



**RESULTS OF E-VOTING AND BALLOT CONDUCTED IN CONNECTION WITH THE
52ND ANNUAL GENERAL MEETING HELD ON 10TH AUGUST, 2015**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Clause-35B(i) of the Listing Agreement entered into with Stock Exchanges, the Company has arranged for remote e-voting through Central Depository Services (India) Limited. To enable those shareholders who have not availed the remote e-voting facility and present at the AGM, to participate in the voting process, the Company has also arranged for voting through ballot paper at the AGM.

Remote e-voting was made available to members for three days from 9.00 am on 7th August, 2015 to 5.00 pm on 9th August, 2015.

To oversee the remote e-voting process and ballot paper, the Board of Directors of the Company had appointed Sri.B.Krishnamurthy, a practicing Chartered Accountant in Coimbatore as the Scrutiniser.

Sri.B.Krishnamurthy had scrutinized the votes cast through remote e-voting and ballot paper at the AGM and combined the votes cast under both method and submitted his report to the Chairman and Managing Director.

The results of remote e-voting and ballot paper was announced by the Chairman at the Registered Office of the Company at Perianaickenpalayam, Coimbatore-641020 at 6.00 pm on 13th August, 2015.

The results are as below :

Resol- ution No.	Subject matter of the resolution	Votes FOR	Votes AGAINST	Result
1	To receive, consider and adopt the Statement of Profit & Loss and cash flow statement as on 31 st March, 2015 and the Balance Sheet as on that date and the Report of the Directors and the Auditors thereon.	80,12,290	100	Passed
2	To declare Dividend at the rate of Rs.37.50 per equity share of Rs.10/- each for the financial year ended 31 st March, 2015.	80,81,110	100	Passed
3	To appoint a Director in the place of Sri.S.Pathy who retires by rotation, and being eligible, offers himself for reappointment.	80,56,538	24,672	Passed
4	To re-appoint Auditors M/s.M.S.Jegannathan & Viswanathan and M/s.Subbchar & Srinivasan, Chartered Accountants for the financial year 2015-2016 and to fix their remuneration	79,90,530	90,680	Passed
5	To appoint Justice Smt.Chitra Venkataraman (Retd.) as an Independent Director of the Company for a period of five years.	80,81,110	100	Passed
6	To confirm the remuneration payable to Sri.A.N.Raman, Cost Auditor for the financial years 2014-15 and 2015-16.	80,81,110	100	Passed

Accordingly, we hereby report that all the resolutions moved at the 52nd Annual General Meeting held on 10th August, 2015 were passed with requisite majority.

For LAKSHMI MACHINE WORKS LIMITED


(M. DURAISAMI)
Company Secretary

Place: Coimbatore
Date : 11.08.2015

August 11, 2015

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
Lakshmi Machine Works Limited
Regd. Office: Perianaickenpalayam
Coimbatore – 641020.

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 52nd (Fifty second) Annual General Meeting of the Equity Shareholders of "**Lakshmi Machine Works Limited**" to be held on 10th August 2015 at 3.30 pm at Nani Kalai Arangam, Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore 641037 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at the 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 3rd July, 2015 to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the Annual General Meeting of "Lakshmi Machine Works Limited" (Item No.1 (One) to 6 (Six) of the Notice of Annual General Meeting of Lakshmi Machine Works Limited. The Members holding equity shares as on the cut-off date i.e. 3rd August, 2015 were only considered for e-voting and for voting at the meeting venue.
2. The E-Voting period remained open from 09.00 AM on Friday 7th August, 2015 upto 05.00 PM on Sunday 9th August, 2015.
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.




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Chartered Accountant

5. The Votes cast through E-Voting were unblocked on 10th August, 2015 around 5.30 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 contained in the instructions given for e-voting sent along with the Notice dated 20th May, 2015, 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. No Ballot Forms were incomplete and/ or were otherwise defective.
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 31st March, 2015. (Ordinary resolution)	E-Voting	58	2543775	99.996	1	100	0.004
		Ballot form at the AGM venue	92	5468515	100.000	0	0	0.000
		Total	150	8012290	99.999	1	100	0.001
2	Declaration of dividend payable to Members. (Ordinary resolution)	E-Voting	59	2612595	99.996	1	100	0.004
		Ballot form at the AGM venue	92	5468515	100.000	0	0	0.000
		Total	151	8081110	99.999	1	100	0.001
3	Reappointment of Sri.S.Pathy Director, retire by rotation and seeking reelection (Ordinary resolution)	E-Voting	57	2588023	99.056	3	24672	0.944
		Ballot form at the AGM venue	92	5468515	100.000	0	0	0.000
		Total	149	8056538	99.695	3	24672	0.305
4	Appointment of Statutory Auditors and to fix their remuneration. (Ordinary resolution)	E-Voting	55	2522015	96.529	5	90680	3.471
		Ballot form at the AGM venue	92	5468515	100.000	0	0	0.000
		Total	147	7990530	98.878	5	90680	1.122
5	Appointment of Justice Smt.Chitra Venkataraman (Retd) as Independent Director (Ordinary resolution)	E-Voting	59	2612595	99.996	1	100	0.004
		Ballot form at the AGM venue	92	5468515	100.000	0	0	0.000
		Total	151	8081110	99.999	1	100	0.001




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

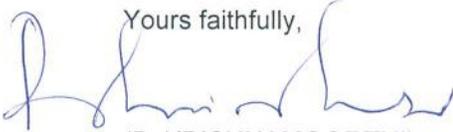
B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

6	Confirmation of remuneration payable to Cost Auditor. (Ordinary resolution)	E-Voting	59	2612595	99.996	1	100	0.004
		Ballot form at the AGM venue	92	5468515	100.000	0	0	0.000
		Total	151	8081110	99.999	1	100	0.001

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 52nd Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Lakshmi Machine Works Limited, for safe custody.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)
SCRUTINIZER

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

For LAKSHMI MACHINE WORKS LIMITED



SANJAY JAYAVARTHANAVÉLU
CHAIRMAN AND MANAGING DIRECTOR