

**Kovilpatti Lakshmi Roller Flour Mills Limited**

(formerly KLRF Limited)

Regd. Office & Flour Mill  
75/8, Benares cape Road  
Gangaikondan – 627 352

Tirunelveli District

Tamil Nadu

CIN : L15314TN1961PLC004674

Phone : 91 – 462 – 2486532 (4 Lines)

Mobile: 91 – 94433 – 75445

Fax : 91 – 462 - 2486132

E-Mail: [ho@klrf.in](mailto:ho@klrf.in)Web : [www.klrf.in](http://www.klrf.in)

GSTN : 33AAACK6029N1ZF

**Declaration of results of the voting on resolution(s) set out in the Notice of the 57<sup>th</sup> Annual General Meeting of the Company held on 16<sup>th</sup> September, 2019**

The 57<sup>th</sup> Annual General Meeting of the Company was held on Monday the 16<sup>th</sup> day of September, 2019 at 10:00 a:m at 75/8, Benares Cape Road, Gangaikondan – 627352, Tirunelveli District, Tamil Nadu, India, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 29<sup>th</sup> May, 2019.

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 has provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, through poll at the 57<sup>th</sup> Annual General Meeting, on the below mentioned resolution(s). Accordingly, the Company has appointed M D Selvaraj, FCS., Proprietor of M/s.MDS & Associates, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the voting in a fair and transparent manner.

The Scrutinizer has submitted his Combined Report on remote e-voting process and voting through poll dated 17<sup>th</sup> September, 2019, which has been attached hereto.

Accordingly, based on the report of the Scrutinizer dated 17<sup>th</sup> September, 2019, it is hereby declared that the Resolution(s) under Item No(s).1 to 5 set out in the Notice dated 29<sup>th</sup> May 2019, as detailed herein below, have been unanimously passed by the shareholders.

**Item No.1 – Ordinary Resolution**

Adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019 together with the Reports of the Board of Directors and the Auditors thereon.

| Particulars                                | No. of Ballot Forms/<br>E-Votes | No. of Shares | Percentage to valid votes |
|--|---------------------------------|---------------|---------------------------|
| (a) Total Ballot Forms / E- Votes Received | 67                              | 32,00,609     | --                        |
| (b) Less: Invalid Ballot Forms / Abstained | 1                               | 100           | --                        |
| (c) Net Valid Ballot Forms / E-Votes       | 66                              | 32,00,509     | 100.00                    |
| - Assent                                   | 66                              | 32,00,509     | 100.00                    |
| - Dissent                                  | --                              | --            | --                        |

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

**Item No.2 – Ordinary Resolution**

Re-appointment of Mr. Sudarsan Varadaraj (DIN: 00133533) as a Director on retirement by rotation.

| Particulars                                | No. of Ballot Forms/<br>E-Votes | No. of Shares | Percentage to valid votes |
|--|---------------------------------|---------------|---------------------------|
| (a) Total Ballot Forms / E- Votes Received | 67                              | 32,00,609     | --                        |
| (b) Less: Invalid Ballot Forms / Abstained | 1                               | 100           | --                        |
| (c) Net Valid Ballot Forms / E-Votes       | 66                              | 32,00,509     | 100.00                    |
| - Assent                                   | 66                              | 32,00,509     | 100.00                    |
| - Dissent                                  | --                              | --            | --                        |

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

**Item No.3 – Ordinary Resolution**

Appointment of and the payment of remuneration to M/s. VKS Aiyer & Co., Chartered Accountants, Coimbatore (Registration No.000066S), Branch Auditor of the Company for the financial year 2019-20.

| Particulars                                | No. of Ballot Forms/<br>E-Votes | No. of Shares | Percentage to valid votes |
|--|---------------------------------|---------------|---------------------------|
| (a) Total Ballot Forms / E- Votes Received | 67                              | 32,00,609     | --                        |
| (b) Less: Invalid Ballot Forms / Abstained | 1                               | 100           | --                        |
| (c) Net Valid Ballot Forms / E-Votes       | 66                              | 32,00,509     | 100.00                    |
| - Assent                                   | 66                              | 32,00,509     | 100.00                    |
| - Dissent                                  | --                              | --            | --                        |

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

**Item No.4 – Ordinary Resolution**

Ratification of the payment of remuneration to M/s. P Mohan Kumar & Co., Cost Accountant (Membership Number.18692), Cost Auditor of the Company for the financial year 2019-20.

| Particulars                                | No. of Ballot Forms/ E-Votes | No. of Shares | Percentage to valid votes |
|--|------------------------------|---------------|---------------------------|
| (a) Total Ballot Forms / E- Votes Received | 67                           | 32,00,609     | --                        |
| (b) Less: Invalid Ballot Forms / Abstained | 1                            | 100           | --                        |
| (c) Net Valid Ballot Forms / E-Votes       | 66                           | 32,00,509     | 100.00                    |
| - Assent                                   | 66                           | 32,00,509     | 100.00                    |
| - Dissent                                  | --                           | --            | --                        |

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

**Item No. 5 – Special Resolution**

Re-appointment of Mr. K. Gnanasekaran (DIN: 00133645) as an Independent Director of the Company for a second term of five consecutive years w.e.f 18<sup>th</sup> September, 2019.

| Particulars                                | No. of Ballot Forms/ E-Votes | No. of Shares | Percentage to valid votes |
|--|------------------------------|---------------|---------------------------|
| (a) Total Ballot Forms / E- Votes Received | 67                           | 32,00,609     | --                        |
| (b) Less: Invalid Ballot Forms / Abstained | 1                            | 100           | --                        |
| (c) Net Valid Ballot Forms / E-Votes       | 66                           | 32,00,509     | 100.00                    |
| - Assent                                   | 66                           | 32,00,509     | 100.00                    |
| - Dissent                                  | --                           | --            | --                        |

Accordingly, the above Resolution has been unanimously passed as a **Special Resolution**.

For Kovilpatti Lakshmi Roller Flour Mills Limited

  
Suresh Jagannathan  
Managing Director  
DIN : 00011326

Date : 17.09.2019  
Place : Gangaikondan



*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

57<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**M/s. KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED**

(Formerly known as "KLRF Limited")

(CIN: L15314TN1961PLC004674)

Held on Monday the 16<sup>th</sup> day of September, 2019 at 10:00 a:m at 75/8, Benares Cape  
Road, Gangaikondan - 627352, Tamil Nadu, India

Dear Sir,

**Sub: Passing of Resolution through Remote E-voting Process and through Poll**  
**conducted at the 57<sup>th</sup> Annual General Meeting of M/s. Kovilpatti Lakshmi**  
**Roller Flour Mills Limited (formerly "KLRF Limited") held on 16<sup>th</sup>**  
**September, 2019**

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. KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED** (formerly "KLRF Limited") ("the Company") as the Scrutinizer for the remote e-voting process held between Friday the 13<sup>th</sup> day of September, 2019 at 9:00 A:M and ended on Sunday the 15<sup>th</sup> day of September, 2019 at 5:00 P:M and for the poll taken at the 57<sup>th</sup> Annual General Meeting of the Company held on Monday the 16<sup>th</sup> day of September, 2019 at 10:00 a:m at 75/8, Benares Cape Road, Gangaikondan - 627352, Tirunelveli District, Tamil Nadu, India, on the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the said 57<sup>th</sup> Annual General Meeting dated 29<sup>th</sup> May, 2019.



**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 57<sup>th</sup> Annual General Meeting dated 29<sup>th</sup> May, 2019.

**Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 57<sup>th</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(s).1 to 5 in the Notice convening the 57<sup>th</sup> Annual General Meeting, based on the reports generated from the e-voting portal provided by M/s. Link Intime Private Limited ( LI IPL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 57<sup>th</sup> Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 17<sup>th</sup> September, 2019 on the remote e-voting process and also a separate Scrutinizer's Report dated 17<sup>th</sup> September, 2019 in the prescribed Form No.MGT-13 on the Poll taken at the 57<sup>th</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 for the financial year ended 31<sup>st</sup> March 2019 together with the Reports of the Board of Directors and the Auditors thereon.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

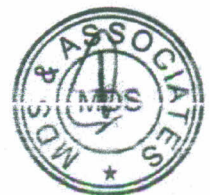
| <b>Mode of Voting</b> | <b>Number of Members Voted through electronic means and Poll</b> | <b>Number of votes cast</b> | <b>Percentage of Total Number of valid votes cast</b> |
|-----------------------|--|-----------------------------|---|
| <b>E-Voting</b>       | 61   | 31,77,327                   | 100.00  |
| <b>Poll</b>           | 5  | 23,182                      | 100.00  |
| <b>Total Voting</b>   | 66   | 32,00,509                   | 100.00  |

**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>       | 0  | 0                           | 0   |
| <b>Poll</b>           | 0  | 0                           | 0   |
| <b>Total Voting</b>   | 0  | 0                           | 0   |

**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>           | 1  | 100                         |
| <b>Total Voting</b>   | 1  | 100                         |



**Ordinary Business**

**Resolution No: 2**

**Ordinary resolution**

Re-appointment of Mr. Sudarsan Varadaraj (DIN: 00133533) 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>       | 61   | 31,77,327                   | 100.00  |
| <b>Poll</b>           | 5  | 23,182                      | 100.00  |
| <b>Total Voting</b>   | 66   | 32,00,509                   | 100.00  |

**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>       | 0  | 0                           | 0   |
| <b>Poll</b>           | 0  | 0                           | 0   |
| <b>Total Voting</b>   | 0  | 0                           | 0   |

**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>           | 1  | 100                         |
| <b>Total Voting</b>   | 1  | 100                         |



**Special Business**

**Resolution No: 3**

**Ordinary resolution**

Appointment of and the payment of remuneration to M/s. VKS Aiyer & Co., Chartered Accountants, Coimbatore (Registration No.0000665), Branch Auditor of the Company for the financial year 2019-20.

**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            | 61  | 31,77,327            | 100.00   |
| Poll                | 5   | 23,182               | 100.00   |
| <b>Total Voting</b> | <b>66</b>   | <b>32,00,509</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            | 0   | 0                    | 0  |
| Poll                | 0   | 0                    | 0  |
| <b>Total Voting</b> | <b>0</b>  | <b>0</b>             | <b>0</b>                                       |

**INVALID VOTES**

| Mode of Voting      | Number of Members whose votes were declared INVALID | Number of votes cast |
|---------------------|---|----------------------|
| E-voting            | 0   | 0                    |
| Poll                | 1   | 100                  |
| <b>Total Voting</b> | <b>1</b>  | <b>100</b>           |





**Special Business**

**Resolution No: 4**

**Ordinary resolution**

Ratification of the payment of remuneration to M/s. P Mohan Kumar & Co., Cost Accountant (Membership Number.18692), Cost Auditor of the Company for the financial year 2019-20

**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>       | 61   | 31,77,327                   | 100.00  |
| <b>Poll</b>           | 5  | 23,182                      | 100.00  |
| <b>Total Voting</b>   | 66   | 32,00,509                   | 100.00  |

**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>       | 0  | 0                           | 0   |
| <b>Poll</b>           | 0  | 0                           | 0   |
| <b>Total Voting</b>   | 0  | 0                           | 0   |

**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>           | 1  | 100                         |
| <b>Total Voting</b>   | 1  | 100                         |



**Special Business****Resolution No: 5****Special resolution**

Re-appointment of Mr. K. Gnanasekaran (DIN: 00133645) as an Independent Director of the Company for a second term of five consecutive years w.e.f 18<sup>th</sup> September, 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            | 61  | 31,77,327            | 100.00   |
| Poll                | 5   | 23,182               | 100.00   |
| <b>Total Voting</b> | <b>66</b>   | <b>32,00,509</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            | 0   | 0                    | 0  |
| Poll                | 0   | 0                    | 0  |
| <b>Total Voting</b> | <b>0</b>  | <b>0</b>             | <b>0</b>                                       |

**INVALID VOTES**

| Mode of Voting      | Number of Members whose votes were declared INVALID | Number of votes cast |
|---------------------|---|----------------------|
| E-voting            | 0   | 0                    |
| Poll                | 1   | 100                  |
| <b>Total Voting</b> | <b>1</b>  | <b>100</b>           |

Place : Coimbatore

Date : 17<sup>th</sup> September, 2019

Based on the Scrutinizer's Report  
Resolution(s) No(s).1 to 5 have been  
Passed unanimously

For Kovilpatti Lakshmi Roller Flour Mills Limited

  
Suresh Jagannathan  
Managing Director  
DIN : 00011326

Yours faithfully



**MDS & ASSOCIATES**  
Prop : M.D.SELVARAJ M.Com. M.F.CS.  
COMPANY SECRETARY IN PRACTICE  
FCS - 960, CP - 411  
'SURYA' 35, MAYFLOWER AVENUE  
SOWRIPALAYAM ROAD, COIMBATORE - 641 028