



LAGNAM SPINTEX LIMITED

CIN: L17119RJ2010PLC032089

Registered Office: A 51-53, RIICO Growth Centre Hamirgarh, Bhilwara- 311001, Rajasthan, India.

Tel: +91 9461656067, **Website:** www.lagnamspintex.com, **E-mail:** rparashar@lagnam.com

NOTICE OF THE 11th ANNUAL GENERAL MEETING

To,
The Members of
LAGNAM SPINTEX LIMITED
(CIN: L17119RJ2010PLC032089)

Notice is hereby given that the 11th Annual General Meeting of the members of **LAGNAM SPINTEX LIMITED** will be held on Friday, the 23rd day of July, 2021 at 11:00 a.m. Indian Standard Time (IST), through Video Conferencing/Other Audio-Visual Means (VC/OAVM) facility to transact the following businesses: -

ORDINARY BUSINESS: -

Item No. 1 – Adoption of Audited Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the year 2020-21 ended 31st March 2021, comprising of the Balance Sheet as at 31st March 2021, Statement of Profit & Loss and Statement of Cash Flow for the year 2020-21 ended 31st March 2021, together with the Report of the Statutory Auditors and Board's Report thereon.

Item No. 2 – Declaration of Dividend

To declare a dividend of Rs. 0.50/- per equity share for the financial year ended 31st March, 2021.

Item No. 3 – Appointment of Sh. Shubh Mangal as a director liable to retire by rotation

To appoint Director in place of Sh. Shubh Mangal (DIN: 01287935) who is liable to retire by rotation and is being eligible, offer himself for re- appointment.

SPECIAL BUSINESS: -

Item No. 4 – Ratification of Remuneration of Cost Auditors for the Financial Year 2021-22: -

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**: -

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification(s) or reenactment(s) thereof for the time being in force), the payment of the remuneration of Rs. 35,000/- (Rupees Thirty-Five Thousand only) plus applicable taxes and reimbursement of out of pocket expenses, to M/s. N. D. Birla & Co., Cost Accountants (Firm Reg. No. 000028) who were appointed by the Board of Directors of the Company as "Cost Auditors" to conduct the audit of the cost records maintained by the Company for financial year ending 31st March, 2022, be and is hereby ratified and approved."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No. 5 - To re-appoint Sh. D. P. Mangal (DIN: 01205208), as Whole Time Director, designated as "Executive Chairman": -

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**: -

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and provisions of Articles of Association and any other law and subject to such consent, approval and permission as may be necessary in this regard and subject to such conditions as may be imposed by any authority while granting such consent, permission & approval and as are agreed by the board of directors (herein after referred to as the Board which term shall unless repugnant to the context or meaning thereof, be deemed to include any committee thereof and any person authorized by the board in this behalf) and on the recommendation of Nomination & Remuneration Committee, consent of company hereby accorded for the re-appointment and terms of remuneration of Sh. Dwarka Prasad Mangal [DIN: 01205208] S/o Sh. Gulab Chand Mangal, as Whole Time Director, designated as "Executive Chairman" of the Company, who have attained the age of 70 years, whose Re-appointment was made by the board in their meeting held on 18.01.2021 for the term starting from 03.02.2021 to 31.03.2025, upon the terms and conditions as set out below:

He shall be entitled to the following emoluments, benefits and Perquisites for the period of three years from the date of appointment-

Basic Salary: Rs. 5,00,000/- (Rs. Five Lakhs only) per month with an annual increase of Rs. 50000/- (Rs. Fifty Thousand only).

Commission: 1% of the net profits of the Company as computed in the manner laid down in applicable provisions of the Companies Act, 2013.

Perquisites: In addition to the above basic salary, Shri D. P.Mangal shall also be entitled for the following perquisites and allowances: -

The perquisites are classified into following three categories A, B and C: -

PART-A

Perquisites as per the Section IV of the Schedule V of the Companies Act, 2013 as provided below:

- (i) Gratuity not exceeding half a month salary for each completed year of service.
- (ii) Contribution to the provident fund, Superannuation fund or Annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961
- (iii) Encashment of leave at the end of the tenure.

(Above these benefits shall not be included in the computation of ceiling on remuneration above.)

PART-B

(i) Housing- a) the expenditure incurred by the Company on hiring unfurnished accommodation for the Whole Time Director will be subject to the following ceiling:

At Bhilwara – 50% of the salary

b) In case the accommodation is owned by the Company, 10% of the salary of Whole Time Director shall be deducted by the Company.

c) In case no accommodation is provided by the Company, the house rent allowance payable to the Whole Time Director shall be subject to the ceiling laid down in para (a) above.

The expenditure incurred by the company on Gas, electricity, water and furnishing will be valued as per the Income Tax Rules, 1962. This shall however, to be subject to the ceiling of 10% of the salary of whole-time director.

(ii) Medical Reimbursement- Expenses incurred in India or abroad including hospitalization, nursing, home and surgical charges for himself and family paid on actual basis.

(iii) Leave travel concession- For self and his family, once in a year incurred in accordance with rules specified by the Company.

(iv) Club Fees-Fees of clubs subject to the maximum of two clubs.

(v) Personal Accident & Mediclaim Insurance- Reimbursement of Medical Insurance Premium on actual basis.

PART – C

(i) Company Car- Use of Company car with chauffeur for official purpose, such use will not be considered a perquisite.

(ii) Residential Telephone & Mobile- Use of Residential Telephone for Company's business, such & Mobile use will not be considered as a perquisite.

(iii) Company PC / Laptop- PC/ Laptop shall be provided for the purpose of Company's business and their maintenance & running expenses will be met by the Company. Such facility will not be considered as perquisites.

REIMBURSEMENT OF EXPENSES: Apart from the remuneration as aforesaid Mr. D. P. Mangal shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in discharge of his duties efficiently in connection with the business of the company.

MINIMUM REMUNERATION: the above remuneration, by way of salary and perquisites, shall also be paid to Mr. D. P. Mangal, in event of Loss or inadequacy of profit in any financial year.

SITTING FEES: No sitting fees shall be paid to Mr. D. P. Mangal for attending the meetings of Board of Directors or any committee thereof of the company.

Termination of Appointment - The appointment may be terminated by either party giving 3 months prior notice.

RETIRE BY ROTATION:

Mr. D. P. Mangal shall be liable to retire by rotation.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Dated : 15.04.2021

Place : Bhilwara

**By order of the Board of Directors
For Lagnam Spintex Limited**



**Rajeev Parashar
Company Secretary &
Compliance Officer
M. No.: ACS 52343**

Notes: -

1. The Company is listed with NSE on EMERGE (SME) platform.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Rules framed there under, in respect of the Special Business under Item Nos. 4 and 5 of the accompanying Notice are annexed hereto.
3. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
4. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
5. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of

participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
9. The Dividend as recommended by the Board, if declared at the Meeting, will be made payable, after deduction of applicable tax (TDS), within 30 days of the date of declaration i.e. 23rd July, 2021 to those Members: -
 - (a) who hold shares in physical form and whose names appear as Members in the Register of Members of the Company after giving effect to valid Share Transfers in physical form lodged with the Company/ Registrar and Transfer Agent on or before 16th July, 2021, however transfer of shares in physical form are not allowed from 01.04.2019 and
 - (b) who hold shares in dematerialisation form and whose names appear as Beneficial Owners in the list of Beneficial Owners on 16th July, 2021 to be furnished by National Securities Depository Ltd. and Central Depository Services (India) Ltd. for this purpose.
10. Pursuant to Finance Act 2020, dividend income will be taxable at the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to members at prescribed rates. For the prescribed rates for various categories the members are requested to refer to the Finance Act, 2020 and amendments thereof. The members are requested to update their PAN with Registrar and Transfer Agents (in case of shares held in physical mode) under the link <https://www.bigshareonline.com/InvestorRegistration.aspx> and depository participants (in case shares held in demat mode). However, no tax shall be deducted on the dividend payable to a resident individual shareholder if the total dividend to be received does not exceed Rs. 5000/-. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.
11. In case the shareholders have not updated the Bank Account mandate for receipt of dividend online through ECS or any other electronic mode, the following instructions are to be followed :-
 - (I) Visit the website of RTA, Bigshare Services Pvt. Ltd. HYPERLINK "<http://www.bigshareonline.com>" under Investor Services> E-Mail / Bank detail registration under link

- <https://www.bigshareonline.com/InvestorRegistration.aspx>. Fill the details and upload required documents.
- (II) In case shares are held in dematerialization form, such shareholders, alternatively, can contact Depository Participants (DP) and register/update bank account details in their DEMAT Account as per process followed/advised by the DP.
12. In case the Company is unable to pay dividend to any Member directly in their Bank account through Electronic Clearing Services or any other means due to non registration of Electronic Bank Mandate, the Company shall dispatch the dividend warrants to such member at the earliest once the normalcy is restored.
 13. A Resident individual Shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by updating the details on the following link provided by the Company's RTA namely <https://www.bigshareonline.com/InvestorRegistration.aspx> latest by Friday, July 16th, 2021.
 14. Non-resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending it on the link provided by the Company's RTA namely <https://www.bigshareonline.com/InvestorRegistration.aspx> latest by Friday, July 16th, 2021.
 15. In order to provide protection against fraudulent encashment of dividend warrants, members are requested to intimate the Company's Registrar and Share Transfer Agent "Bigshare Services Private Limited", particulars of their Bank Account viz. Name of Bank, Name of Branch, Complete address of the Bank with Pin Code Number, Bank Account Number and IFS Code.
 16. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.lagnamspintex.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. EMERGE platform of National Stock Exchange of India Limited at www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
 17. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021..
 18. Information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of the Directors seeking appointment / re-appointment at the AGM is provided under a separate heading, which forms part of this Notice.

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Tuesday, 20th July, 2021 at 9:00 A.M. and ends on Thursday, 22nd July, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e.

Friday, 16th July, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 16th July, 2021.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="643 890 1388 1535">1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="643 1562 1388 1717">2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="643 1745 1388 1929">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’

	<p>section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is

	12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to somanics@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to rparashar@lagnam.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to

rparashar@lagnam.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance at least 7 days prior to the meeting mentioning their name, demat account number, email id, mobile number and no. of shares held at rparashar@lagnam.com. The same will be replied by the company suitably.

OTHER INSTRUCTIONS:

1. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 16th July 2021, are entitled to vote on the Resolutions set forth in this Notice.
2. The remote e-voting period will commence on Tuesday, 20th July, 2021 at 9:00 A.M. and ends on Thursday, 22nd July, 2021 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, 16th July 2021, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
3. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 16th July 2021
4. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.
5. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting.
6. M/s. Sanjay Somani & Associates, Practicing Company Secretaries, Bhilwara has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
7. The Scrutinizer shall, immediately after the conclusion of e-voting at Annual General Meeting, download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall within two working days of conclusion of the meeting submit a consolidated scrutinizer report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing.
8. The results along with the Scrutinizers Report shall be placed on the website of the Company and on the website of NSDL and also be immediately forwarded to NSE, Mumbai.
9. All the Statutory Registers and Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Regd. office of the Company on all working days, during business hours up to the date of the Meeting.
10. The Ministry of Corporate Affairs (MCA), Government of India has introduced 'Green Initiative in Corporate Governance' by allowing paperless compliance by the Companies for service of documents to their Members through electronic mode, which will be in compliance with Section 20 of the Companies Act, 2013 and Rules framed thereunder.
11. The transfer of Unclaimed Dividend to Investor Education & Protection Fund of the Central Government as required in terms of Section 124 of the Companies Act, 2013, during the current Financial Year is not applicable.

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Share registrars and Transfer Agents.
13. Members who have not registered their email IDs are requested to register their email IDs with the Company's Share Registrars and Transfer Agents.
14. Members are requested to notify the change in their address to the company and always quote their folio number in all correspondence with the company.
15. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2021 has been uploaded on the Company's website www.lagnamspintex.com and may be accessed by the members and also on the website of the National Stock Exchange of India Ltd. www.nseindia.com.
16. Electronic copy of the Notice and the Annual Report for 2020-21 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Item No. 4

The Board of Directors at its meeting held on 15th April, 2021, upon the recommendation of the Audit Committee, approved the appointment of M/s. N. D. Birla & Co., Cost Accountants (Firm Registration Number 000028), to conduct the audit of the Cost records of the Company for the Financial Year ending 31st March, 2022 at a remuneration of ₹35000/- (Rupees Thirty-Five Thousand Only) excluding all applicable taxes and reimbursement of out of pocket expenses.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (as amended or re-enacted from time to time) the remuneration as mentioned above, payable to the Cost Auditors, has to be approved and confirmed by the Members.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for approval of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2022.

The Board recommends the matter and the resolution set out under Item No. 4 for the approval of the Members by way of passing Ordinary Resolution.

None of the Directors or Key Managerial Personnel and their immediate relatives are concerned or interested, financially or otherwise, except to their shareholding, in the aforesaid resolution.

Item No. 5

The tenure of appointment of Sh. D. P. Mangal, Whole time Director was expired on 02.02.2021. The resolution at item no. 5 seeks approval of the members in respect of re-appointment of Sh. D. P. Mangal, Whole Time Director. The Nomination and Remuneration Committee has recommended his re-appointment.

Sh. D. P. Mangal, who have attained the age of 70 (seventy) years, have rich and varied experience in the textile industry and has been involved in the operations of the Company since its incorporation. It would be in the interest of the Company to continue to avail of his considerable expertise as a Whole Time Director. Pursuant to the provision of Sec 196(3) of the Companies Act 2013, approval of Share holders by way of Special Resolution is mandated for his reappointment as Mr. D. P. Mangal (WTD) have attained the age of 70 years. The board recommended to the members of the Company for approval the same.

Save and except Sh. D. P. Mangal, being appointee, Sh. Anand Mangal, Managing Director of the Company and Sh. Shubh Mangal, Whole Time Director of the Company and, being relatives of the appointee and their relatives to the extent of their shareholding in the Company are interested in this Resolution, None of the other Directors/Key Managerial Personnel (KMP) of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 5 of the notice. The Board of Directors recommends the Special Resolution as set out at item no. 5 of the Notice for approval by the shareholders.

Dated : 15.04.2021

Place : Bhilwara

**By order of the Board of Directors
For Lagnam Spintex Limited**



Rajeev Parashar

**Company Secretary &
Compliance Officer
M. No.: ACS 52343**

Annexure to the Item No. 3 of the Notice

BRIEF RESUME OF THE DIRECTOR(S) SEEKING APPOINTMENT/RE-APPOINTMENT AT THE 11TH ANNUAL GENERAL MEETING TO BE HELD ON 23RD JULY, 2021.

Name	Mr. Shubh Mangal
DIN	01287935
Date of Birth	19.10.1977
Date of appointment on the Board	21.02.2020
Qualifications	MSMIS and B. Com (Hons.)
Expertise in specific functional areas	Mr. Shubh Mangal aged about 43 years is proposed Whole-time Director of the Company. He has over 16 years of experience with Micro Strategy products. Armed with a Masters degree in Management Information Systems and many years of experience working with the US clients, he has picked up a rich mix of technical and management skills in the industry. Every project that he is part of is always successful and exceeds clients' expectations. His responsibilities rely heavily on the ability to adapt and deliver and this has given him a tremendous exposure to the dynamics of managing projects in new environments pace.
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	<i>Directorship in other public Companies:</i> NIL
Chairman / Member of the Committees of the Board of Directors of Lagnam Spintex Limited	NIL
Memberships/ Chairmanships of committees of other public companies (Includes only Audit Committee and Stakeholder Grievances Committee)	Chairmanship in other Companies: NIL Membership in Other Companies: NIL
Number of equity shares held	1233000 Equity Shares
Relationships with other Directors, Manager and other Key Managerial personnel	Son of Mr. D. P. Mangal, Chairman & Whole-time Director and brother of Mr. Anand Mangal, Managing of the Company
Details of last remuneration drawn (F.Y. 2020-21)	Rs. 2,03,730/- p.m.
Number of meetings of the Board attend during the financial year 2020-21	07 (Seven) out of 07 (seven) meetings held

Annexure to the Item No. 5 of the Notice

BRIEF RESUME OF THE DIRECTOR(S) SEEKING APPOINTMENT/RE-APPOINTMENT AT THE 11TH ANNUAL GENERAL MEETING TO BE HELD ON 23RD JULY, 2021.

Name	Mr. D. P. Mangal
DIN	01205208
Date of Birth	03.10.1948
Date of appointment on the Board	11.06.2010
Qualifications	CA, B.com
Expertise in specific functional areas	Mr. D. P. Mangal, aged 72 years is Promoter- Director and Chairman of the Company. Mr. D. P. Mangal takes care of financial and operational aspect of the Company. He is a qualified Chartered Accountant with vast industrial experience which includes more than 40 years in textile industry. He has also served as the top managerial positions in Large Textiles corporate companies and was involved in various expansion projects. He also assists the Board in making business strategies, formation of policies, technological up gradation plan and new product development. Further, he acts as coordinator between the Managing Director & other members of management team.
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	Directorship in other public Companies: NIL
Chairman / Member of the Committees of the Board of Directors of Lagnam Spintex Limited	Member – Audit Committee Member – CSR Committee
Memberships/ Chairmanships of committees of other public companies (Includes only Audit Committee and Stakeholder Grievances Committee)	Chairmanship in other Companies: NIL Membership in other Companies: NIL
Number of equity shares held in the Company	2946250 Equity Shares
Relationships with other Directors, Manager and other Key Managerial personnel	Father of Mr. Anand Mangal, Managing Director and Mr. Shubh Mangal, Whole-time Director of the Company
Details of remuneration sought to be paid	As per resolution purposed in the Notice of AGM at Item no. 05
Number of meetings of the Board attend during the year	07 (Seven) out of 07 (seven) meetings held