



LAKSHMI MACHINE WORKS LIMITED

Our Ref: Sec/ BSE-Vol 5/2022
Date: 26.07.2022

BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra(E)
Mumbai - 400 051.

Dear Sir/Madam,

Sub: Submission of the voting results of the 59th Annual General Meeting ("AGM") of the Members of the Company held on 25th July 2022.

Ref: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform that the 59th Annual General Meeting of the Members of the Company was held on Monday, 25th July 2022 at 03.30 P.M. (IST) via Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the business mentioned in the notice of the Annual General Meeting dated 11th May 2022.

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, facility of remote e-voting was provided to members. For the members participating through Video Conference electronic voting facility was also provided during the AGM. The remote e-voting was open between 22nd July 2022 to 24th July 2022.

Sri. Sanjay Jayavarthanavelu, Chairman and Managing Director declared the results at the Corporate Office of the Company on 26th July 2022 at 04:30 PM.

Based on the report of the Scrutinizer Sri. M.D. Selvaraj, Practicing Company Secretary, Coimbatore, we would like to inform that all the items of business as mentioned in the Notice of the Annual General Meeting have been passed with the requisite majority.

The above documents are being uploaded on the Company's website at www.lmwglobal.com.

The voting results and the report received from the Scrutiniser is enclosed herewith.

Thanking you,

Yours faithfully,

For LAKSHMI MACHINE WORKS LIMITED

**C R SHIVKUMARAN
COMPANY SECRETARY**



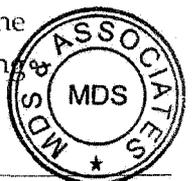
**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND
E-VOTING AT THE ANNUAL GENERAL MEETING**
**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules, 2014 - as amended and
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015]**

To
The Chairman and Managing Director
59th Annual General Meeting of the Equity Shareholders of
M/s. LAKSHMI MACHINE WORKS LIMITED
(CIN: L29269TZ1962PLC000463)
Held on Monday, 25th July 2022, at 3:30 PM (IST)
Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting and e-voting conducted at the 59th
Annual General Meeting of M/s. Lakshmi Machine Works Limited held on
25th July 2022.**

I, M D Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. Lakshmi Machine Works Limited** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 59th Annual General Meeting in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting and e-voting at the Annual General Meeting on the resolution(s) as set out in the Notice convening the 59th Annual General Meeting of the Company held on Monday, 25th July 2022 at 3:30 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") during the years 2020, 2021 & 2022 permitting the conduct of the Annual General Meeting through VC / OAVM facility.



Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, on the resolution(s) as set out in the Notice convening the 59th Annual General Meeting dated 11th May 2022.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 59th Annual General Meeting, is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No. 1 to Item No. 7 in the Notice convening the 59th Annual General Meeting of the Company dated 11th May 2022, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL"), the Authorized Agency, engaged by the Company for providing e-voting facilities.

Further, in addition to the above, I submit my report as under:

- a. The Notice dated 11th May 2022 convening the 59th Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 and the disclosure under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), in respect of the below mentioned resolution(s) to be passed at the said 59th Annual General Meeting of the Company, were sent through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA Circulars and SEBI Circulars. The Company has also placed the notice of the 59th Annual General Meeting on its website.
- b. The Company has availed the e-voting services offered by NSDL for providing the remote e-voting and the facility of e-voting during the meeting to the shareholders of the Company.
- c. The remote e-voting period commenced on Friday, 22nd July 2022 at 9:00 AM (IST) and ended on Sunday, 24th July 2022 at 5:00 PM (IST). During the period, the members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e., 18th July 2022 were entitled to vote on the resolutions set out in the Notice of the 59th Annual General Meeting. The remote e-voting module of NSDL was disabled on Sunday, 24th July 2022 at 5:00 PM.



- d. Upon the commencement of the 59th Annual General Meeting, the e-voting platform was activated to enable the shareholders who were present the 59th Annual General Meeting through video conferencing / other audio-visual means and who had not cast their vote on the resolutions through remote e-voting to vote through e-voting facility at the Meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting.
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 25th July 2022 at 5:07 PM in the presence of Mr.S.Sarathraj (the undersigned as Witness No.1) and Ms.S.Pooja Lakshmi (the undersigned as Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
- f. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process and e-voting at the meeting, were generated from the e-voting portal of NSDL.
- g. I have scrutinized the votes cast by remote e-voting and by e-voting at the Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- h. Based on the reports generated from the e-voting portal of NSDL, I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 to Item No.7 of the Notice convening the 59th Annual General Meeting as under:



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the audited standalone and consolidated financial statements of the company for the financial year ended 31st March 2022, together with the reports of the Board of Directors and the Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	204	77,92,154	99.98
E-Voting at AGM	7	1,384	0.02
Total Voting	211	77,93,538	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	3	42	0.00
E-Voting at AGM	0	0	0.00
Total Voting	3	42	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Two shareholders holding 1,294 equity shares abstained from voting on the resolution.

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed with requisite majority.



Ordinary BusinessResolution No: 2

Ordinary resolution

Declaration of Dividend for the financial year ended 31st March 2022

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	204	77,93,439	99.98
E-Voting at AGM	7	1,384	0.02
Total Voting	211	77,94,823	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	3	42	0.00
E-Voting at AGM	0	0	0.00
Total Voting	3	42	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Two shareholders holding 9 equity shares abstained from voting on the resolution.

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.



Ordinary BusinessResolution No: 3

Ordinary resolution

Re-appointment of Sri. S Pathy (DIN: 00013899) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	161	76,35,795	97.96
E-Voting at AGM	7	1,384	0.02
Total Voting	168	76,37,179	97.98

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	46	1,57,492	2.02
E-Voting at AGM	0	0	0.00
Total Voting	46	1,57,492	2.02

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Two shareholders holding 203 equity shares abstained from voting on the resolution.

Note: Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed with requisite majority.



Ordinary BusinessResolution No: 4**Ordinary resolution**

Approval for change of signing partner(s) in M/s S. Krishnamoorthy & Co., Chartered Accountants, Statutory Auditors of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	204	77,93,245	99.98
E-Voting at AGM	7	1,384	0.02
Total Voting	211	77,94,629	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	3	42	0.00
E-Voting at AGM	0	0	0.00
Total Voting	3	42	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Two shareholders holding 203 equity shares abstained from voting on the resolution.

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.



Special Business

Resolution No: 5

Ordinary resolution

Appointment of Sri. Jaidev Jayavarthanelu (DIN: 07654117) as Non-Executive Non-Independent Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	160	74,74,086	95.89
E-Voting at AGM	7	1,384	0.02
Total Voting	167	74,75,470	95.91

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	47	3,19,201	4.09
E-Voting at AGM	0	0	0.00
Total Voting	47	3,19,201	4.09

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Two shareholders holding 203 equity shares abstained from voting on the resolution.

Note: Thus, the Ordinary Resolution as given in Item No. 5 may be considered as passed with requisite majority.



Special BusinessResolution No: 6

Special resolution

Appointment of Sri. Aroon Raman (DIN: 00201205) as an Independent Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	201	77,89,686	99.94
E-Voting at AGM	7	1,384	0.02
Total Voting	208	77,91,070	99.96

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	6	3,601	0.04
E-Voting at AGM	0	0	0.00
Total Voting	6	3,601	0.04

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Two shareholders holding 203 equity shares abstained from voting on the resolution.

Note: Thus, the Special Resolution as given in Item No. 6 may be considered as passed with requisite majority.



Special BusinessResolution No: 7

Ordinary resolution

Ratification of remuneration payable to Sri. A N Raman (Membership No: 5359), Cost Auditor of the Company for the financial year 2022-2023.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	202	77,93,207	99.98
E-Voting at AGM	7	1,384	0.02
Total Voting	209	77,94,591	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	5	80	0.00
E-Voting at AGM	0	0	0.00
Total Voting	5	80	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Two shareholders holding 203 equity shares abstained from voting on the resolution.

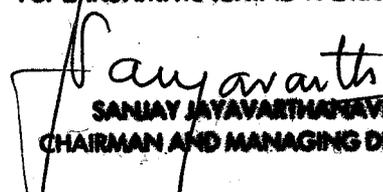
Note: Thus, the Ordinary Resolution as given in Item No. 7 may be considered as passed with requisite majority.

Date : 26th July 2022

Based on the Scrutinizer's Report, the Resolution

Nos. 1 to 7 have been duly passed with requisite majority

For **LAKSHMI MACHINE WORKS LIMITED**


SANJAY JAYAVARTHANAN
 CHAIRMAN AND MANAGING DIRECTOR

Yours faithfully

MUTHUSWAMY Digitally signed by
 MUTHUSWAMY
 DORAISWAMI DORAISWAMI SELVARAJ
 SELVARAJ Date: 2022.07.26 10:32:45
 +05'30'

MDS & ASSOCIATES

Prop : M.D.SELVARAJ M.Com, MBA,FCS,

COMPANY SECRETARY IN PRACTICE

FCS - 960, CP - 411

"SURYA" 35, MAYFLOWER AVENUE

SOWRIPALAYAM ROAD, COIMBATORE - 641 028

UDIN: F000960D000683939