



# L.G. BALAKRISHNAN & BROS LIMITED

31<sup>st</sup> August, 2018

To

Listing Department  
BSE Limited  
25<sup>th</sup> Floor, PJ Towers, Dalal Street  
Mumbai – 400 001

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1 Block G  
BandraKurla Complex, Bandra, East  
Mumbai - 400 051

Dear Sir

**Sub : Submission of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 62<sup>nd</sup> Annual General Meeting of the Company held on 30<sup>th</sup> August, 2018.**

This is to inform that the 62<sup>nd</sup> Annual General Meeting of the Company was duly held on Thursday 30<sup>th</sup> August, 2018 at 10:15 A:M at Ardra Convention Centre, Kaanchan, 9, North Huzur Road, Coimbatore 641 018, Tamilnadu, India and all the resolutions in the notice of the Annual General Meeting dated 31<sup>st</sup> July, 2018 have been duly passed by the shareholders.

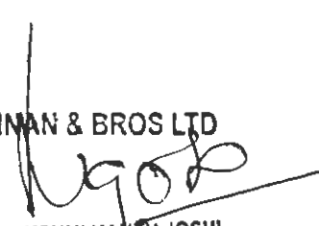
Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the required format, in respect of the Remote E-voting and Poll conducted at the venue of AGM on the resolutions of item no.1 to 7 as per the notice dated 31<sup>st</sup> July, 2018 of the 62<sup>nd</sup> Annual General Meeting of the Company held on 30<sup>th</sup> August, 2018.

A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 62<sup>nd</sup> Annual General Meeting is also attached.

Kindly take the above on record.

Thanking you

Yours faithfully  
For L.G. BALAKRISHNAN & BROS LTD

  
M. LAKSHMI KANTH JOSHI  
General Manager cum Company Secretary  
MEM NO : 14273



## L.G. BALAKRISHNAN & BROS LIMITED

### Declaration of results of the voting on resolution(s) set out in the Notice of the 62<sup>nd</sup> Annual General Meeting of the Company held on 30<sup>th</sup> August, 2018.

The 62<sup>nd</sup> Annual General Meeting of the Company was held on Thursday the 30<sup>th</sup> day of August, 2018 at 10:15 A:M at Ardra Convention Centre, Kaanchan, 9, North Huzur Road, Coimbatore – 641018, Tamil Nadu, India, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 31<sup>st</sup> July, 2018.

Further, pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, through poll at the 62<sup>nd</sup> Annual General Meeting, on the below mentioned resolution(s). Accordingly, the Company has appointed M/s. MDS & Associates, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the remote e-voting and voting through poll in a fair and transparent manner and to ascertain the requisite majority.

The Scrutinizer has submitted his Combined Report on remote e-voting process and voting through poll dated 31<sup>st</sup> August, 2018, which has been attached hereto.

Accordingly, based on the report of the Scrutinizer dated 31<sup>st</sup> August, 2018, it is hereby declared that the Resolution(s) under Item No(s).1 to 7 set out in the Notice dated 31<sup>st</sup> July, 2018, as detailed herein below, have been duly passed by the shareholders.

#### Item No.1 – Ordinary Resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	115	1,96,30,401	--
(b) Less: Invalid Ballot Forms / Abstained	0	0	--
(c) Net Valid Ballot Forms / E-Votes	115	1,96,30,401	100.00
- Assent	114	1,96,30,399	100.00
- Dissent	1	2	Negligible

Accordingly, the above Resolution has been passed as an **Ordinary Resolution** with requisite majority.

Cont.





# L.G. BALAKRISHNAN & BROS LIMITED

(2)

## Item No.2 – Ordinary Resolution

Declaration of Dividend of Rs.4.50 (45%) per equity shares of Rs.10/- each.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	115	1,96,30,401	--
(b) Less: Invalid Ballot Forms / Abstained	0	0	--
(c) Net Valid Ballot Forms / E-Votes	115	1,96,30,401	100.00
- Assent	114	1,96,30,399	100.00
- Dissent	1	2	Negligible

Accordingly, the above Resolution has been passed as an **Ordinary Resolution** with requisite majority.

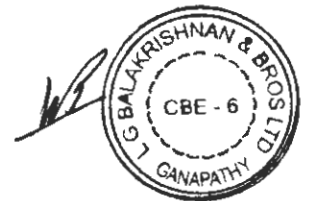
## Item No.3 – Ordinary Resolution

Re-appointment of Sri.V.Rajvirdhan (DIN: 00156787) as a Director on retirement by rotation.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	115	1,96,30,401	--
(b) Less: Invalid Ballot Forms / Abstained	0	0	--
(c) Net Valid Ballot Forms / E-Votes	115	1,96,30,401	100.00
- Assent	112	1,96,28,357	99.99
- Dissent	3	2,044	0.01

Accordingly, the above Resolution has been passed as an **Ordinary Resolution** with requisite majority.

Cont... 3





# L.G. BALAKRISHNAN & BROS LIMITED

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## Item No.4 – Ordinary Resolution

Re-appointment of Sri.S.Sivakumar (DIN: 00016040) as a Director on retirement by rotation.

Particulars	No. of Ballot Forms/E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	115	1,96,30,401	--
(b) Less: Invalid Ballot Forms / Abstained	0	0	--
(c) Net Valid Ballot Forms / E-Votes	115	1,96,30,401	100.00
- Assent	112	1,96,28,357	99.99
- Dissent	3	2,044	0.01

Accordingly, the above Resolution has been passed as an **Ordinary Resolution** with requisite majority.

## Item No.5 – Ordinary Resolution

Continue the appointment of M/s.Suri & Co., Chartered Accounts (Firm Registration No. 004283S) as statutory auditors of the Company till the conclusion of the Annual General Meeting to be held in the year 2022 without ratification at every subsequent Annual General Meeting.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	115	1,96,30,401	--
(b) Less: Invalid Ballot Forms / Abstained	0	0	--
(c) Net Valid Ballot Forms / E-Votes	115	1,96,30,401	100.00
- Assent	114	1,96,30,399	100.00
- Dissent	1	2	Negligible

Accordingly, the above Resolution has been passed as an **Ordinary Resolution** with requisite majority.

Cont...4





# L.G. BALAKRISHNAN & BROS LIMITED

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## Item No.6 – Ordinary Resolution

Ratification of the Appointment and the payment of remuneration to Dr.G.L.Sankaran, (Membership No. 4482), Cost Auditor of the Company for the financial year ending 31st March 2019.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	115	1,96,30,401	--
(b) Less: Invalid Ballot Forms / Abstained	0	0	--
(c) Net Valid Ballot Forms / E-Votes	115	1,96,30,401	100.00
- Assent	113	1,96,30,391	100.00
- Dissent	2	10	Negligible

Accordingly, the above Resolution has been passed as an **Ordinary Resolution** with requisite majority.

## Item No.7 – Ordinary Resolution

Consent for charge from the member in advance an amount equivalent to the estimated actual expenses for delivery of documents through a particular mode of delivery as requested by the shareholder.

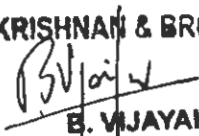
Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	115	1,96,30,401	--
(b) Less: Invalid Ballot Forms / Abstained	0	0	--
(c) Net Valid Ballot Forms / E-Votes	115	1,96,30,401	100.00
- Assent	114	1,96,30,399	100.00
- Dissent	1	2	Negligible

Accordingly, the above Resolution has been passed as an **Ordinary Resolution** with requisite majority.

Date : 31<sup>st</sup> August, 2018

Place : Coimbatore

For L.G. BALAKRISHNAN & BROS LTD

  
**B. VIJAYAKUMAR**  
Chairman cum Managing Director  
DIN NO : 00015583



**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

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL**  
**(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and**  
**Rule 21 of the Companies (Management and Administration) Rules, 2014 - as amended)**

To

The Chairman

62<sup>nd</sup> Annual General Meeting of the Equity Shareholders of

**M/s. L G BALAKRISHNAN & BROS LIMITED**

(L29191TZ1956PLC000257)

Held on Thursday the 30<sup>th</sup> day of August, 2018 at 10:15 A:M at

Ardra Convention Centre, Kaanchan,

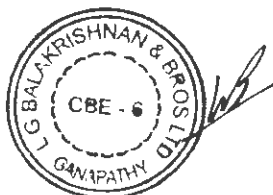
9, North Huzur Road, Coimbatore - 641018,

Tamil Nadu, India.

Dear Sir,

**Sub: Passing of Resolution through Remote E-voting Process and through Poll**  
**conducted at the 62<sup>nd</sup> Annual General Meeting of M/s. L G**  
**BALAKRISHNAN & BROS LIMITED held on 30<sup>th</sup> August 2018.**

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 a Scrutinizer for the remote e-voting process held between Monday, the 27<sup>th</sup> day of August, 2018 at 9:00 A:M to Wednesday, the 29<sup>th</sup> day of August 2018 till 5:00 P:M and for the poll taken at the 62<sup>nd</sup> Annual General Meeting of the Company held on Thursday the 30<sup>th</sup> day of August, 2018 at 10:15 A:M at Ardra Convention Centre, Kaanchan, 9, North Huzur Road, Coimbatore - 641018, Tamil Nadu, India on the Resolution(s) set out under Item No.1 to Item No.7 in the Notice convening the said 62<sup>nd</sup> Annual General Meeting dated 31<sup>st</sup> July 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 remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 62<sup>nd</sup> Annual General Meeting dated 31<sup>st</sup> July 2018.

**Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 62<sup>nd</sup> Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No.1 to Item No.7 in the Notice convening the 62<sup>nd</sup> Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 62<sup>nd</sup> Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 31<sup>st</sup> August, 2018 on the remote e-voting process and also a separate Scrutinizer's Report dated 31<sup>st</sup> August, 2018 in the prescribed Form No.MGT-13 on the Poll taken at the 62<sup>nd</sup> Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



**Ordinary Business****Resolution No: 1****Ordinary resolution**

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

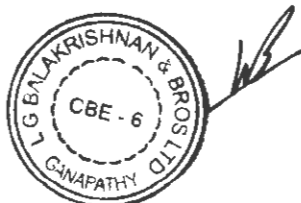
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	73	1,96,02,371	100.00
Poll	41	28,028	100.00
<b>Total Voting</b>	<b>114</b>	<b>1,96,30,399</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	2	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>





Ordinary BusinessResolution No: 2Ordinary resolution

Declaration of Dividend of Rs.4.50 (45%) per equity shares of Rs.10/- each.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

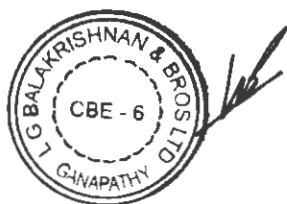
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	73	1,96,02,371	100.00
Poll	41	28,028	100.00
<b>Total Voting</b>	<b>114</b>	<b>1,96,30,399</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	2	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



Ordinary BusinessResolution No: 3Ordinary resolution

Re-appointment of Sri.V.Rajvirdhan (DIN: 00156787) as a Director on retirement by rotation.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

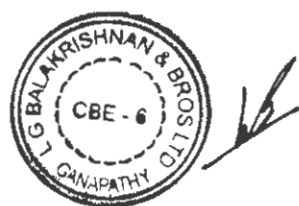
<b>Mode of Voting</b>	<b>Number of Members Voted through electronic means and Poll</b>	<b>Number of votes cast</b>	<b>Percentage of Total Number of valid votes cast</b>
<b>E-Voting</b>	71	1,96,00,329	99.99
<b>Poll</b>	41	28,028	100.00
<b>Total Voting</b>	112	1,96,28,357	99.99

**VOTES CAST AGAINST THE RESOLUTION**

<b>Mode of Voting</b>	<b>Number of Members Voted through electronic means and Poll</b>	<b>Number of votes cast</b>	<b>Percentage of Total Number of valid votes cast</b>
<b>E-Voting</b>	3	2,044	0.01
<b>Poll</b>	0	0	0.00
<b>Total Voting</b>	3	2,044	0.01

**INVALID VOTES**

<b>Mode of Voting</b>	<b>Number of Members whose votes were declared INVALID</b>	<b>Number of votes cast</b>
<b>E-voting</b>	0	0
<b>Poll</b>	0	0
<b>Total Voting</b>	0	0



**Ordinary Business****Resolution No: 4****Ordinary resolution**

Re-appointment of Sri.S.Sivakumar (DIN: 00016040) as a Director on retirement by rotation.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	71	1,96,00,329	99.99
Poll	41	28,028	100.00
<b>Total Voting</b>	<b>112</b>	<b>1,96,28,357</b>	<b>99.99</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	3	2,044	0.01
Poll	0	0	0.00
<b>Total Voting</b>	<b>3</b>	<b>2,044</b>	<b>0.01</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



**Ordinary Business****Resolution No: 5****Ordinary resolution**

Continue the appointment of M/s.Suri & Co., Chartered Accounts (Firm Registration No. 004283S) as statutory auditors of the Company till the conclusion of the Annual General Meeting to be held in the year 2022 without ratification at every subsequent Annual General Meeting.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

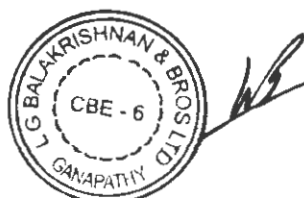
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	73	1,96,02,371	100.00
Poll	41	28,028	100.00
<b>Total Voting</b>	<b>114</b>	<b>1,96,30,399</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	2	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



**Special Business****Resolution No: 6****Ordinary resolution**

Ratification of the Appointment and the payment of remuneration to Dr.G.L.Sankaran, (Membership No. 4482), Cost Auditor of the Company for the financial year ending 31st March 2019.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

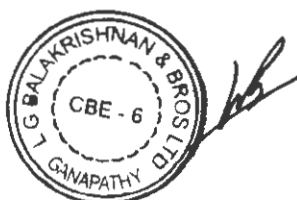
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	72	1,96,02,363	100.00
Poll	41	28,028	100.00
<b>Total Voting</b>	<b>113</b>	<b>1,96,30,391</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	10	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>2</b>	<b>10</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



Special BusinessResolution No: 7**Ordinary resolution**

Consent for charge from the member in advance an amount equivalent to the estimated actual expenses for delivery of documents through a particular mode of delivery as requested by the shareholder.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	73	1,96,02,371	100.00
Poll	41	28,028	100.00
<b>Total Voting</b>	<b>114</b>	<b>1,96,30,399</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	2	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Based on the Scrutinizer's Report Resolution(s) No(s).1 to 7 have been passed with requisite majority

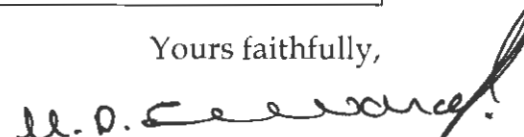
For L.G. BALAKRISHNAN & BROS LTD

  
**B. VIJAYAKUMAR**  
 Chairman cum Managing Director  
 DIN NO : 00015583

Place : Coimbatore

Date : 31<sup>st</sup> August 2018

Yours faithfully,



**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