

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman
The Lakshmi Mills Company Limited
686, Avanashi Road
Coimbatore - 641 037

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 109th (One Hundred and Nineth) Annual General Meeting of the Equity Shareholders of "The Lakshmi Mills Company Limited" held on 12th September 2019 at 4.30 pm at Nani Palkhivala Auditorium, Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore 641037 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 16th August, 2019 to vote on the proposed 8 (Eight) Resolutions as mentioned in the Notice of the Annual General Meeting of "The Lakshmi Mills Company Limited" (Item No.1 (One) to 8 (Eight) of the Notice of Annual General Meeting of The Lakshmi Mills Company Limited. The Members holding equity shares as on the cut-off date i.e. 5th September, 2019 were only considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off date is 5601.
2. The E-Voting period remained open from 09.00 AM on Monday 9th September, 2019 upto 05.00 PM on Wednesday 11th September, 2019.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.



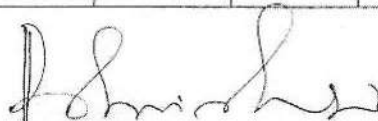
B. KRISHNAMOORTHY, F.C.A.
Chartered Accountant
Membership No: 20430

UDIN: 19020439AAAEW1233

B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

5. The Votes cast through E-Voting were unblocked on 13th September, 2019 around 12.30 PM in the presence of two witnesses, namely Mr.K.Jayakumar and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions for e-voting, sent along with the Notice of the Annual General Meeting dated 06th August, 2019, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Ballot Form.
7. 3 Ballot Forms involving 27 shares which was incomplete and / or were otherwise defective was treated as invalid.
8. I have collated the votes received through E-Voting process and Physical Ballot forms voted at venue and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
1	Adoption of Annual Financial Statements as on 31.03.2019. (Ordinary Resolution)	E-Voting	6	501	100.000	0	0	0.000
		Ballot form at the AGM venue	63	472716	100.000	0	0	0.000
		Total	69	473217	100.000	0	0	0.000
2	Declaration of Dividend for the year ended 31.03.2019. (Ordinary Resolution)	E-Voting	6	501	100.000	0	0	0.000
		Ballot form at the AGM venue	63	472716	100.000	0	0	0.000
		Total	69	473217	100.000	0	0	0.000
3	Appointment of a Director in the place of Sri.Aditya Krishna Pathy (DIN 00062224) who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)	E-Voting	6	501	100.000	0	0	0.000
		Ballot form at the AGM venue	63	472716	100.000	0	0	0.000
		Total	69	473217	100.000	0	0	0.000
4	Appointment of Sri. Satish Ajmera (DIN 00208919) as an Independent Director. (Special Resolution)	E-Voting	6	501	100.000	0	0	0.000
		Ballot form at the AGM venue	63	472716	100.000	0	0	0.000
		Total	69	473217	100.000	0	0	0.000



B.KRISHNAMOORTHY, F.C.A.
Chartered Accountant
Membership No: 20439

(UDIN: 19020439AAAAEW1233)

Office : 'Knapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com

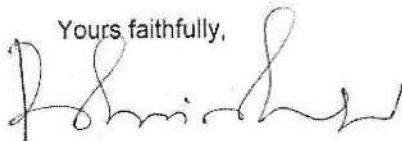
Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

5	Appointment of Sri. D.Rajendran (DIN 00003848) as an Independent Director. (Special Resolution)	E-Voting	6	501	100.000	0	0	0.000
		Ballot form at the AGM venue	63	472716	100.000	0	0	0.000
		Total	69	473217	100.000	0	0	0.000
6	Appointment of Sri. Vijay Venkatasamy (DIN 00002906) as an Independent Director. (Special Resolution)	E-Voting	6	501	100.000	0	0	0.000
		Ballot form at the AGM venue	63	472716	100.000	0	0	0.000
		Total	69	473217	100.000	0	0	0.000
7	Develop, lease the surplus land and buildings of the Company. (Special Resolution)	E-Voting	6	501	100.000	0	0	0.000
		Ballot form at the AGM venue	63	472716	100.000	0	0	0.000
		Total	69	473217	100.000	0	0	0.000
8	Ratification of appointment of M/s. A.R.Ramasubramania Raja & Co., (Registration no.000514) Cost Accountants, Coimbatore appointed by the Board of Directors of the Company for the financial year 2019- 20 and fixing their remuneration. (Ordinary Resolution)	E-Voting	6	501	100.000	0	0	0.000
		Ballot form at the AGM venue	63	472716	100.000	0	0	0.000
		Total	69	473217	100.000	0	0	0.000

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 109th Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of The Lakshmi Mills Company Limited, for safe custody.

Thanking you,

Yours faithfully,

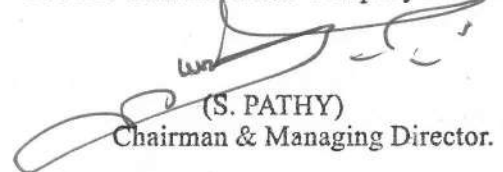


(B. KRISHNAMOORTHI)
SCRUTINIZER

B. KRISHNAMOORTHI, F.C.A.,
Chartered Accountant
Membership No: 20439

(UDIN: 19020439AAAAEW1233)

For The Lakshmi Mills Company Limited



(S. PATHY)
Chairman & Managing Director.

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com

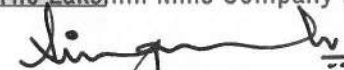
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SLNO	RESOLUTION	Promoter/ Public	1 No. of shares held (1)	2 No. of votes polled (2)	3 % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	4 No. of Votes in favour (4)	5 No. of Votes against (5)	6 % of Votes in favour on votes polled (6)=[(4)/(2)]*100	7 % of Votes against on votes polled (7)=[(5)/(2)]*100
1	Adoption of Annual Financial Statements as on 31.03.2019. (Ordinary Resolution)	Promoter - E-Voting	428,715	-	-	-	-	-	-
		Promoter - Poll at AGM		410252	95.693	410252	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)		410,252	95.693	410,252	-	100.000	-
		Public - Institutions - E-Voting	43032	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)		-	-	-	-	-	-
		Public - Non Institutions - E-Voting	223803	501	0.224	501	0	100.000	-
		Public - Non Institutions - Poll at AGM		62464	27.910	62464	0	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)		62,965	28.134	62,965	-	100.000	-
		Total (A+B+C)	695,550	473,217	68.035	473,217	-	100.000	-

2	Declaration of Dividend for the year ended 31.03.2019. (Ordinary Resolution)	Promoter - E-Voting	428,715	-	-	-	-	-	-
		Promoter - Poll at AGM		410252	95.693	410252	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)		410,252	95.693	410,252	-	100.000	-
		Public - Institutions - E-Voting	43032	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)		-	-	-	-	-	-
		Public - Non Institutions - E-Voting	223803	501	0.224	501	0	100.000	-
		Public - Non Institutions - Poll at AGM		62464	27.910	62464	0	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)		62,965	28.134	62,965	-	100.000	-
		Total (A+B+C)	695,550	473,217	68.035	473,217	-	100.000	-

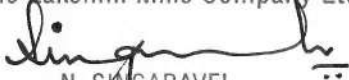
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		Promoter - Poll at AGM		410252	95.693	410252	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)		410,252	95.693	410,252	-	100.000	-
		Public - Institutions - E-Voting	43032	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)		-	-	-	-	-	-
		Public - Non Institutions - E-Voting	223803	501	0.224	501	0	100.000	-
		Public - Non Institutions - Poll at AGM		62464	27.910	62464	0	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)		62,965	28.134	62,965	-	100.000	-
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For The Lakshmi Mills Company Ltd,


 N. SINGARAVEL
 Company Secretary

4	Appointment of Sri. Satish Ajmera (DIN 00208919) as an Independent Director. (Special Resolution)	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	428,715	410252	95.693	410252	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	428,715	410,252	95.693	410,252	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	43032	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	43,032	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		501	0.224	501	0	100.000	-
		Public - Non Institutions - Poll at AGM	223803	62464	27.910	62464	0	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
5	Appointment of Sri. D.Rajendran (DIN 00003848) as an Independent Director. (Special Resolution)	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	428,715	410252	95.693	410252	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	428,715	410,252	95.693	410,252	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	43032	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	43,032	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		501	0.224	501	0	100.000	-
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		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
6	Appointment of Sri. Vijay Venkatasamy (DIN 00002906) as an Independent Director. (Special Resolution)	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	428,715	410252	95.693	410252	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	428,715	410,252	95.693	410,252	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	43032	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	43,032	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		501	0.224	501	0	100.000	-
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		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-

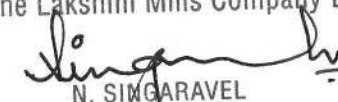
For The Lakshmi Mills Company Ltd,


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Company Secretary

7	Develop, lease the surplus land and buildings of the Company. (Special Resolution)	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	428,715	410252	95.693	410252	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	428,715	410,252	95.693	410,252	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	43032	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	43,032	-	-	-	-	-	-
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		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	223,803	62,965	28.134	62,965	-	100.000	-
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		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	43032	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
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