,700	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	4,700	-	-	-	-	-	-
Public Non - Institutions	E- Voting	12,71,901	27	0.00	27	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	12,71,901	27	0.00	27	-	100	-
Total		48,16,446	34,30,557	71.23	34,30,557	-	100	-

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



RESOLUTION 2: Declaration of Dividend on Equity Shares for the year 2017-18								
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	34,29,980	96.90	34,29,980	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	550	0.02	550	-	100	-
	TOTAL	35,39,845	34,30,530	96.92	34,30,530	-	100	-
Public Institutions	E- Voting	4,700	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	4,700	-	-	-	-	-	-
Public Non - Institutions	E- Voting	12,71,901	27	0.00	27	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	12,71,901	27	0.00	27	-	100	-
Total		48,16,446	34,30,557	71.23	34,30,557	-	100	-

RESOLUTION 3: Appointment of a Director in place of Mr. P Manivannan (DIN: 00366954), who retires by rotation and being eligible, offers himself for re – appointment								
Resolution Type					Ordinary			
Whether Promoter / Promoter group are interested in the agenda / resolution					YES (But Entitled to Vote)			
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	34,29,980	96.90	34,29,980	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	550	0.02	550	-	100	-
	TOTAL	35,39,845	34,30,530	96.92	34,30,530	-	100	-
Public Institutions	E- Voting	4,700	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	4,700	-	-	-	-	-	-
Public Non - Institutions	E- Voting	12,71,901	27	0.00	27	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	12,71,901	27	0.00	27	-	100	-
Total		48,16,446	34,30,557	71.23	34,30,557	-	100	-



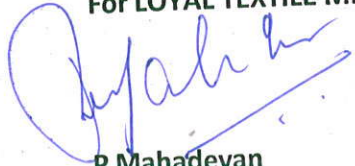
RESOLUTION 4: Appointment of Mrs. Valli M Ramaswami (DIN: 00036508), as whole Time Director								
Resolution Type					Ordinary			
Whether Promoter / Promoter group are interested in the agenda / resolution					YES (But Entitled to Vote)			
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% 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	34,29,980	96.90	34,29,980	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	550	0.02	550	-	100	-
	TOTAL	35,39,845	34,30,530	96.92	34,30,530	-	100	-
Public Institutions	E- Voting	4,700	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	4,700	-	-	-	-	-	-
Public Non - Institutions	E- Voting	12,71,901	27	0.00	27	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	12,71,901	27	0.00	27	-	100	-
Total		48,16,446	34,30,557	71.233	34,30,557	-	100	-

RESOLUTION 5: Appointment of Mr. B Vaidyanathan (DIN : 00263983), as a Director								
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	34,29,980	96.90	34,29,980	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	550	0.02	550	-	100	-
	TOTAL	35,39,845	34,30,530	96.92	34,30,530	-	100	-
Public Institutions	E- Voting	4,700	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	4,700	-	-	-	-	-	-
Public Non - Institutions	E- Voting	12,71,901	27	0.00	27	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	12,71,901	27	0.00	27	-	100	-
Total		48,16,446	34,30,557	71.23	34,30,557	-	100	-



RESOLUTION 6: Ratification of Remuneration to Cost Auditors					Ordinary			
Resolution Type					NO			
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	34,29,980	96.90	34,29,980	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	550	0.02	550	-	100	-
	TOTAL	35,39,845	34,30,530	96.92	34,30,530	-	100	-
Public Institutions	E- Voting	4,700	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	4,700	-	-	-	-	-	-
Public Non - Institutions	E- Voting	12,71,901	27	0.00	27	-	100	-
	Poll	-	-	-	-	-	-	-
	Ballot Paper	-	-	-	-	-	-	-
	TOTAL	12,71,901	27	0.00	27	-	100	-
Total		48,16,446	34,30,557	71.23	34,30,557	-	100	-

For LOYAL TEXTILE MILLS LIMITED



P Mahadevan
Company Secretary & Compliance Officer



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

COMPANY SECRETARY IN PRACTICE
39-A, THENNOLAIKARA MAIN STREET,
MADURAI – 652001.

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

72nd Annual General Meeting (AGM) of the Equity Shareholders of Loyal Textile Mills Limited held on September 27, 2018 at 10.30 a.m. at the Registered Office of the Company at 21/4, Mill Street, Kovilpatti – 628501, Tamilnadu.

Dear Sir,

Sub: Passing of resolution through Remote Electronic Voting and Physical Ballot conducted at the 72nd AGM of Loyal Textile Mills Limited (the Company) held on Thursday, September 27, 2018.

I, S.S. VIGNESH, Practising Company Secretary, at 39A, Thennolaikara Main Street, Madurai – 625001 was appointed as Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and voting by ballot paper at the meeting 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 72nd Annual General Meeting of the Equity Shareholders of Loyal Textile Mills Limited, held on September 27, 2018 at 21/4, Mill Street, Kovilpatti – 628501, Tamilnadu 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 24, 2018 to 05.00 p.m. on September 26, 2018. 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 aforesaid 72nd 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 voting by ballot paper at the AGM) by the shareholders on the resolutions proposed in the Notice of the 72nd Annual General Meeting of the Company is the responsibility of the management of the Company. Our responsibility as a Scrutinizer is to ensure that the voting processes both by remote e-Voting and by ballot



paper at the AGM (**Physical Ballot**) are 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, based on the reports generated from the electronic voting system provided by NSDL and based on data compiled by M/s. GNSA Infotech Limited, the Registrar and Share Transfer Agents of the Company, for voting by ballot paper at the meeting.

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 21, 2018. As on that date, the Company had 1935 (One Thousand Nine Hundred and Thirty Five) shareholders.

The Company had sent the Notices of the AGM by email to 954 (Nine Hundred and Fifty Four) shareholders whose email ids were registered with the Depository Participants, to the remaining shareholders, physical notices were sent by Registered Post. The Shareholders were given access to the Notice electronically by following the URL link, as on the date of signing this Report-

<http://www.loyaltextiles.com/wp-content/uploads/2018/09/LoyalTextileMillsLimitedNoticeof72ndAGM.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 24, 2018 to 05.00 p.m. on September 26, 2018.

The Company also released an advertisement, which was published 21 days in advance of the date of the AGM, on September 6, 2018 in English newspaper "Business Line" and in Tamil newspaper "Tamizh Murasu".

At the end of the voting period on September 26, 2018 at 05.00 p.m., the voting portal of the Service Provider was blocked forthwith. On September 27, 2018, 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. Dinesh Kumar who are not in employment of the Company and acted as witnesses, as prescribed in sub-rule 3 (xii) of the said Rule 20.

At the 72nd AGM of the Company, members present were allowed to cast their vote through ballot (Physical Ballot) at the venue of the AGM. The ballot papers were distributed to the shareholders present at the venue. The shareholders cast their votes in the 1 (one) ballot box kept at a convenient location in the venue.

After announcement by the Chairman for voting through Physical Ballot, the box kept for voting was checked as empty and then locked in my presence with due identification marks placed by me. After completion of voting through Physical Ballot, the locked ballot box was opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company.

The ballot papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The votes cast through e-Voting were considered as final in cases where member(s) have voted both in remote e-voting and by way of Physical Ballot at the AGM.



The result of the remote e-Voting together with Physical Ballot 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)
22	34,30,007	Differs as mentioned under each of the Resolution.
2	850	Differs as mentioned under each of the Resolution.

(B) Item-wise

Ordinary Business

Agenda No.1:

Adoption of Financial Statements

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	34,30,007	0	0
Physical Ballot at AGM (Present in person or by Proxy)	550	0	300
Total	34,30,557	0	300
Total - % (approx.)	99.99%	-	0.01%

Agenda No.2:

Declaration of Dividend

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	34,30,007	0	0
Physical Ballot at AGM (Present in person or by Proxy)	550	0	300
Total	34,30,557	0	300
Total - % (approx.)	99.99%	-	0.01%



Agenda No.3:

Re-appointment of Mr. P. Manivannan, Director

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	34,30,007	0	0
Physical Ballot at AGM (Present in person or by Proxy)	550	0	300
Total	34,30,557	0	300
Total - % (approx.)	99.99%	-	0.01%

Special Business**Agenda No.4:**

Appointment of Mrs. Valli M Ramaswami, as Whole Time Director

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	34,30,007	0	0
Physical Ballot at AGM (Present in person or by Proxy)	550	0	300
Total	34,30,557	0	300
Total - % (approx.)	99.99%	-	0.01%

Agenda No.5:

Appointment of Mr. B. Vaidyanathan, as a Director

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	34,30,007	0	0
Physical Ballot at AGM (Present in person or by Proxy)	550	0	300
Total	34,30,557	0	300
Total - % (approx.)	99.99%	-	0.01%



Agenda No.6:

Ratification of remuneration of Cost Auditor

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	34,30,007	0	0
Physical Ballot at AGM (Present in person or by Proxy)	550	0	300
Total	34,30,557	0	300
Total - % (approx.)	99.99%	-	0.01%

All the resolutions stand 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 and all other papers including the physical ballot papers through which votes were cast by the shareholders of the Company at the said Annual General Meeting. I shall be arranging to hand over these records to the Chairman or the Company Secretary of the Company or any other authorised person in due course, upon signing of the minutes of the aforesaid AGM as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Thanking you,

Yours faithfully,

S.S. Vignesh (S.S. VIGNESH)

Name and Signature of the Scrutinizer

Place: Kovilpatti
Dated: 27/09/2018



S.S. VIGNESH, MBA., ACS.,
COMPANY SECRETARY
Mem. No.31114
39-A, Thenolaikara Main Street,
MADURAI - 625 001.