

September 21, 2023

**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

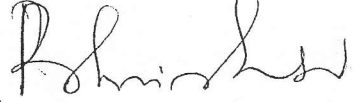
The Chairman  
The Lakshmi Mills Company Limited  
686, Avanashi Road  
Coimbatore - 641 037

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 113<sup>th</sup> (One Hundred and Thirteenth) Annual General Meeting of the Equity Shareholders of "The Lakshmi Mills Company Limited" held on 21<sup>st</sup> September 2023 at 11.00 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, on 29<sup>th</sup> August, 2023 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 The Lakshmi Mills Company Limited (Item No.1 (One) to 5 (Five)) dated 29.05.2023. The Members holding equity shares as on the cut-off date i.e. 14<sup>th</sup> September, 2023 were considered for e-voting. Number of shareholders as on cut-off date is 5,468.
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 18th September 2023 at 9:00 AM (IST) to Wednesday - the 20th September 2023 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: 20439

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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

Office : "Shreevara" 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 21<sup>st</sup> September 2023 around 12.39 pm in the presence of two witnesses, namely Mrs. Divya Sukumar and Mrs. V Visalakshi, who are not in employment of the Company.
6. In the case of Resolution No. 4 - no of votes cast by interested director and his relatives are 2,42,381 votes.

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 31.03.2023. (Ordinary Resolution)	78	4,81,294	99.99	1	4	0.01
2 Declaration of dividend for the year ended 31st March 2023. (Ordinary Resolution)	79	481298	100	-	-	-
3 Appointment of a Director in the place of Sri R. Santharam (DIN 00151333), who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)	77	4,81,293	99.99	2	5	0.01
4 Seeking consent of the Shareholders for the payment of remuneration to Sri Aditya Krishna Pathy (DIN: 00062224) Deputy Managing Director of the Company. (Special Resolution)	77	4,81,293	99.99	2	5	0.01

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



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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	Reappointment of M/s. A. R. Ramasubramania Raja & Co.,(Firm Registration No. 000514), Cost Accountants, Coimbatore, as Cost Auditors of the Company and to fix their remuneration. (Ordinary Resolution)	78	4,81,294	99.99	1	4	0.01
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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: 23020439BGUHBG6835

**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, 2023, 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	448363	429893	95.8806	429893	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
	<b>Total</b>		<b>429893</b>	<b>95.8806</b>	<b>429893</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	24889	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	222298	51401	23.1226	51397	4	99.9922	0.0078
	Poll		4	0.0018	4	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51405</b>	<b>23.1244</b>	<b>51401</b>	<b>4</b>	<b>99.9922</b>	<b>0.0078</b>
<b>Total</b>		<b>695550</b>	<b>481298</b>	<b>69.1968</b>	<b>481294</b>	<b>4</b>	<b>99.9992</b>	<b>0.0008</b>

For The Lakshmi Mills Company Ltd,

  
 N. SINGARAVEL  
 Company Secretary

## The Lakshmi Mills Company Limited

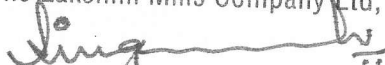
Resolution Required : (Ordinary)

2 - To declare dividend on equity shares for the financial year ended March 31, 2023.

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
Promoter and Promoter Group	E-Voting	448363	429893	95.8806	429893	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
	<b>Total</b>		<b>429893</b>	<b>95.8806</b>	<b>429893</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	24889	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	222298	51401	23.1226	51401	0	100.0000	0.0000
	Poll		4	0.0018	4	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51405</b>	<b>23.1244</b>	<b>51405</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>695550</b>	<b>481298</b>	<b>69.1968</b>	<b>481298</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

For The Lakshmi Mills Company Ltd,

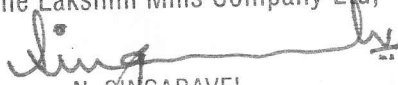


N. SINGARAVEL  
Company Secretary

## The Lakshmi Mills Company Limited

Resolution Required : (Ordinary)			3 - Ordinary Resolution - To appoint a Director in the place of Sri R. Santharam (DIN 00151333), 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
Promoter and Promoter Group	E-Voting	448363	429893	95.8806	429893	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
	<b>Total</b>		<b>429893</b>	<b>95.8806</b>	<b>429893</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	24889	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	222298	51401	23.1226	51396	5	99.9903	0.0097
	Poll		4	0.0018	4	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51405</b>	<b>23.1244</b>	<b>51400</b>	<b>5</b>	<b>99.9903</b>	<b>0.0097</b>
<b>Total</b>		<b>695550</b>	<b>481298</b>	<b>69.1968</b>	<b>481293</b>	<b>5</b>	<b>99.9990</b>	<b>0.0010</b>

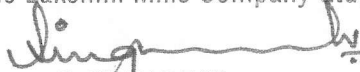
For The Lakshmi Mills Company Ltd,

  
 N. SINGARAVEL  
 Company Secretary

## The Lakshmi Mills Company Limited

Resolution Required : (Special)		4 - Seeking consent of the Shareholders for the payment of remuneration to Sri Aditya Krishna Pathy (DIN: 00062224) Deputy Managing Director 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
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Promoter and Promoter Group	E-Voting	448363	429893	95.8806	429893	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
	<b>Total</b>		<b>429893</b>	<b>95.8806</b>	<b>429893</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	24889	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	222298	51401	23.1226	51396	5	99.9903	0.0097
	Poll		4	0.0018	4	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51405</b>	<b>23.1244</b>	<b>51400</b>	<b>5</b>	<b>99.9903</b>	<b>0.0097</b>
<b>Total</b>		<b>695550</b>	<b>481298</b>	<b>69.1968</b>	<b>481293</b>	<b>5</b>	<b>99.9990</b>	<b>0.0010</b>

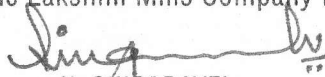
For The Lakshmi Mills Company Ltd,

  
 N. SINGARAVEL  
 Company Secretary

## The Lakshmi Mills Company Limited

Resolution Required : (Ordinary)		5 - Reappointment of M/s. A. R. Ramasubramania Raja & Co.,(Firm Registration No. 000514), Cost Accountants, Coimbatore, as Cost Auditors of the Company and to fix their remuneration.						
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
Promoter and Promoter Group	E-Voting	448363	429893	95.8806	429893	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
	<b>Total</b>		<b>429893</b>	<b>95.8806</b>	<b>429893</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	24889	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	222298	51401	23.1226	51397	4	99.9922	0.0078
	Poll		4	0.0018	4	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51405</b>	<b>23.1244</b>	<b>51401</b>	<b>4</b>	<b>99.9922</b>	<b>0.0078</b>
<b>Total</b>		<b>695550</b>	<b>481298</b>	<b>69.1968</b>	<b>481294</b>	<b>4</b>	<b>99.9992</b>	<b>0.0008</b>

For The Lakshmi Mills Company Ltd,

  
 N. SINGARAVEL  
 Company Secretary