



L.G. BALAKRISHNAN & BROS LIMITED

Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI 400 001	The National Stock Exchange of India Limited “Exchange Plaza” Bandra Kurla Complex Bandra (E) Mumbai – 400 051
--	--

LGB/SEC/STK-2018

09.06.2018

Dear Sirs,

SUB: Declaration of the result of Postal Ballot

We wish to inform you that Mr.M.D.Selvaraj, FCS of MDS & Associates, Company Secretaries, appointed by the Board of Directors as Scrutinizer, for carrying out the postal ballot process in a fair and transparent manner, has submitted his report on the postal ballot / e-voting. Based on the Scrutinizer's Report, the result of Postal Ballot was declared on 09th June, 2018 at the registered office of the Company.

We enclosed herewith the Result of Postal Ballot declared on 09th June, 2018 along with a copy of Scrutinizer's Report dated 08th June, 2018 for your perusal.

Please take the same on your record.

Thanking You,
Yours Faithfully,
For L.G.BALAKRISHNAN & BROS LIMITED

B.VIJAYAKUMAR
CHAIRMAN CUM MANAGING DIRECTOR





L.G. BALAKRISHNAN & BROS LIMITED

DECLARATION OF RESULTS OF THE VOTING ON RESOLUTIONS SET OUT IN THE POSTAL BALLOT NOTICE DATED 28TH APRIL 2018

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the members the facility to vote by postal ballot and remote e-voting facilities vide Postal Ballot Notice dated 28th April 2018. Members have voted through remote e-voting and Postal Ballot from 9th May 2018 to 7th June 2018.

The Board of Directors had appointed Mr. M D Selvaraj, FCS of MDS & Associates, Company Secretaries, Coimbatore, as scrutinizer to scrutinize the votes cast through remote e-voting and Postal Ballot. The Scrutinizer prepared and submitted the Consolidated Scrutinizer's Report on the remote e-voting and Postal Ballot on 8th June 2018 in terms of the Rule 20 of the Companies (Management and Administration) Rules, 2014.

Based on the Scrutinizer's Consolidated Report dated 8th June 2018, I hereby declare that Resolution contained in the Company's Postal Ballot Notice dated 28th April 2018 has been duly passed on 7th June 2018, being the last date of voting.

Sl No	Brief description of the Resolution	Number of Shares/Votes in favour (Assent) & %	Number of Shares/Votes against (Dissent) & %	Passed as
1	Issue of bonus equity shares pursuant to section 63 of the Companies Act, 2013 read with relevant Rules made thereunder and Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009	98,93,288 (99.87%)	12,565 (0.13%)	Special Resolution

Place : Coimbatore

Date : 09.06.2018

For L.G.BALAKRISHNAN & BROS LIMITED

B.VIJAYAKUMAR
CHAIRMAN CUM MANAGING DIRECTOR





MDS & Associates
Company Secretaries in Practice

M.D.Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028

Phone 0422-2318780, 2316755. Fax : 0422-2314792, E-mail : mds@mdsservices.in. Web www.mdsservices.in

SCRUTINIZER'S REPORT FOR POSTAL BALLOT AND REMOTE E-VOTING
(Pursuant to Section(s) 108 and 110 of the Companies Act, 2013 read with Rule 20
and 22 of the Companies (Management and Administration) Rules, 2014 - as
amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015)

Date: 8th June 2018

To
The Chairman and Managing Director
M/s. L G BALAKRISHNAN & BROS LIMITED
CIN : L29191TZ1956PLC000257
6/16/13, Krishnarayapuram Road
Ganapathy, Coimbatore - 641 006
Tamil Nadu

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot and Remote E-voting conducted
pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013
("the Act") read with Rule 20 & 22 of the Companies (Management and
Administration) Rules, 2014 - as amended and Regulation 44 of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015

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. L.G. BALAKRISHNAN & BROS LIMITED** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and to scrutinize the Postal Ballot forms received from the shareholders in a fair and transparent manner and for ascertaining the requisite majority on the Remote E-voting and Postal Ballot carried out in accordance with the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Special Resolution as set out in the Postal ballot Notice dated 28th April 2018.



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 Postal Ballot and electronic means on the Resolution as set out in the Postal ballot Notice dated 28th April 2018.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot and Remote E-voting process is restricted to the preparation of the Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution as set out in the Postal ballot Notice dated 28th April 2018, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing remote e-voting facilities and of the Postal Ballot forms received up to 5:00 P:M on Thursday, 7th June 2018.

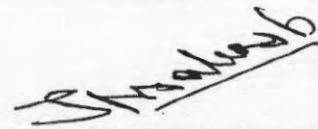
Further in addition to the above, I submit my report as under:

- The Company has on Tuesday, 8th May, 2018 (i) completed dispatch by Registered Post of the Postal Ballot Notice and Ballot Form along with postage prepaid business reply envelope to its members, whose names appeared in the Register of Members as on Friday, 4th May 2018, and who had not registered their email ID with the Company/Depositories; (ii) sent electronic mail, of Postal Ballot Notice and ballot form to its Members, whose names appeared in the Register of Members as on Friday, 4th May 2018, and who had registered their email ID with the Company/ Depositories.
- The shareholders of the Company holding shares as on the "cut-off" date of Friday 4th May 2018 were entitled to vote on the proposed resolution as set out in Item Nos. 1 of the Postal ballot Notice.
- The Remote e-voting period remained open from Wednesday, 9th May 2018, 9:00 A:M to Thursday, 7th June 2018, 5:00 P:M. 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. 4th May 2018 were entitled to vote on the resolution set out in the Notice of Postal Ballot.



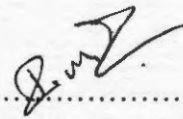
- The Postal Ballot Forms received upto 5:00 P:M on Thursday, 7th June 2018 were considered valid for scrutiny. The Postal Ballot Forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- The e-voting module of CDSL was disabled on Thursday, 7th June 2018 at 5:00 P:M and I, as the Scrutinizer, unblocked the votes cast, on Thursday, 7th June 2018 at 5:07 P:M in the presence of Mr. Jayaprakash C (the undersigned as Witness No.1) and Mrs. I.Roseline (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.

Witness No.1



Name: Mr. Jayaprakash C

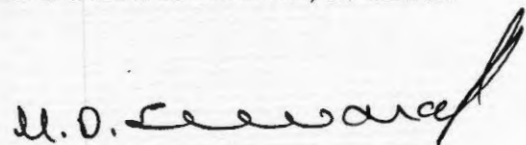
Witness No.2



Name: Mrs. I. Roseline

- I have scrutinized the postal ballot papers and remote e-voting and votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 - as amended.

I now hereby submit my Consolidated Report on the Result of the Postal ballot together with that of the remote e-voting in respect of the said Resolution, as under:



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



Resolution No: 1

Special Resolution

Approval for issue of bonus equity shares pursuant to 63 of the Companies Act, 2013 read with relevant Rules made thereunder and Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	101	97,73,337	99.87%
Postal Ballot Form	315	1,19,951	100.00%
Total Voting	416	98,93,288	99.87%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	12,565	0.13%
Postal Ballot Form	0	0	0.00%
Total Voting	5	12,565	0.13%

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Postal Ballot Form	18	3,062
Total Voting	18	3,062

Based on the Scrutinizer's Report Resolution No.1 has been Passed with requisite majority and is effective from 7th June 2018.

Yours faithfully,

M. D. Selvaraj

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

