## B. Krishnamoorthi B.Sc., F.C.A.

Chartered Accountant

September 3, 2020

#### 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]

То

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 110<sup>th</sup> (One Hundred and Tenth) Annual General Meeting of the Equity Shareholders of **" The Lakshmi Mills Company Limited**" held on 3<sup>rd</sup> September 2020 at 11.30 am through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")" for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out as per section 108 of the CompaniesAct.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:

- The Notice was sent by email to all the members, whose names appeared in the Register of Members as on 7th August, 2020 and whose email addresses are registered with the Company/Depositories, to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice of the Annual General Meeting of M/s.The Lakshmi Mills Company Limited (Item No.1 (One) to 5 (Five) of the Notice dated 07.08.2020 of Annual General Meeting of M/s.The Lakshmi Mills Company Limited. The Members holding equity shares as on the cut-off date i.e. 27<sup>th</sup> August, 2020 were considered for e-voting. Number of shareholders as on cut-off date is 5569.
- 2. The Company had appointed National Securities Depository Limited (NSDL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. S.K.D.C Consultants Ltd, Coimbatore is the Registrar and Share Transfer Agent of the Company.
- 3. As a Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting remained open to the members from Monday, the 31<sup>st</sup> August, 2020 at 9.00 A.M to Wednesday, the 2<sup>nd</sup> September 2020 at 5.00 P.M. Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.
- 4. At the Annual General Meeting, the Company facilitated the members present in meeting through VC/OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended.

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

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 Page 1 of 2

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

# B. Krishnamoorthi B.Sc., EC.A.

Chartered Accountant

5. On completion of the E-Voting, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 3rd September 2020 around 12.46 pm in the presence of two witnesses, namely Mr.K.Jayakumar and Mr.R.Sasidharan, who are not in employment of the Company.

The following is the summary of e-voting result:

	Resolution		For		Against			
		No.of Members	No.of Votes	%	No.of Membe rs	No.of Votes	%	
1	Adoption of Annual Financial Statements as on 31.03.2020. (Ordinary Resolution)	58	478767	99.9977	2	11	0.0023	
2	To appoint a Director in the place of Sri R. Santharam (DIN 0151333), who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)	58	478767	99.9977	2	11	0.0023	
3	Reappointment of Smt Suguna Ravichandran (DIN: 00170190) as an Independent Non Executive Director of the Company. (Special Resolution)	59	478777	99.9998	1	. 1	0.0002	
4	Reappointment of Sri Aditya Krishna Pathy (DIN: 00062224) as Deputy Managing Director of the Company. (Ordinary Resolution)	59	478777	99.9998	1	1	0.0002	
5	Appointment of M/s. A. R. Ramasubramania Raja & Co., (Registration No. 000514), Cost Accountants, Coimbatore as Cost Auditor of the Company and to fix their remuneration. (Ordinary Resolution)	58	478767	99.9977	2	11	0.0023	

All resolutions stand passed under E-voting with requisite majority as specified under the Companies Act, 2013.

Thanking you,

Yours faithfully,

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

(S. PATHY) hairman & Managing Director.

CMD

For The Lakshmi Mills Company Limited

(B. KRISHNAMOORTHI) SCRUTINIZER

(UDIN: 20020139 AAAAJV 6675

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

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### The Lakshmi Mills Company Limited

Voting details for the business transacted at the Annual General meeting held on 3rd September, 2020

			1	2	3	4	5	6	7
SLNO	RESOLUTION	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		Promoter - E-Voting	438,695	420232	95.7914	420232	0	100.0000	0.0000
		Promoter - Poll at AGM			-	-	-	-	-
	Adoption of Annual Financial Statements as on 31.03.2020.	Promoter - Ballot by Post				-	-	-	-
1		Total (A)	438,695	420,232	95.791	420,232	-	100.000	
		Public - Institutions - E-Voting	36170	-		-	-	-	-
		Public - Institutions - Poll at AGM			a (a)	-		-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
	(Ordinary Resolution)	Total (B)	36,170			-	C in		
	81	Public - Non Institutions - E-Voting	220685	58546	26.5292	58535	11	99.9812	0.0188
		Public - Non Institutions - Poll at AGM		10 A		-	-	-	-
		Public - Non Institutions - Ballot by Post		-	-	-	· .	-	-
		Total (C )	220,685	58,546	26.529	58,535	11	99.981	0.019
		Total (A+B+C)	695,550	478,778	68.834	478,767	11	99.9977	0.0023
								55.5511	0.0025
		Promoter - E-Voting	438,695	420232	95.7914	420232	0	100.0000	0.0000
	To appoint a Director in the place of Sri R. Santharam (DIN 0151333), who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)	Promoter - Poll at AGM		-	-	_	-	-	0.0000
		Promoter - Ballot by Post		-	_	-	-		
		Total (A)	438,695	420,232	95.791	420,232	_	100.000	-
		Public - Institutions - E-Voting	36170		-	-	-	-	- in the second seco
		Public - Institutions - Poll at AGM		-	5 <b>2</b>	-			-
2		Public - Institutions - Ballot by Post		-	-	-	-	-	_
		Total (B)	36,170				-		
		Public - Non Institutions - E-Voting	220685	58546	26.5292	58535	11	99.9812	0.0188
		Public - Non Institutions - Poll at AGM		-	-		-	-	-
		Public - Non Institutions - Ballot by Post		-	-	-			
		Total (C )	220,685	58,546	26.529	58,535	11	99.981	0.019
		Total (A+B+C)	695,550	478,778	68.834	478,767	11	99.9977	
		1/	000,000	110,110	00.054	478,707		99.9977	0.0023
		Promoter - E-Voting	T	420232	95.7914	420232	0	100.0000	0.0000
	Reappointment of Smt Suguna	Promoter - Poll at AGM	438,695	-	-	420232	- 0	100.000	0.0000
		Promoter - Ballot by Post				-	-		-
		Total (A)	438,695	420,232	95.791	420,232		- 100.000	-
		Public - Institutions - E-Voting	36170	420,232		420,232		100.000	
15 I	Ravichandran (DIN: 00170190) as	Public - Institutions - Poll at AGM		-			Constant of the local division of the local		
	an Independent Non Executive	Public - Institutions - Ballot by Post	- 501/0 -	-	-				
	Director of the Company. (Special Resolution)	Total (B)	36,170		-		-	-	-
		Public - Non Institutions - E-Voting	220685	58546	26 5 202	-		-	CARLES THE STREET
		Public - Non Institutions - Poll at AGM		58546	26.5292	58545	1	99.9983	0.0017
		Public - Non Institutions - Poll at AGM			-	-	-		-
		Total (C)	220,685	-	-	-		-	-
		Total (A+B+C)	695,550	58,546	26.529	58,545	1	99.9983 99.9998	0.0017

	Promoter - E-Voting	· · ·	420232	95.7914	420232	0	100.0000	0.0000
	Promoter - Poll at AGM	438,695			-		-	-
	Promoter - Ballot by Post		-		-	-	-	-
	Total (A)	438,695	420,232	95.791	420,232	·	100.000	- 10 - 10 - 10 - 10 - 10 - 10 - 10 - 10
	Public - Institutions - E-Voting	36170	-	121	-	-	-	-
Reappointment of Sri Aditya	Public - Institutions - Poll at AGM		-	-	-	-	-	121 
4 Krishna Pathy (DIN: 00062224) as			-	-	-	-	-	-
<sup>4</sup> Deputy Managing Director of the	Total (B)	36,170	-		1992	-		-
Company. (Ordinary Resolution)	Public - Non Institutions - E-Voting	220685	58546	26.5292	58545	1	99.9983	0.001
	Public - Non Institutions - Poll at AGM		-	-	-	-	7	12
	Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
	Total (C)	220,685	58,546	26.529	58,545	1	99.998	0.002
	Total (A+B+C)	695,550	478,778	· 68.834	478,777	1	99.9998	0.0002
1	Promoter - E-Voting		420232	95.7914	420232	0	100.0000	0.000
et.	Promoter - E-Voting	438,695	420232	- 95.7914	420232	0	100.0000	0.000
and the second s	Promoter - Poll at AGM	438,695	and the second se		420232 - -	0	-	
Appointment of M/s. A. R.	FIOINOLEI - L-VOLING	438,695	and the second se	-	420232 - - 420,232		100.0000 - - - 100.000	
Appointment of M/s. A. R. Ramasubramania Raja & Co.,	Promoter - Poll at AGM Promoter - Ballot by Post			-	-		-	-
Ramasubramania Raja & Co.,	Promoter - Poll at AGM Promoter - Ballot by Post Total (A) Public - Institutions - E-Voting			- - 95.791	-		-	-
Ramasubramania Raja & Co., (Registration No. 000514), Cost	Promoter - Poll at AGM Promoter - Ballot by Post Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM	438,695		- - 95.791 -	- - 420,232 -		-	-
Ramasubramania Raja & Co., (Registration No. 000514), Cost 5 Accountants, Coimbatore as Cost	Promoter - Poll at AGM Promoter - Ballot by Post Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM Public - Institutions - Ballot by Post	438,695	- - 420,232 - -	- - 95.791 - -	- - 420,232 - -			
<ul> <li>Ramasubramania Raja &amp; Co.,</li> <li>(Registration No. 000514), Cost</li> <li>Accountants, Coimbatore as Cost Auditor of the Company and to fi</li> </ul>	Promoter - Poll at AGM Promoter - Ballot by Post Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM Public - Institutions - Ballot by Post	438,695 	- - 420,232 - -	- 95.791 - - - -	- - 420,232 - - - -			
<ul> <li>Ramasubramania Raja &amp; Co.,</li> <li>(Registration No. 000514), Cost</li> <li>Accountants, Coimbatore as Cost</li> <li>Auditor of the Company and to fi their remuneration. (Ordinary</li> </ul>	Promoter - Poll at AGM Promoter - Ballot by Post Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM Public - Institutions - Ballot by Post X Total (B)	438,695 		- 95.791 - - - -	- - 420,232 - - - - -			
<ul> <li>Ramasubramania Raja &amp; Co.,</li> <li>(Registration No. 000514), Cost</li> <li>Accountants, Coimbatore as Cost Auditor of the Company and to fi</li> </ul>	Promoter - Poll at AGM Promoter - Poll at AGM Promoter - Ballot by Post Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM Public - Institutions - Ballot by Post X Total (B) Public - Non Institutions - E-Voting Public - Non Institutions - Poll at AGM	438,695 36170 36,170			- - 420,232 - - - - 58535			- - - - - - - - - - - - - - - - - - -
<ul> <li>Ramasubramania Raja &amp; Co.,</li> <li>(Registration No. 000514), Cost</li> <li>Accountants, Coimbatore as Cost</li> <li>Auditor of the Company and to fi their remuneration. (Ordinary</li> </ul>	Promoter - Poll at AGM Promoter - Ballot by Post Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM Public - Institutions - Ballot by Post X Total (B) Public - Non Institutions - E-Voting	438,695 36170 36,170		- 95.791 - - - 26.5292 -	- 420,232 - - - - 58535 -			- - - - - - - - - - - - - - - - - - -

For The Lakshmi Mills Company Ltd,

6 N 2. N. SINGARAVEL Company Secretary