

Our Ref : Sec/270/2019

Date: 23.07.2019

B S E 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,

<u>Sub</u>: Outcome of 56th Annual General Meeting of the shareholders of the Company as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

We are pleased to report that at the 56th Annual General Meeting (AGM) of the shareholders of the Company held on Monday, 22nd July, 2019 at 3.30 pm at "Nani Kalai Arangam", Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore-641037, all the resolutions set out in the AGM Notice dated 20th May, 2019 have been passed with requisite majority.

In compliance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed the Scrutiniser's Report along with the voting results of the aforesaid meeting.

Yours faithfully,

For LAKSHMI MACHINE WORKS LIMITED

C R SHIVKUMARAN Company Secretary

cc: BSE Limited

Corporate Relationship Department

1st Floor, New Trading Ring Rotunda Building, P.J.Towers, Dalal Street, MUMBAI - 400 001.

Lakshmi Machine Works Limited Voting details for the business transacted at the Annual General meeting held on 22nd July, 2019

			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				-	2)	-	
		Promoter - Poll at AGM	3294054	3292834	99.963	3292834	C	100.000	
		Promoetr - Ballot by Post		-		-	-7		
		Total (A)	3,294,054	3,292,834	99.963	3,292,834		100.000	
		Public - Institutions - E-Voting		1687153	74.177	1687153	C	100.000	
	Adoption of Annual Financial	Public - Institutions - Poll at AGM	2274483	-					
1	Statements as on 31st March,	Public - Institutions - Ballot by Post		-		-			-
	2019. (Ordinary	Total (B)	2,274,483	1,687,153	74.177	1,687,153	- 2	100.000	
	Resolution)	Public - Non Institutions - E-Voting		46	0.001	45	1	97.826	2.174
		Public - Non Institutions - Poll at AGM	5114463	2190851	42.836	2190851	(100.000	
		Public - Non Institutions - Ballot by Post							
		Total (C)	5,114,463	2,190,897	42.837	2,190,896	1	100.000	0.000
		Total (A+B+C)	10,683,000	7,170,884	67.124	7,170,883	1	99.99999	0.00001
	Declaration of Dividend for the financial year 2018-19. (Ordinary Resolution)	Promoter - E-Voting	3294054	7=1	-	-	-	2	-
		Promoter - Poll at AGM		3292834	99.963	3292834	(100.000	
		Promoetr - Ballot by Post				-	-	-	-
		Total (A)	3,294,054	3,292,834	99.963			100.000	-
		Public - Institutions - E-Voting	2274483	1689628	74.286	1689628		100.000	-
		Public - Institutions - Poll at AGM		-		-	:=	-	-
2		Public - Institutions - Ballot by Post		-			-		_
		Total (B)	2,274,483	1,689,628				100.000	
		Public - Non Institutions - E-Voting	5114463	46				37.020	
		Public - Non Institutions - Poll at AGM		2190851	42.836	2190851		100.000	
		Public - Non Institutions - Ballot by Post		-		-	-		-
		Total (C)	5,114,463	2,190,897	42.837	2,190,896	1		0.000
		Total (A+B+C)	10,683,000	7,173,359	67.147	7,173,358	1	99.99999	0.00001
		Promoter - E-Voting						T .	
		Promoter - Poll at AGM	3294054	3292834	99.96	3292834		0 100.000	
		Promoetr - Ballot by Post		323203-	33.30.	323203-		100.000	1
		Total (A)	3,294,054	3,292,834	99.963	3,292,834		100.000	
	Re-appointment of	Public - Institutions - E-Voting	3,234,034	168962				0 100.000	
	Re-appointment of Sri.K.Soundhar Rajhan, Director retiring by rotation (Ordinary Resolution)	Public - Institutions - Poll at AGM	2274483	100302	- 74.20			100.000	-
3		Public - Institutions - Ballot by Post		_			-		
		Total (B)	2,274,483	1,689,628	74.286	1,689,628			
		Public - Non Institutions - E-Voting	2,2,4,403	4				1 97.82	
		Public - Non Institutions - Poll at AGM	5114463	219085				0 100.00	
		Public - Non Institutions - Ballot by Post	3114103	213003	42.03		-		1
		Total (C)	5,114,463	2,190,897					0.000
		Total (A+B+C)	10,683,000	7,173,359				1 99.99999	



		Promoter - E-Voting		-				20	
	Continuation of payment of	Promoter - Poll at AGM	3294054	3292834	99.963	3292834	0	100.000	-
		Promoetr - Ballot by Post			#1	-	-	-	_
Continuation		Total (A)	3,294,054	3,292,834	99.963	3,292,834	-	100.000	
remuneration		Public - Institutions - E-Voting		1689628	74.286	1687682	1946	99.885	0.115
Charles A control of the Control of	Jayavarthanavelu, Managing Director (Promoter) as per new requirements of SEBI	Public - Institutions - Poll at AGM	2274483			-		- 4	-
		Public - Institutions - Ballot by Post			-	-		-	-
		Total (B)	2,274,483	1,689,628	74.286	1,687,682	1,946	99.885	0.115
A STATE OF THE PARTY OF THE PAR	Special	Public - Non Institutions - E-Voting		46	0.001	45	1	97.826	2.174
Resolution)		Public - Non Institutions - Poll at AGM	5114463	2190851	42.836	2190851	0	100.000	
		Public - Non Institutions - Ballot by Post		-	-	-	-		(4)
		Total (C)	5,114,463	2,190,897	42.837	2,190,896	1	100.000	0.000
		Total (A+B+C)	10,683,000	7,173,359	67.147	7,171,412	1,947	99.97286	0.02714
		Promoter - E-Voting	3294054	-	-		-	-	-
		Promoter - Poll at AGM		3292834	99.963	3292834	0	100.000	
	Re-appointment of Sri.Aditya Himatsingka, Independent Director (Special Resolution)	Promoetr - Ballot by Post		-	0 =	-	1.50	-	-
		Total (A)	3,294,054	3,292,834	99.963	3,292,834	-	100.000	
		Public - Institutions - E-Voting	2274483	1689628	74.286	1689628	0	100.000	-
		Public - Institutions - Poll at AGM		(to)	-		-	-11	
The state of the s		Public - Institutions - Ballot by Post		-	W		-	*	49
The state of the s		Total (B)	2,274,483	1,689,628	74.286	1,689,628	-	100.000	-
Resolution)		Public - Non Institutions - E-Voting	5114463	46	0.001	35	11	76.087	23.913
		Public - Non Institutions - Poll at AGM		2190851	42.836	2190851	0	100.000	
		Public - Non Institutions - Ballot by Post		-	-		- 1 -	*	-
		Total (C)	5,114,463	2,190,897	42.837	2,190,886	11	99.999	0.001
		Total (A+B+C)	10,683,000	7,173,359	67.147	7,173,348	11	99.99985	0.00015
		Promoter - E-Voting		-	-		-		
		Promoter - Poll at AGM	3294054	3292834	99.963	3292834	0	100.000	-
		Promoetr - Ballot by Post		-	-	25		-	-
		Total (A)	3,294,054	3,292,834	99.963	3,292,834	-	100.000	
Do oooo!ubuu	ant of De	Public - Institutions - E-Voting		1689628	74.286	1687682	1946	99.885	0.11
The county of the state of the	Re-appointment of Dr. Mukund Govind Rajan,	Public - Institutions - Poll at AGM	2274483	-	-	-	-		
6 Independent		Public - Institutions - Ballot by Post		-	-	-	-		
		Total (B)	2,274,483	1,689,628	74.286	1,687,682	1,946	99.885	0.115
(Special Reso	Judionij	Public - Non Institutions - E-Voting		46	0.001	35	11	76.087	23.91
		Public - Non Institutions - Poll at AGM	5114463	2190851	42.836	2190851	0	100.000	
		Public - Non Institutions - Ballot by Post		-	1 4		(2)	2	+
		Total (C)	5,114,463	2,190,897	42.837	2,190,886	11	99.999	0.001
		Total (A+B+C)	10,683,000	7,173,359	67.147	7,171,402	1,957	99.97272	0.02728



		Promoter - E-Voting				2	781		
		Promoter - Poll at AGM	3294054	3292834	99.963	3292834	0	100.000	-
		Promoetr - Ballot by Post	ACTUAL NAME OF		-	5252054	-	100.000	·
		Total (A)	3,294,054	3,292,834	99.963	3,292,834	0-	100.000	(2)
	Re-appointment of Justice	Public - Institutions - E-Voting	2274483	1689628	74.286	1688812	816	99.952	0.048
	Smt.Chitra Venkatraman,	Public - Institutions - Poll at AGM		-	-	1000012	010	33.332	0.048
	Independent Woman	Public - Institutions - Ballot by Post			20				
	Director. (Special	Total (B)	2,274,483	1,689,628	74.286	1,688,812	816	99.952	0.048
	Resolution)	Public - Non Institutions - E-Voting	5114463	46	0.001	45	1	97.826	2.174
		Public - Non Institutions - Poll at AGM		2190851	42.836	2190851	0	100.000	2.174
		Public - Non Institutions - Ballot by Post			-	-		100.000	
		Total (C)	5,114,463	2,190,897	42.837	2,190,896	1	100.000	0.000
		Total (A+B+C)	10,683,000	7,173,359	67.147	7,172,542	817	99.98861	100000000000000000000000000000000000000
						,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	OI7	55.56601	0.01139
		Promoter - E-Voting	3294054		-	-	-		dulk
		Promoter - Poll at AGM		3292834	99.963	3292834	0	100.000	17
		- A CONTROL OF THE PROPERTY OF						100.000	, A-2.5
		Promoetr - Ballot by Post		120	12	-	-	_	1020
		Total (A)	3,294,054	3,292,834	99.963	3,292,834	-	100,000	
			3,294,054	3,292,834 1689628	99.963 74.286	3,292,834 1689628	-	100.000	
	Confirmation of remuneration	Total (A)	3,294,054			3,292,834 1689628	0	100.000	-
8	Confirmation of remuneration payable to Cost Auditor.	Total (A) Public - Institutions - E-Voting		1689628		Zastrana alla alla successi	0		-
8	The second secon	Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM		1689628		1689628 - -	0 -	100.000	
8	payable to Cost Auditor.	Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM Public - Institutions - Ballot by Post	2274483	1689628 - -	74.286 - - 74.286	1689628 - - - 1,689,628	0 -	100.000 - - 100.000	
8	payable to Cost Auditor.	Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM Public - Institutions - Ballot by Post Total (B)	2274483	1689628 - -	74.286 - -	1689628 - - - 1,689,628 45	- 0 - - - 1	100.000 - - 100.000 97.826	2.174
8	payable to Cost Auditor.	Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM Public - Institutions - Ballot by Post Total (B) Public - Non Institutions - E-Voting	2274483	1689628 - - 1,689,628 46	74.286 - - 74.286 0.001	1689628 - - - 1,689,628	- 0 - - 1 0	100.000 - - 100.000	2.174
8	payable to Cost Auditor.	Total (A) Public - Institutions - E-Voting Public - Institutions - Poll at AGM Public - Institutions - Ballot by Post Total (B) Public - Non Institutions - E-Voting Public - Non Institutions - Poll at AGM	2274483	1689628 - - 1,689,628 46	74.286 - - 74.286 0.001	1689628 - - - 1,689,628 45	- 0 - - - 1 0	100.000 - - 100.000 97.826	2.174



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

Chartered Accountant

July 23, 2019

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 56th (Fifty Sixth) Annual General Meeting of the Equity Shareholders of "Lakshmi Machine Works Limited" held on 22nd July 2019 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 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:

- 1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 14th June, 2019 to vote on the proposed 8 (Eight) Resolutions as mentioned in the Notice of the Annual General Meeting of "Lakshmi Machine Works Limited" (Item No.1 (One) to 8 (Eight) 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. 15th July, 2019 were considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off date is 37137.
- 2. The E-Voting period remained open from 09.00 AM on Friday 19th July, 2019 upto 05.00 PM on Sunday 21st July, 2019.
- 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.

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. The Votes cast through E-Voting were unblocked on 22nd July, 2019 around 6.43 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 for e-voting, sent along with the Notice of the Annual General Meeting dated 20th May, 2019, 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 Physical Ballot Form.
- 7. 4 Ballot Forms involving 1280 shares which were incomplete and / or otherwise defective were treated as invalid.
- 8. One shareholder holding 2475 shares had abstained from voting for resolution item no.1
- 9. I have collated the votes cast through remote e-voting and votes cast through physical ballot forms at the venue, and the same have been furnished hereunder.

	Resolution	Mode		For			Against		
			No.of Members	No.of Votes	% **	No.of Mem bers	No.of Votes	% **	
	Adoption of Annual Financial Statements as on 31st March, 2019.	E-Voting	54	1687198	99.99994	1	1	0.00006	
1		Ballot form at the AGM venue	80	5483685	100.00000	0	0	0.00000	
	(Ordinary Resolution)	Total	134	7170883	99.99999	1	1	0.00001	
		E-Voting	55	1689673	99.99994	1	1	0.00006	
2	Declaration of Dividend for the financial year 2018-19. (Ordinary Resolution)	Ballot form at the AGM venue	80	5483685	100.00000	0	0	0.00000	
		Total	135	7173358	99.99999	1	1	0.00001	
	Re-appointment of Sri.K.Soundhar Rajhan, Director retiring by rotation (Ordinary Resolution)	E-Voting	55	1689673	99.99994	1	1	0.00006	
3		Ballot form at the AGM venue	80	5483685	100.00000	0	0	0.00000	
		Total	135	7173358	99.99999	1	1	0.00001	
	Continuation of payment of remuneration to Sri.Sanjay Jayavarthanavelu, Managing Director (Promoter) as per new requirements of SEBI	E-Voting	52	1687727	99.88477	4	1947	0.11523	
4		Ballot form at the AGM venue	80	5483685	100.00000	0	0	0.00000	
	(LODR). (Special Resolution)	Total	132	7171412	99.97286	4	1947	0.02714	

	Re-appointment of Sri.Aditya Himatsingka, Independent Director. (Special Resolution)	E-Voting	54	1689663	99.99935	2	11	0.00065
5		Ballot form at the AGM venue	80	5483685	100.00000	0	.0	0.00000
		Total	134	7173348	99.99985	2	11	0.00015
	Re-appointment of Dr.	E-Voting	51	1687717	99.88418	5	1957	0.11582
6	Mukund Govind Rajan, Independent Director (Special Resolution)	Ballot form at the AGM venue	80	5483685	100.00000	, 0	0	0.00000
		Total	131	7171402	99.97272	5	1957	0.02728
	Re-appointment of Justice Smt.Chitra Venkatraman, Independent Woman Director.	E-Voting	54	1688857	99.95165	- 2	817	0.04835
7		Ballot form at the AGM venue	80	5483685	100.00000	0	0	0.00000
·	(Special Resolution)	Total	134	7172542	99.98861	2	817	0.01139
	Confirmation of	E-Voting	55	1689673	99.99994	1	1	0.00006
8	remuneration payable to Cost Auditor. (Ordinary Resolution)	Ballot form at the AGM venue	80	5483685	100.00000	0	0	0.00000
		Total	135	7173358	99.99999	1	. 1	0.00001

10. 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 56th 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., Ghartered Accountant Membership No: 20432 For LAKSHMI MACHINE WORKS LIMITED

SANJAY JAYAVARTHANAVELU
CHAIRMAN AND MANAGING DIRECTOR

DIN: 00004505