

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

September 09, 2022

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

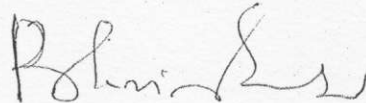
The Chairman
The Lakshmi Mills Company Limited
686, Avanashi Road
Coimbatore - 641 037

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 112th (One Hundred and Twelfth) Annual General Meeting of the Equity Shareholders of "The Lakshmi Mills Company Limited" held on 09th September 2022 at 10:20 A.M IST 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 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 by email to all the members, whose names appeared in the Register of Members as on 12th August, 2022 and whose email addresses are registered with the Company/Depositories, to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the Annual General Meeting of The Lakshmi Mills Company Limited (Item No.1 (One) to 6 (Six)) dated 12.08.2022. The Members holding equity shares as on the cut-off date i.e. 02nd September, 2022 were considered for e-voting. Number of shareholders as on cut-off date is 5,631.
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 Tuesday - the 6th September 2022 at 9:00 AM (IST) to Thursday - the 8th September 2022 at 5:00 PM (IST). Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.



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

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

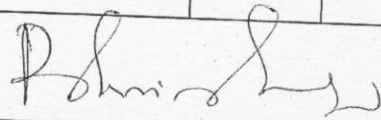
Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

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

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.
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 09th September 2022 around 11:35 am in the presence of two witnesses, namely Mrs. Divya Sukumar and Ms. R. Nikitha, 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 Members	No.of Votes	%
1 Adoption of Annual Financial Statements for the year ended 31.03.2022. (Ordinary Resolution)	61	4,77,495	100	-	-	-
2 Declaration of dividend for the year ended 31st March 2022. (Ordinary Resolution)	61	4,77,495	100	-	-	-
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 reappointment. (Ordinary Resolution)	61	4,77,495	100	-	-	-
4 Appointment of M/s. Subbchar & Srinivasan (Firm Registration No. 004083S), Chartered Accountants, Coimbatore as Statutory Auditors of the Company in place of the retiring auditors, M/s. M.S. Jagannathan & Visvanathan (Firm Registration. No. 001209S) Chartered Accountants, Coimbatore for a term of 5 years. (Ordinary Resolution)	60	4,77,492	99.99	1	3	0.01



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

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

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

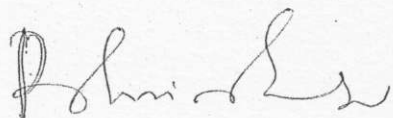
B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

5	Appointment of M/s. A. R. Ramasubramania Raja & Co., (Registration No. 000514), Cost Accountants, Coimbatore as the Cost Auditors of the Company and to fix remuneration. (Ordinary Resolution)	60	4,77,492	99.99	1	3	0.01
6	Seeking Approval to the Board of Directors for the contribution to Charitable and other purposes not directly relating to the business of the Company, funds not exceeding Rs.75 Lakhs (Rupees Seventy Five Lakhs) notwithstanding the limits under section 181 of the Companies Act, 2013. (Ordinary Resolution)	61	4,77,495	100	-	-	-

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

Thanking you,

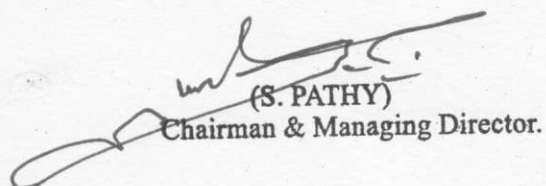
Yours faithfully,



(B. KRISHNAMOORTHI)
SCRUTINIZER
UDIN: 22020439ARPSSC2209

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

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

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

The Lakshmi Mills Company Limited

Resolution Required : (Ordinary)			1 - Adoption of the Audited Financial Statements including Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flow and Changes in Equity for the year ended on that date together with the Directors' Report and the Auditors'					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	444963	426500	95.8507	426500	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		426500	95.8507	426500	0	100.0000	0.0000
Public Institutions	E-Voting	29394	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	221193	50995	23.0545	50995	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		50995	23.0545	50995	0	100.0000	0.0000
Total		695550	477495	68.6500	477495	0	100.0000	0.0000

The Lakshmi Mills Company Limited

Resolution Required : (Ordinary)			2 - To declare a dividend for the year ended 31st March 2022.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	444963	426500	95.8507	426500	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		426500	95.8507	426500	0	100.0000	0.0000
Public Institutions	E-Voting	29394	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	221193	50995	23.0545	50995	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		50995	23.0545	50995	0	100.0000	0.0000
Total		695550	477495	68.6500	477495	0	100.0000	0.0000

h

The Lakshmi Mills Company Limited

Resolution Required : (Ordinary)			3 - To appoint a Director in the place of Sri Aditya Krishna Pathy (DIN 00062224), who retires by rotation and being eligible, offers himself for reappointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	444963	426500	95.8507	426500	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		426500	95.8507	426500	0	100.0000	0.0000
Public Institutions	E-Voting	29394	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	221193	50995	23.0545	50995	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		50995	23.0545	50995	0	100.0000	0.0000
Total		695550	477495	68.6500	477495	0	100.0000	0.0000

The Lakshmi Mills Company Limited

Resolution Required : (Ordinary)			4 - To Appoint of M/s. Subbachar & Srinivasan (Firm Registration No. 004083S), Chartered Accountants, Coimbatore as Statutory Auditors of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	444963	426500	95.8507	426500	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		426500	95.8507	426500	0	100.0000	0.0000
Public Institutions	E-Voting	29394	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	221193	50995	23.0545	50992	3	99.9941	0.0059
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		50995	23.0545	50992	3	99.9941	0.0059
Total		695550	477495	68.6500	477492	3	99.9994	0.0006

✓

The Lakshmi Mills Company Limited

Resolution Required : (Ordinary)			5 - To Appoint M/s. A. R. Ramasubramania Raja & Co., (Registration No. 000514), Cost Accountants, Coimbatore as the Cost Auditors of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	444963	426500	95.8507	426500	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		426500	95.8507	426500	0	100.0000	0.0000
Public Institutions	E-Voting	29394	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	221193	50995	23.0545	50992	3	99.9941	0.0059
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		50995	23.0545	50992	3	99.9941	0.0059
Total		695550	477495	68.6500	477492	3	99.9994	0.0006

The Lakshmi Mills Company Limited

Resolution Required : (Ordinary)			6 - Seeking Approval to the Board of Directors for the contribution to Charitable and other purposes not directly relating to the business of the Company, funds not exceeding Rs.75 Lakhs (Rupees Seventy Five Lakhs) notwithstanding the limits under section 181 of the Companies Act, 2013.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	444963	426500	95.8507	426500	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		426500	95.8507	426500	0	100.0000	0.0000
Public Institutions	E-Voting	29394	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	221193	50995	23.0545	50995	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		50995	23.0545	50995	0	100.0000	0.0000
Total		695550	477495	68.6500	477495	0	100.0000	0.0000