



ANNUAL REPORT

2021



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Annual General Meeting
27th September, 2021



Venue

Venue: Video Conferencing ('VC')
Other Audio Visual Means ('OAVM')



Time
11:00 AM



Book Closure Dates

23th September 2021 to 27th September 2021

BOARD OF DIRECTORS



L Vinay Reddy
Chairman
& Managing Director



Mr. Sivabalan P. Pandian
Independent Director



Anantharaman Mahadevan
Independent Director



Taruna Reddy
Non- Executive Director



Gopal G. Sehgal
Independent Director



Mohangandhi Muruganathaswamy
Independent Director

CORPORATE INFORMATION

BOARD COMMITTEES

AUDIT COMMITTEES

L Vinay Reddy
Gopal Sehgal
Sivabalan Pandian
Ananthraman Mahadevan

STAKEHOLDERS RELATIONSHIP COMMITTEE

Sivabalan Pandian
L Vinay Reddy
Gopal Sehgal

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Ananthraman Mahadevan
L Vinay Reddy
Gopal Sehgal

NOMINATION & REMUNERATION COMMITTEE

Gopal Sehgal
L Vinay Reddy
Sivabalan Pandian
Taruna Reddy

CHIEF FINANCIAL OFFICER

R. Govindarajan

REGISTERED OFFICE

A-46, Road No.2, MIDC, Andheri (East), Mumbai – 400093
Phone No: 022-28383581, Fax : 02228383582
CIN:L17110MH1987PLC044835
Email :corporate@lovableindia.in, Website: www.lovableindia.in

REGISTRARS & TRANSFER AGENT

Link Intime India Pvt Ltd C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai 400 083
Tel No: +91 22 49186000 , Fax: +91 22 49186060
Email: rnt.helpdesk@linkintime.co.in, Website: www.linkintime.co.in

FACTORIES

Plot No. 9 & 10, John Avenue Pvt. Road, Manipal
County Cross, Off Hosur Road, Singasandra, Bengaluru – 560 068

46/2, Guruprasanna Industrial Area, Doddakallasandra, Konanakunte cross,
Kanakapura Road, Bengaluru– 560 062. (Daisy Dee factory)

RS NO. 707/2C, Sengalipalayam Village, Kanjikovil Post,
Perundurai Taluk, Erode District -638116

BANKERS

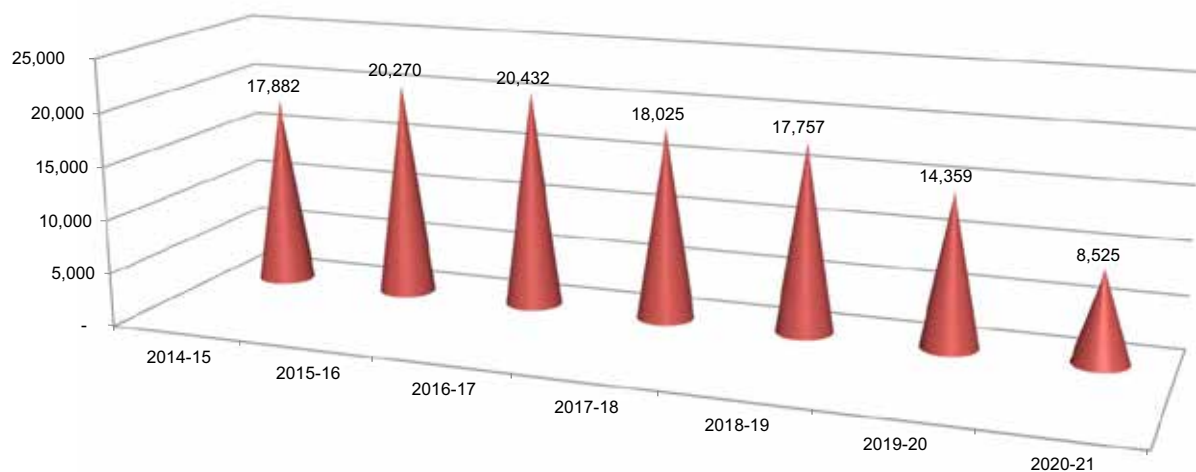
HDFC BANK LIMITED

FINANCIAL SNAPSHOTS

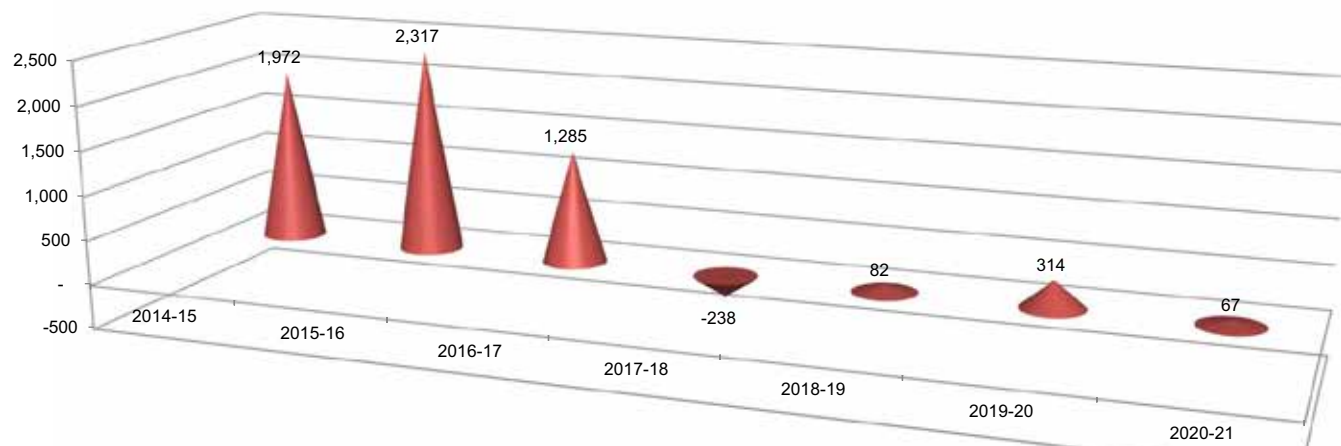
(Rs. In Lacs)

Particulars	2020-21 (As per Ind-AS)	2019-20 (As per Ind-AS)	2018-19 (As per Ind-AS)	2017-18 (As per Ind-AS)	2016-17 (As per Ind-AS)	2015-16
<u>FINANCIAL POSITION:</u>						
Net Fixed Assets	2,366	2730	2473	2612	4914	4768
Investments	7,974	5824	6078	4420	9265	7075
Current Assets, Loans & Advances	6,742	10133	10903	10360	11879	11373
Deferred Tax Assets	-	-	-	-	-	-
Other Non-Current Assets	1,944	1848	780	1670	247	185
Total Assets	19,026	20535	20234	19063	26305	23401
Long Term loans	-	750	-	-	-	221
Long Term Provisions	143	206	161	31	100	108
Current Liabilities & Provisions	1,203	1963	2657	1680	3225	2145
Deferred Tax Liabilities	902	874	870	820	760	401
Total Liabilities	2,248	3793	3688	2531	4086	2876
Net Worth	16,779	16742	16546	16532	22220	20525
Represented by:						
Share capital	1,480	1480	1480	1480	1680	1680
Reserves and Surplus	15,299	15262	15066	15052	20540	18845
Less: Misc. Expenditure not w/o	-	-	-	-	-	-
	16,779	16742	16546	16532	22220	20525
<u>OPERATING PERFORMANCE:</u>						
Total Income	8,525	14359	17757	18025	20432	20270
Excess Provision for Gratuity	-	-	-	-	-	-
Total Operating Expenditure	8,253	13620	16842	16676	17820	16614
Deferred Expenses		-	-	-	-	-
Earnings Before Interest and Depreciation	272	739	915	1349	2612	3656
Interest	10	9	7	100	92	139
Depreciation	167	176	169	343	340	280
Extra-Ordinary Items	-	151	416	1403	398	-
Profit Before Tax	95	402	323	-496	1782	3237
Taxation	28	88	241	-258	496	920
Profit After Tax	67	314	82	-238	1285	2317
Number of Equity Shares	14800000	14800000	14800000	14800000	16800000	16800000
Face Value of Share (Rs.)	10	10	10	10	10	10
Earnings Per Share (Rs.)	0.45	2.12	0.06	-0.16	0.76	13.79

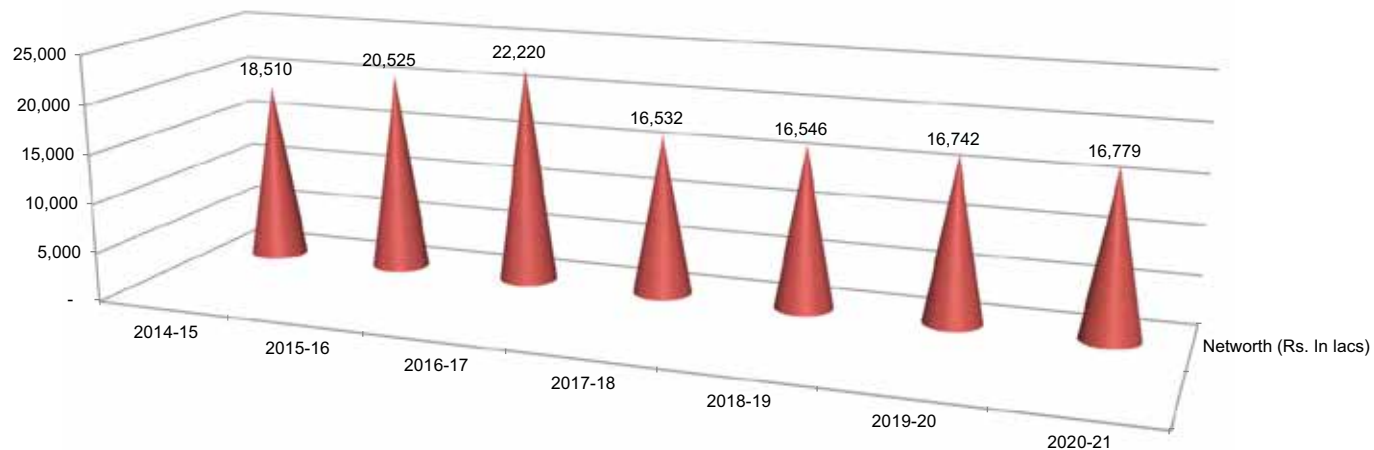
■ ■ Total Income (Rs. In lacs)



■ ■ PAT (Rs. In lacs)



■ ■ Networth (Rs. In lacs)





Lovable Lingerie Limited

Corporate Identification No. (CIN): L17110MH1987PLC044835

Registered Office: A-46, Street No.2, MIDC, Andheri (East), Mumbai - 400 093.

Phone: (91-22) 2838 3581; Fax: (91-22) 2838 3582

Email: corporate@lovableindia.in; **Website:** www.lovableindia.in

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 34th Annual General Meeting (AGM) of the Members of Lovable Lingerie Limited ("Company") will be held on Monday, September 27, 2021 at 11:00 A.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon.
2. To declare a Final Dividend on Equity Shares of the Company for the financial year ended March 31, 2021.
3. To appoint a Director in place of Mrs. Taruna Reddy (DIN: 02787135), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. **Appointment of Mr. Mohangandhi Muruganathaswamy (DIN: 07625896) as an Independent Director of the Company.**

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Mohangandhi Muruganathaswamy (DIN : 07625896) who was appointed as an Additional Director in the capacity of Independent Non-Executive Director of the Company by the Board of Directors effective 9th September 2020 in terms of Section 161 of the Companies Act, 2013, and whose appointment as an Independent Director is recommended by the Nomination and Compensation Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as an Independent Non-Executive Director of the Company for a period of five years with effect from September 9, 2020 to September 8, 2025 and the term shall not be subject to retirement by rotation.

5. **Continuance of appointment of Mr. Anantharaman Mahadevan (DIN 00165226) as an Independent Non-Executive Director:**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder, including any amendment(s), statutory modification(s) and/or re-enactment thereof for the time being in force, approval of the Members of the Company be and is hereby accorded for continuance of appointment of Mr. Anantharaman Mahadevan (DIN 00165226) as a Non-Executive Independent Director of the Company, who will be attaining the age of 75 (seventy five) years in few months, to hold the office till date of expiry of



his current term of office as approved by the members at 30th Annual General Meeting of the Company held on August 30, 2017.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Key Managerial Personnel of the Company for the time being are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

By Order of the Board of Directors
For **Lovable Lingerie Limited**,

L Vinay Reddy
Managing Director
DIN: 00202619

Mumbai, August 10, 2021

Registered Office:

A-46, Street No.2, MIDC, Andheri (East), Mumbai 400 093.
Corporate Identification Number (CIN): L17110MH1987PLC044835
Tel: 91 22 2838 3581 Fax: 91 22 2838 3582
E-mail : corporate@lovableindia.in Website: www.lovableindia.in

Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“**MCA**”) has vide its circular dated 13th January 2021, read with circulars dated April 8, 2020, April 13, 2020 and May 5, 2020 (collectively referred to as “**MCA Circulars**”) and SEBI Circular dated 15th January, 2021 read with SEBI Circular dated 12th May, 2020 (“**SEBI Circulars**”) permitted the holding of the Annual General Meeting (“**AGM**”) through Video Conference (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“**Act**”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) and MCA Circular / SEBI Circulars, the AGM of the Company is being held through VC / OAVM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and therefore the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Participation of members through VC/ OAVM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 (“the Act”)
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to dmz@dmzaveri.com with copies marked to the Company at corporate@lovableindia.in and to its RTA at instameet@linkintime.co.in

5. Registration of email ID and Bank Account details:

To Register e-mail address for all future correspondence and update the Bank Account details, members are requested to please follow the below Process

Members Holding Shares in Physical	<p>Send a request to M/s. Link Intime India Private Limited at rnt.helpdesk@linkintime.co.in:</p> <p>i) To register e-mail address : Please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN and AADHAR (self-attested scanned copy of both PAN card and Aadhar card)</p> <p>ii) To update bank account details : Please send the following additional documents/ information followed by the hard copies:</p> <ul style="list-style-type: none"> a) Name of the bank and branch address, b) Type of bank account i.e., savings or current, b) Type of bank account i.e., savings or current, c) Bank account no. allotted after implementation of core banking solutions, d) 9-digit MICR code no., and e) 11-digit IFSC code f) Original cancelled cheque bearing the name of the first shareholder, failing which a copy of the bank passbook / statement attested by bank. <p>Alternatively, members holding shares in Physical can also update/upload the said information/ documents on https://web.linkintime.co.in/EmailReg/Email_Register.html</p>
Members Holding Shares in Demat	Please contact your DP and follow the process advised by your DP

6. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Link Intime India Pvt. Ltd. for assistance in this regard.
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Link Intime India Pvt. Ltd. (Company's Registrar and Transfer Agents) in case the shares are held by them in physical form.
8. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to Link Intime India Pvt. Ltd. in case the shares are held in physical form.
9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
10. Members seeking clarifications on the Annual Report are requested to send in written queries to the Company at least one week before the date of the meeting. This would enable the Company to compile the information and provide the replies at the Meeting.
11. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in.