



LUDLOW JUTE & SPECIALITIES LIMITED

Registered Office:

KCI Plaza, 4th Floor, 23C Ashutosh Chowdhury Avenue, Kolkata – 700 019

CIN: L65993WB1979PLC032394

GSTIN: 19AACCA2034K1ZU

Phone: 91-33-4050-6300/6330/31/32 Fax No: 91-33-4050-6333/6334

E-Mail: info@ludlowjute.com

Website: www.ludlowjute.com

Date: 29th September 2020

To,
The Secretary
BSE Limited
Phiroze Jeejebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip Code No.526179

Dear Sir,

Sub: Disclosure of Voting Results as per Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015

We are enclosing herewith the Consolidated Scrutinizer's Report for the voting results of the Company as per Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 for the 41st Annual General Meeting of the Company held on Monday, 28th September 2020 from 11:00 A.M. to 12:10 (including the time allowed for e-voting at the AGM)

Thanking you,

For Ludlow Jute & Specialities Limited

Company Secretary





Consolidated Scrutinizer's Report

To,
The Chairman / Managing Director
Ludlow Jute & Specialities Limited
KCI Plaza, 4th Floor,
23C, Ashutosh Chowdhury Avenue
Kolkata -700019

Sub: Passing of Resolution(s) through remote e-voting and voting electronically at the 41st Annual General Meeting ("AGM") of Ludlow Jute & Specialities Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on 28th September 2020, pursuant to 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the General Circular No. 20/2020 dated 5th May, 2020, read with circular dated 8th April, 2020 and 13th April, 2020 issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated 12th May, 2020 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as "MCA & SEBI CIRCULARS".

The Board of Directors of Ludlow Jute & Specialities Limited (hereinafter referred to as the "Company") at its meeting held on June 15, 2020 has appointed me as the Scrutinizer for the remote e-voting process as well as to scrutinize the electronic voting conducted at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended by the "MCA & SEBI CIRCULARS" issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. **The MCA & SEBI CIRCULARS provides for relaxation in the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID-19 (CORONAVIRUS) pandemic.** I confirm that, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI Circulars.



As mentioned in the Notice, the proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

Report on Scrutiny:

- The Company had appointed National Securities Depository Limited (**NSDL**) as the service provider, for the purpose of extending the facility of remote e-voting to the members of the Company and for voting electronically at the 41st AGM.
- The service provider had provided a system for recording the votes of the members electronically through remote e-voting as well as at the 41st AGM on all the items of the business sought to be transacted in the 41st AGM of the Company, which was held on 28th September, 2020.
- The service provider had set up electronic voting facility and members may access the same at <https://www.evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider and also on the websites of Stock Exchange viz. BSE Limited to facilitate their members to cast their vote through remote e-voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through e-voting), 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 resolutions stated in the Notice, based on the reports generated from the e-voting system provided by NSDL, the service provider.
- As provided in the **MCA & SEBI CIRCULARS**, the Company had advertised in the newspapers, asking members who have not registered their e-mail addresses with the Company/ Depository Participant(s) to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM along with the Annual Report 2019-20.
- The Company had sent the Notice of the AGM along with the Annual Report 2019-20 and e-voting details by e-mail to members whose e-mail addresses were made available by the Depositories or were registered with the Company. The Notices sent through e-mail contained the detailed procedure to be followed by the members for casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the **MCA & SEBI CIRCULARS**.
- The Company completed the dispatch of Notice of AGM and Annual Report via e-mail to the members by August 29, 2020.



- The cut-off date for the purposes of identifying the members who will be entitled to vote on the resolutions placed for approval of the members was Monday, 21st September, 2020.
- As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for three days from Friday, 25th September, 2020 at 9:00 a.m. to Sunday, 27th September, 2020 at 5:00 p.m.
- As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA which is forming part of the MCA & SEBI CIRCULARS, the Company had release an advertisement prior to sending Notice of AGM to the members which was published on 19th August, 2020 in English in 'Business Standard' newspaper having country-wide circulation and in Bengali in 'Ek Din' newspaper. The Notice of AGM contained the required information as provided under clause IV (a) to (f) of the said circular.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also released an advertisement, which was published 21 days before the date of the AGM on 2nd September, 2020 in English in 'Business Standard' newspaper having country-wide circulation and in Bengali in 'Ek Din' newspaper. The notice published in the newspaper carried the required information as specified in sub rule 4 (v) (a) to (h) of the said Rule 20.
- At the end of e-voting period on 27th September, 2020 at 5:00 p.m., the voting portal of the service provider was blocked forthwith.
- NSDL provided me the names, DP ID / folio numbers and shareholding of the members who had cast their votes through remote e-voting.
- At the 41st AGM of the Company held through VC / OAVM, on Monday, 28th September, 2020, members were provided with the facility for voting through electronic voting system during the VC proceedings at the AGM and members participating at the AGM, who have not already cast their vote on the resolution(s) by remote e-voting.
- On 28th September, 2020 after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through remote e-voting facility was duly unblocked at 12.10 p.m. by me as a Scrutinizer in the presence of Ms. Kritika Tibrewal and Ms. Sneha Shaw who acted as the witnesses, as prescribed in sub rule 4 (xii) of the said Rule 20. After the voting by electronic means the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.
- Thereafter, I as scrutinizer duly compiled details of the remote e-voting carried out by the members and the electronic voting done at the AGM, the details of which are as follows:



The results of the remote e-voting together with that of the voting conducted at the AGM by way of electronic means are as under:

Details	Remote E-voting	Voting through electronic means	Total voting
Number of members who cast their votes	79	5	84
Total number of Shares held by them	7405506	7	7405513
Valid Votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid Votes	NIL		

Note:

1. Percentage of votes cast in favour or against the resolutions is calculated based on the valid votes cast through remote e-voting and through electronic voting at the AGM.



ORDINARY BUSINESS

(i) **Item No. 1 of the Notice (As an Ordinary Resolution)**

Adoption of Audited Financial Statements for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii / (iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi / (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the meeting	83	7405503	99.9999	1	10	0.0001	Nil

The resolution stands passed with the requisite majority.



(ii) Item No. 2 of the Notice (As an Ordinary Resolution)

Re-appointment of Mr. Rajya Vardhan Kanoria (DIN: 00003792), as Director who retires by rotation and being eligible, offers himself for re-appointment.

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the meeting	83	7405503	99.9999	1	10	0.0001	Nil

The resolution stands passed with the requisite majority.



SPECIAL BUSINESS

(iii) Item No. 3 of the Notice (As a Special Resolution)

Re-appointment of Ms. Nayantara Palchoudhuri (DIN: 00581440) as Independent Director of the Company for a period of 5 years with effect from this Annual General Meeting till the conclusion of the 46th Annual General Meeting, not liable to retire by rotation.

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the meeting	83	7405503	99.9999	1	10	0.0001	Nil

The resolution stands passed with the requisite majority.



(iv) Item No. 4 of the Notice (As a Special Resolution)

Approval for increase in limit under Section 180(1)(a) of the Companies Act, 2013.

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/(iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/(iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the meeting	83	7405503	99.9999	1	10	0.0001	Nil

The resolution stands passed with the requisite majority.



(v) Item No. 5 of the Notice (As an Ordinary Resolution)

Ratification of M/s. SPK Associates, Cost Accountants (Firm Registration No. 000040), appointed as the Cost Auditors of the Company by the Board of Directors for the financial year ending on March 31, 2021 and the remuneration of Rs. 30,000/- (Rupees Thirty Thousand Only) plus applicable taxes and reimbursement of travelling and other incidental expenses to be incurred by them in the course of cost audit.

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the meeting	83	7405503	99.9999	1	10	0.0001	Nil

The resolution stands passed with the requisite majority.



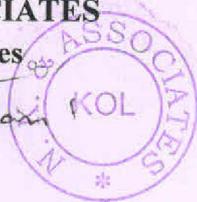
All the Resolutions mentioned in the AGM Notice dated 15th June, 2020 as per the details above and stands passed under remote e-voting and voting conducted at AGM electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from NSDL in respect of the votes cast through remote e-voting and voting conducted at the AGM by way of electronic means by the members of the Company. All other relevant records relating to remote e-voting and electronic voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking You,
Yours faithfully

For N.K. & ASSOCIATES
Company Secretaries

Navin Kothari



Navin Kothari
(Proprietor)

FCS No. 5935
CP No. 3725

Place: Kolkata
Date: 29/09/2020

UDIN: F005935B000800511

The following were the witnesses to the unblocking the votes cast through remote e-voting.

1. *Kritika Tibrewal*

2. *Sneha Shaw*

Ms. Kritika Tibrewal
Address:
16, Satyanarayan Temple Road,
Shree Ram Apartment, Bandhaghat
Howrah-711106

Ms. Sneha Shaw
Address:
31A, Belvedere Road
Bhawani Bhawan, Alipore
Kolkata-700027