



LOVABLE LINGERIE LIMITED

CIN: L17110MH1987PLC044835

Regd. Office: A-46, Road No. 2, MIDC, Andheri (East), Mumbai-400093.

Ph.No. +91-022-28383581 Fax No. +022-91283835582

E-mail: corporate@lovableindia.in Website: www.lovableindia.com

April 25, 2025

The National Stock Exchange of India Ltd. "Exchange Plaza" C-1, Block-G Bandra Kurla Complex, Bandra (East) Mumbai - 400 051. Symbol: LOVABLE	BSE Limited Phiroze Jeejeeboy Towers Dalal Street Mumbai - 400 001. Scrip Code: 533343
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Sub: Declaration of Voting Results in respect of Resolution passed through Postal Ballot-

Notice dated March 25, 2025.

Ref.: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 (Listing Regulations).

Dear Sir/ Madam,

This is further to our letter dated March 25, 2025, submitting Postal Ballot Notice for seeking approval of the members of the Company by the way of Special Resolution for Reappointment of Mr. Lattupalli Vinay Reddy (DIN: 00202619) as a Managing Director cum Key Managerial Personnel (KMP).

In respect of above, the Remote e-voting period was commenced on Thursday, March 27, 2025 at 9.00 a.m. (IST) and ended on Friday, April 25, 2025 at 5.00 p.m. (IST).

The resolution placed through Postal Ballot Notice was passed by the Members with the requisite majority and deemed as passed on the last date of e-voting i.e Friday April 25, 2025.

In this regard, we hereby enclose herewith the following:

Voting results of the postal ballot pursuant to Regulation 44 of the Listing Regulations	Annexure 1
The Scrutinizer Report dated April 25, 2025 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014	Annexure 2



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The above Voting Results will also be available on the website of the Company www.lovableindia.in and website <https://instavote.linkintime.co.in>

You are requested to take the same on record.

Yours faithfully,

For Lovable Lingerie Limited,

Rohit Raghunath Jadhav
Company Secretary
Membership No.: 68132



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Annexure 1

Date of AGM/EGM	Not applicable (Resolution passed through Postal Ballot on Friday, April 25,2025)
Cut-off Date	March 21,2025
Total No. of Shareholders on Record Date	24380
No of Shareholder present in the meeting either in person or proxy -Promoter and Promoters group -Public	Not Applicable (Resolution passed through Postal Ballot)
No of shareholders attending through video conferencing -Promoter and Promoters group -Public	Not Applicable (Resolution passed through Postal Ballot)



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Resolution Required: Special		1 - Reappointment of Mr. Lattupalli Vinay Reddy (DIN: 00202619) as a Managing Director cum Key Managerial Personnel (KMP)						
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 shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	9465209	4632628	0.0000	4632628	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4632628	0.0000	4632628	0	100.0000	0.0000
Public Institutions	E-Voting	1150	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5333641	4594	0.0000	4098	496	89.2033	10.7967
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4594	0.0000	4098	496	89.2033	10.7967
Total		14800000	4637222	0.0000	4636726	496	99.9893	0.0107
Whether Resolution is Pass or not							Yes	



SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
LOVABLE LINGERIE LIMITED
CIN: L17110MH1987PLC044835
A-46, Street No.2, MIDC, Andheri (East),
Mumbai, Maharashtra -400093

Respected Sir,

Sub: Scrutinizer's Report on postal ballot through remote e-voting in respect of passing of resolution set-out in the postal ballot notice dated March 25, 2025.

We, M/s Nishtha Khandelwal & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Lovable Lingerie Limited (hereinafter called as "the Company"), pursuant to the provisions of Sections 108 and 110, and other applicable provisions of the Companies Act, 2013, as amended ("the Act"), read together with the Companies (Management and Administration) Rules, 2014, as amended ("the Management Rules"), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs, Government of India ("the MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law. The management of the Company is responsible to ensure compliance with the requirements of:

1. The Act and the Rules made thereunder,
2. The MCA Circulars; and
3. The Listing Regulations

The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



My responsibility as a Scrutinizer was restricted to scrutinize the e-voting process in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice. My report is based on verification of data and reports generated from the e-voting system provided by the MUGF Intime India Private Limited (Formerly known as Link Intime India Private Limited), the service provider engaged by the Company to provide e-voting facility to its members.

The Members of the Company holding shares as on the cut-off date as set out in the Notice i.e Friday, March 21, 2025 were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid up equity share capital of the Company as on the cut-off date.

The e-voting commenced at 09.00 A.M. (IST) on Thursday, March 27, 2025 onwards and concluded at 05.00 P.M. (IST) on Friday, April 25, 2025.

The votes cast during the e-voting were unblocked on 05.10 P.M. after the conclusion of e-voting period for Postal Ballot in the presence of two witnesses who are not in the employment of the Company.

Votes cast by the Members through e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the Company i.e, MUGF Intime India Private Limited (Formerly known as Link Intime India Private Limited).

I now submit herewith the Scrutinizer's Report on the results of the e-voting for postal ballot based on the report generated by MUGF Intime India Private Limited (Formerly known as Link Intime India Private Limited) in respect of the following resolution as under

SPECIAL BUSINESS:

SPECIAL RESOLUTION

Reappointment of Mr. Lattupalli Vinay Reddy (DIN: 00202619) as a Managing Director cum Key Managerial Personnel (KMP):

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198 and 203 of the Companies Act, 2013 ("the Act") and such other applicable provisions, if any, and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("the Rules") (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and subject to consent of members in general meeting, approval of the Board be and is hereby accorded to the re-appointment of Mr. Lattupalli Vinay Reddy (DIN: 00202619) as the Managing Director cum Key Managerial Personnel (KMP) of the Company, for a period of three years with effect from 1st February,



2025 to 31st January, 2028 (both days inclusive), on terms and conditions including remuneration as set out herein below, with liberty to the Board of Directors (hereinafter referred to the "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board to alter and vary the terms and conditions of the said re-appointment and /or remuneration as it may deem fit and as may be acceptable to Mr. Lattupalli Vinay Reddy, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof;

I. Salary:

- A.** In case, the Company has adequate net profit (calculated as per section 198 of the Act) in any financial year:
- a. Salary including dearness, house-rent and all other allowances upto Rs.1,86,300/- (Rupees One Lakh Eighty-Six Thousand Three Hundred only) per month as may be decided by Board of Directors subject to not exceeding the specified limit of net profit under the provisions of the Act.
 - b. Incentives, not exceeding the specified ceiling limit of the net profit of the Company for each financial year or part thereof computed in the manner as laid down under Section 198 of the Companies Act, 2013 after deducting salary as mentioned at (a) above & perquisites as provided hereunder.

OR

- B.** In case, the Company has no profit or its profits are inadequate:
Salary as per the limit mentioned in Schedule V and further the Board of Directors of the Company is authorized to make such payment as maximum remuneration under section II of part II of Schedule V of the Act.

II. Perquisites:

Mr. L Vinay Reddy shall be entitled to House Rent Allowance (not exceeding 60% of the salary as mentioned at (A) (a) above), gas, electricity, medical reimbursement, leave travel concession for self and family, club fees, personal accident insurance, Company maintained car with driver, telephone and such other perquisites in accordance with the Company's rules, the monetary value of such perquisites to be determined in accordance with the Income Tax Rules within the ceiling limits payable to Mr. L Vinay Reddy, subject however to ceiling the limit of minimum remuneration as mentioned hereinabove in case of loss or inadequate profits.

Mr. L Vinay Reddy shall be further eligible to the following perquisites also which shall



not be included in the computation of the ceiling limit on remuneration:

- i. The Company's contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent it is not taxable under the Income Tax Act;
- ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- iii. Encashment of leave at the end of the tenure."

"RESOLVED FURTHER THAT Mr. L Vinay Reddy shall be entitled to reimbursement of expenses actually and properly incurred by him for the business of the Company."

"RESOLVED FURTHER THAT Mr. L Vinay Reddy shall not be liable to retire by rotation as Director of the Company."

"RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration within, however, the limit as approved by the members."

"RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorized to vary or increase the remuneration (including the minimum remuneration), that is, the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the terms and conditions of the said appointment as agreed to between the Board and Mr. L. Vinay Reddy be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law."

"RESOLVED FURTHER THAT any of the Directors or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard."

I. Voting "In Favour" of Resolution

Numbers of Members	Number of Valid Votes Cast	% total number of Valid votes cast
39	4636726	99.9893

II. Voting "Against" of Resolution

Numbers of Members	Number of Valid Votes Cast	% total number of Valid votes cast
10	496	0.0107



I. Invalid Votes

Total numbers of Members	Total numbers of Invalid votes cast
0	0

Based on the above e-voting results on the aforesaid resolution you may declare the results of e- voting.

All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

For M/s Nishtha Khandelwal & Associates
Practicing Company Secretary



CS Nishtha Khandelwal
Membership No: - 71865
C.P. No: - 27466
UDIN: A071865G000205284

Date: April 25, 2025
Place: Mumbai



NISHTHA KHANDELWAL & ASSOCIATES
Practicing Company Secretary

We, the undersigned, have witnessed that the results of postal ballot through e-voting were unblocked and downloaded from the Link Intime India Pvt. Ltd. e-voting service provider's platform in our presence on Friday, April 25, 2025 at 05.10 PM.

Witness:

Muskan Agrawal

Richa Manwani

Countersigned By

Rohit Jadhav,
Company Secretary & Compliance Officer,
Lovable Lingerie Limited