

## KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED

(formerly KLRF Limited)

Regd.Office & Flour Mill  
75/8, Benares cape Road  
Gangaikondan - 627352  
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

FN/SEC/BSE/2021 -22

2<sup>nd</sup> August, 2021

BSE Limited  
BSE's Corporate Relationship Department  
First Floor, New Trading Ring  
Rotunda Building, P. J.Towers  
Dalal Street, Mumbai - 400001.

Dear Sir, **Script Code : 507598 Script ID "KLRFM"**

Sub : Submission of Notice of the 59<sup>th</sup> Annual General Meeting of the Company

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we submit herewith the Notice of the 59<sup>th</sup> Annual General Meeting of the Company to be held on Friday the 27<sup>th</sup> August, 2021 at 9:15 a.m., (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

The said Notice is also available on the Company's website.

We request you to kindly take the same on record and update your records.

Thanking you,

Yours faithfully,

For Kovilpatti Lakshmi Roller Flour Mills Limited

  
S. Piramuthu  
Company Secretary

# **KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED**

(Formerly KLRFL Limited)

## **NOTICE OF 59TH ANNUAL GENERAL MEETING**

Notice is hereby given that the Fifty Nineth (59<sup>th</sup>) Annual General Meeting of the Shareholders of Kovilpatti Lakshmi Roller Flour Mills Limited (formerly "KLRFL Limited") will be held on Friday the 27<sup>th</sup> August, 2021 at 09:15 a.m., Indian Standard Time (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") without the physical presence of shareholders at a common venue to transact the following business;

### **AGENDA**

#### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the company for the year ended 31<sup>st</sup> March, 2021 including audited Balance Sheet as at 31<sup>st</sup> March, 2021, Statement of Profit and Loss and Cash Flow Statement and statement of changes in Equity for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To declare a dividend.
3. To appoint a director in the place of Mr.R.Kannan (DIN : 00951451) who retires by rotation and being eligible, offers himself for re-appointment.

#### **SPECIAL BUSINESS**

##### **4. To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution.**

"RESOLVED THAT pursuant to Section 139, 142 and 143 (8) of the Companies Act, 2013 M/s VKS Aiyer & Co Chartered Accountants, Coimbatore (Firm Registration No.000066S) be and are hereby re-appointed as Branch Auditors of the company to hold office from the conclusion of this 59<sup>th</sup> Annual General Meeting upto the conclusion of the next 60<sup>th</sup> Annual General Meeting to audit the books of accounts of the engineering division of the company for the financial year 2021 - 22 on a remuneration of ₹ 7,15,680/- (Rupees seven lakhs fifteen thousand six hundred and eighty only) excluding applicable taxes and out of pocket expenses incurred in connection with the audit.

##### **5. To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution**

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the re-appointment of M/s P. Mohankumar & Co., (Membership Number 18692 / FRN 100490), Cost Accountants, Coimbatore, as Cost Auditor by the Board of Directors to audit the cost records of the engineering division of the company for the financial year 2021-22, on a remuneration of ₹ 72,800/- (Rupees seventy two thousand eight hundred only) plus applicable tax and out of pocket expenses that may be incurred during the course of audit, be and is hereby ratified and approved.

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RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**Statement pursuant under Section 102 of the Companies Act, 2013**

**Item No.4**

As per Section 143 (8) of the Companies Act, 2013, Branch Auditor is required to be appointed at the Annual General Meeting. Accordingly, Branch Auditor is being appointed at every Annual General Meeting for the respective financial year to audit the accounts of the engineering division of the company.

The ordinary resolution set out in Item No.4 of the Notice seeks the approval of the members to re-appoint M/s VKS Aiyer & Co Chartered Accountants, Coimbatore (Firm Registration No. 000066S) as the Branch Auditors to audit the accounts of the engineering division of the company for the financial year 2021-22 on the remuneration as set out therein. Your Directors recommend the passing of this resolution.

None of the Directors, Key Managerial Personnel of the company or their relatives are in any way concerned or interested, financially or otherwise in the resolution set out in Item No.4 of the Notice.

**Item No.5**

The Board of Directors, based on the recommendation of the Audit Committee, has approved the re-appointment of M/s P. Mohankumar & Co., Cost Accountant, as Cost Auditor to conduct the audit of the cost records of the engineering division of the company for the financial year 2021-22 and the remuneration payable to him. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the company. Accordingly, the approval of the Members is sought by way of an ordinary resolution as set out at Item No.5 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year 2021-22. Your Directors recommend the passing of this resolution.

None of the Directors, Key Managerial Personnel, or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.5 of the Notice.

**Notes:**

- 1. In view of the continuing Covid-19 pandemic, social distancing norms to be followed and the continuing restriction on movement of persons at several places in the country, the Ministry of Corporate Affairs("MCA") has vide its Circular No.2/2021 dated 13.01.2021 read with Circular No.20/2020 dated 05.05.2020,Circular No. 14/2020 dated 08.04.2020 and Circular No.17/2020 dated 13.04.2020 (collectively referred to as "MCA Circulars") and the SEBI Circular No.SEBI/ HO/CFD/ CMD1/ CIR/P/ 2020/79**

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dated 12.05.2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 permitted the conduct of the 59<sup>th</sup> Annual General Meeting (“AGM”) through Video Conferencing (VC)/Other Audio Visual Means(OAVM), without the physical presence of the Members at a common venue. The deemed venue for the 59<sup>th</sup> AGM shall be the Registered Office of the company situated at 75/8, Benares Cape Road, Gangaikondan-627352, Tirunelveli.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his /her behalf and the proxy need not be a Member of the company. Since this 59<sup>th</sup> AGM is being held pursuant to the MCA Circulars through VC / OAVM, the physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the 59<sup>th</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Members may note that M/s Arun & Co., Chartered Accountants (Firm Registration No.014464S) were appointed as Statutory Auditors of the company at the 55<sup>th</sup> Annual General Meeting (AGM) held on 15<sup>th</sup> September, 2017, to hold their office for a period of 5 consecutive years till the conclusion of the 60<sup>th</sup> AGM to be held during the year 2022, subject to ratification by the shareholders at every AGM, if so required under the Act. However, the Ministry of Corporate Affairs vide notification dated 7<sup>th</sup> May, 2018 had amended Section 139 of the Companies Act, 2013 by omitting the requirement of seeking ratification of the members for appointment of statutory auditors at every AGM. Hence, no resolution is being proposed for ratification of the appointment of Statutory Auditors at this 59<sup>th</sup> Annual General Meeting.
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to mds@mdsassociates.in with a copy marked to the email address of the company at cosec@klrf.in
5. The Register of Members and share transfer books of the company will remain closed from Saturday, 21<sup>st</sup> August, 2021 to Friday 27<sup>th</sup> August, 2021 (both days inclusive) as per Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 91 of the Companies Act, 2013.
6. Dividend as recommended by the Board of Directors, if declared at the Annual General Meeting will be paid within 30 days from the date of declaration to those Members whose names appear on the Register of Members in respect of shares held in

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physical form as well as in respect of shares held in electronic form as per the details received from the depositories for this purpose as at the close of the business hours on Friday, 20<sup>th</sup> August, 2021.

7. Members are advised to utilize the National Electronic Clearing System (NECS) for receiving dividends. Members holding shares in electronic form are requested to contact their respective Depository Participants for availing NECS facility. Members holding shares in physical form are requested to download the ECS form from the website of the Company viz., [www.klrf.in](http://www.klrf.in) and the same, duly filled and signed along with original cancelled cheque leaf may be sent to the Company or to the Registrar and Share Transfer Agent.
8. Details of the Director seeking re-appointment at the 59<sup>th</sup> Annual General Meeting as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standards on General Meetings (SS-2) is annexed and forms a part of this notice.
9. Members whose shareholding is in the electronic mode are requested to update their bank account details (Bank Account No., name of the Bank, Branch, IFSC code, MICR code and place with PIN Code) to their respective Depository Participants. Members whose shareholding is in the physical mode are requested to direct the above details to the company or to Link Intime India Private Limited, the RTA. Regular updation of bank particulars is intended to prevent fraudulent encashment of dividend warrants, as and when dividend is declared.
10. The company has entered into agreements with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"). The Depository System envisages the elimination of several problems involved in the scrip-based system such as bad deliveries, fraudulent transfers, fake certificates, thefts in postal transit, delay in transfers, mutilation of share certificates, etc. Simultaneously, Depository System offers several advantages like elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc. Members, therefore, now have the option of holdings and dealing in the shares of the company in electronic form through NSDL or CDSL. Members are encouraged to convert their holding to electronic mode.
11. Securities and Exchange Board of India ("SEBI") has mandated that the transfer of securities held in physical form, except in case of transmission or transposition, shall not be processed by the Company / its Registrars and Share Transfer Agents with effect from 1<sup>st</sup> April, 2019. Therefore, the members, who are holding share(s) in physical form, are requested to immediately dematerialize their shareholding in the company. Necessary prior intimation in this regard has already been provided to the shareholders.

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12. a) Members are requested to notify immediately any change of address:
- i. to their Depository Participants ("DPs") in respect of the shares held in electronic form, and
  - ii. to the company or its RTA, in respect to the shares held in physical form together with a proof of address viz, Aadhar/Electricity Bill/Telephone Bill/ Ration Card/ Voter ID Card/ Passport etc.
- b) In case the registered mailing address is without the Postal Identification Number Code ("PINCODE"), Members are requested to kindly inform their PINCODE immediately to the Company / RTA/DPs.
13. Non-Resident Indian("NRI") Members are requested to inform the company or its RTA or to the concerned Depository Participants, as the case may be, immediately:
- a. the change in the residential status on return to India for permanent settlement;(or)
  - b. the particulars of the NRE/NRO Account with a Bank in India, if not furnished earlier.
14. As per the provisions of Section 72 of the Act, the facility for making nominations is now available to individuals holding shares in the company. Members holding shares in physical form may obtain the Nomination Form from the RTA of the company or can download the form from the company's website namely [www.klrf.in](http://www.klrf.in). Members holding shares in electronic form must approach their Depository Participant(s) for completing the nomination formalities.
15. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company Secretary of the company or its RTA, namely, M/s Link Intime India Private Limited (LIPL), 35, May Flower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore-641028, Tamil Nadu, by quoting the Folio number or the Client ID number with DP ID number.
16. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the company will be entitled to vote at the AGM.
17. A member who needs any clarification on accounts or operations of the company shall write to the Company Secretary, so as to reach him at least 7 days before the meeting. The same will be replied by the company suitably.
18. Members who have not encashed the dividend warrant(s) in relation to the financial year 2016-17 are requested to send their claim with a cancelled cheque containing name of the shareholder (for their Bank details) immediately to the Company/Registrar and

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Transfer Agent (RTA) for receiving the amounts through electronic channels such as RTGS/ NEFT in lieu thereof. Members are requested to note that pursuant to Section 124 of the Companies Act, 2013 dividends not claimed within seven years from the date of transfer to the company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government under Section 125 of the Companies Act, 2013. The details of unclaimed dividend can be viewed on the company's website [www.klrf.in](http://www.klrf.in). As per the provisions of Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules 2016, the company will be transferring the share(s), in respect of which the beneficial owner has not encashed any dividend during the last seven years, to the IEPF demat account as identified by the IEPF Authority. Details of shareholders whose shares has already been transferred / are liable to be transferred to IEPF are available at the company's website: [www.klrf.in](http://www.klrf.in). The shareholders whose unclaimed dividend/share has been transferred to the 'Investor Education and Protection Fund', may claim the same from IEPF authority by filing Form IEPF-5 along with requisite documents.

19. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the 59<sup>th</sup> AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ RTA/ Depositories. Members may note that the physical copy of the Annual Report will not be sent. Members may note that the Notice and Annual Report 2020-21 will also be made available on the company's website [www.klrf.in](http://www.klrf.in), website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of Link Intime India Private Limited <https://instavote.linkintime.co.in>. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
20. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
21. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of Shareholders with effect from 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to Shareholders at the prescribed rates. For the prescribed rates for various categories, the Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof.

Detailed communication regarding the prescribed TDS rates for various categories, conditions for Nil/ preferential TDS and details / documents required thereof are being sent to the members. Members are requested to submit the documents as stated in the communication online by clicking on the following link <https://linkintime.co.in/formsreg/submission-ofform-15g-15h.html> on or before 27<sup>th</sup> August, 2021.

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22. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
23. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant(s) with whom they are maintaining their demat account(s). Members holding shares in physical form can submit their PAN details to the Company or RTA.
24. Registration of email ID and Bank Account details: In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/ Depositories, login details for e-voting are being sent to the registered email address. In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and / or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:
- (i) Kindly login to the website of our RTA, Link Intime India Private Ltd., [www.linkintime.co.in](http://www.linkintime.co.in) under Investor Services>Email/Bank detail Registration-fill in the details and upload the required documents and submit. OR
  - (ii) In the case of Shares held in Demat mode: The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
25. Members holding shares in electronic form may please note that as per the regulations of Securities Exchange Board of India (SEBI), National Security Depository Services Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the company is obliged to print the bank details on the dividend warrants as furnished by these depositories to the company and the company cannot entertain any request for deletion/change of Bank details already printed on dividend warrants as per the information received from the concerned depositories. In this regard, Members should contact their Depository Participants (DP) and furnish particulars of any changes desired by them.
26. As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register/update their e-mail address with the Company / RTA in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in electronic form in order to enable the company to serve documents in electronic mode.
27. Soft copies of the Register of Directors and Key Managerial Personal and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members during the AGM.



28. Voting through electronic means:

- a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is pleased to provide its members the facility to exercise their right to vote at the 59<sup>th</sup> Annual General Meeting (AGM) by electronic means and all the business as set out in the said notice may be transacted through e-voting services provided by Link Intime India Private Limited(LIPL).
- b) Any person, who acquires shares of the company and becomes Member of the company after dispatch of Annual General Meeting Notice and holding shares as of the cut-off date, i.e. Friday 20<sup>th</sup> August, 2021, may refer to this Notice of the Annual General Meeting, posted on company's website [www.klrf.in](http://www.klrf.in) for detailed procedure with regard to remote e-voting. Any person who ceases to be the member of the company as on the cut-off date and is in receipt of this Notice, shall treat this Notice for information purpose only.
- c) The Members who have cast their vote by remote e-voting may attend the meeting but shall not be entitled to cast their vote again.
- d) The instructions for members for voting electronically are as under:-
  - I. The voting period begins on Tuesday, 24<sup>th</sup> August, 2021 at 9:00 AM and ends on Thursday, 26<sup>th</sup> August, 2021 at 5:00 PM.
  - II. During this period, the shareholders of the company, holding shares either in physical form or in dematerialized form, as on Friday, 20<sup>th</sup> August, 2021 (the cut-off date), may cast their vote electronically. The e-voting module shall be disabled by LIPL for voting thereafter.

Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post 9<sup>th</sup> June, 2021.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

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Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

| Type of shareholders   | Login Method  |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | <ul style="list-style-type: none"><li>• If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password.</li><li>• After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>• If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>• Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li></ul> |

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|---|---|
| <p>Individual Shareholders holding securities in demat mode with CDSL</p>   | <ul style="list-style-type: none"><li>• Existing user who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li><li>• After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote.</li><li>• If the user is not registered for Easi / Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/RegistrationEasiRegistration">https://web.cdslindia.com/myeasi/RegistrationEasiRegistration</a></li><li>• Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.</li></ul> |
| <p>Individual Shareholders (holding securities in demat mode) &amp; login through their depository participants</p> | <ul style="list-style-type: none"><li>• You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility.</li><li>• Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li></ul>   |

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Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.

1. Open the internet browser and launch the URL:  
<https://instavote.linkintime.co.in>
- ❖ Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -
  - A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company.
  - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  - C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
  - D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
    - Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
- ❖ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
- ❖ Click "confirm" (Your password is now generated).
2. Click on 'Login' under 'SHARE HOLDER' tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.
4. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
5. E-voting page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
7. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

**Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME, have forgotten the password:**

- ◆ Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- ◆ Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:**

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.
- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**Helpdesk for Individual Shareholders holding securities in demat mode:**

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

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| <b>Login type</b>  | <b>Helpdesk details</b>   |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 224 430                       |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at +91 22 2305 8738 or +91 22 2305 8542-43. |

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.**

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: +91 22 4918 6000.

**Instructions for Shareholders/Members to attend the Annual General Meeting through Insta Meet (VC/OAVM) are as under:**

- Shareholders/ Members are entitled to attend the Annual General Meeting through VC/ OAVM facility as provided by LIPL by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall be opened 30 minutes before the time scheduled for the commencement of the 59<sup>th</sup> Annual General Meeting and will be available to the Members on first come first serve basis.
- Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15(fifteen) minutes from the scheduled time for commencement of the 59<sup>th</sup> Annual General Meeting. Shareholders/Members with > 2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first com first serve basis.

**Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:**

1. Open the internet browser and launch the URL for InstaMeet <<<https://instameet.linkintime.co.in>>> and register with your following details:
  - a. DP ID / Client ID or Beneficiary ID or Folio No.: Enter your 16 digit DP ID / Client ID or Beneficiary ID or Folio Number registered with the company

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- b. PAN: Enter your 10 digit Permanent Account Number (PAN) (members who have not updated their PAN with the depository participant or company shall use the sequence number provided to you, if applicable.)
- c. Enter your Mobile No.
- d. Email ID
- e. Click "Go to Meeting"

**Note:**

- Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.
- Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
- Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call us: - Tel : +91 22 4918 6175;

**InstaMeet Support Desk**

**Link Intime India Private Limited**

**Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting:**

- Shareholders/ Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at [cosec@klrf.in](mailto:cosec@klrf.in) from 20<sup>th</sup> August, 2021 at 09:00 AM to 25<sup>th</sup> August, 2021 at 05:00 PM.
- The first 10 Speakers on first come basis will only be allowed to express their views/ask questions during the meeting.
- Shareholders/Members, who would like to ask questions, may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cosec@klrf.in](mailto:cosec@klrf.in). The same will be replied by the company suitably.
- Those Shareholders/Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.

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- Shareholders/Members should allow to use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

### **Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the Scrutiniser during the meeting, shareholders/members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
2. Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

#### **Note:**

- Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.
- Shareholders/Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.
- In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call us: - Tel :+91 22 4918 6175
- The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the company as on the cutoff date (record date) of 20<sup>th</sup> August, 2021.



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- a) Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote by remote e-voting shall not vote by e-voting conducted during the Meeting.
- b) Mr. M D Selvaraj, FCS, Practicing Company Secretary of M/s. MDS & Associates, Company Secretaries, Coimbatore has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting process at the meeting in a fair and transparent manner.
- c) The Chairman of the meeting, at the end of discussions on all resolutions, shall allow e-voting for all those members who are present at the 59<sup>th</sup> Annual General Meeting by electronic means but who have not cast their votes by availing the remote e-voting facility.
- d) The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes casted during the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- e) The results will be declared within 2 days from the conclusion of the Annual General meeting. The results declared along with the consolidated scrutinizer's report shall be placed on the company's website [www.klrf.in](http://www.klrf.in) and on the website of LIPL and communicated to the Stock Exchange where the company's shares are listed.

By and on behalf of the Board  
For Kovilpatti Lakshmi Roller Flour Mills Limited

Place : Gangaikondan  
Date : May 28, 2021

**S.Piramuthu**  
Company Secretary  
Membership No. FCS 9142

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**Annexure - Details of Director seeking re-appointment in the 59<sup>th</sup> Annual General Meeting pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard for General Meetings (SS-2) are mentioned below:**

|   |  |
|---|--|
| Name  | Mr.R.Kannan  |
| Directors Identification Number (DIN)   | 00951451   |
| Age   | 65 years   |
| Nationality   | Indian   |
| Date of first appointment on the Board  | 1-7-2014   |
| Relationship with Other Directors, Manager and KMP  | Not related to any Director, Manager and KMP                         |
| Qualification   | B.Com.,  |
| Experience / Area of Expertise  | 39 years of experience in managing Finance and Accounts              |
| Shareholding in Kovilpatti Lakshmi Roller Flour Mills Limited   | 1450 shares  |
| Terms of appointment or Director re-appointment   | Non-Executive Non-Independent Director, liable to retire by rotation |
| Remuneration sought to be paid  | Sitting fees only  |
| Remuneration last drawn   | ₹ 0.48 lakh (sitting fees)   |
| No. of Board Meetings attended  | 4 of 6   |
| List of Directorship held in other Companies  | NIL  |
| Membership / Chairmanship of the Committees of the Board of other Companies in which he is a Director | NIL  |

By and on behalf of the Board  
For Kovilpatti Lakshmi Roller Flour Mills Limited

Place : Gangaikondan  
Date : May 28, 2021

**S.Piramuthu**  
Company Secretary  
Membership No. FCS 9142