

Kovilpatti Lakshmi Roller Flour Mills Limited

Regd.Office & Flour Mill	Phone :+91 – 462 – 2486532 (4 Lines)
75/8, Benares Cape Road	Mobile:+ 91 – 94433 – 75445
Gangaikondan – 627 352	Fax : +91 – 462 - 2486132
Tirunelveli District	E-Mail: ho@klrf.in
Tamil Nadu	Web : www.klrf.in
CIN : L15314TN1961PLC004674	GSTN : 33AAACK6029N1ZF

23rd June, 2023

To,
BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Dear Sir / Madam,

Sub : Submission of Voting Results for Postal Ballot along with the Scrutinizer's Report pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Scrip Code – BSE – KLRFM (507598)

Further to our intimation letter dated 23rd May, 2023 regarding dispatch of Postal Ballot Notice dated 15th May, 2023 for obtaining approval of the shareholders on the special business item(s) set out in SI.No.1 to 2 of the said notice by means of passing necessary special resolution(s), we would like to inform that the Postal Ballot process (through remote e-voting) was concluded on 22nd June, 2023 at 05:00 PM (IST), being the last date for receipt of votes under the postal ballot process.

In this connection, we enclose herewith the following:

1. Declaration of voting results of the Postal Ballot conducted through remote e-voting means dated 23rd June, 2023;
2. Scrutinizer's Report dated 23rd June, 2023;

The postal ballot voting results along with the Scrutinizer's Report dated 23rd June, 2023 are placed on the website of the Company (www.klrf.in) and on the website of Link Intime India Private Limited (LI IPL), the e-voting agency (<https://instavote.linkintime.co.in>).

Kindly take the same on record.

Thanking you,
For Kovilpatti Lakshmi Roller Flour Mills Limited

S. Piramuthu
Company Secretary and Compliance Officer
FCS No: 9142

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Declaration of results of the voting on resolution(s) set out in the Postal Ballot Notice dated May 15, 2023

Pursuant to Section 108, 110 and other applicable provisions, if any, 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 and the relevant circular(s) issued during the year(s) 2020, 2021 and 2022 respectively by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the approval of the members of the Company was sought for passing the Special Resolution(s) set out in the Postal Ballot Notice dated May 15, 2023 by means of voting through electronic means (remote e-voting) only.

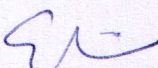
Postal Ballot Notice containing the resolution(s) together with the statement setting out the material facts concerning the resolution(s) set out in the said Postal Ballot Notice were sent to all the members, whose names appeared in the Register of Members / List of Beneficiaries as on Friday, May 19, 2023 ("cut-off date") through electronic mail and in accordance with the aforesaid MCA circulars, the Company had provided its members the facility to vote through remote electronic voting only. The remote e-voting period commenced on Wednesday, May 24, 2023 at 09:00 AM (IST) and the last date for receipt of voting through electronic means was Thursday, June 22, 2023 at 05:00 PM (IST). The Board of Directors, at their meeting held on May 15, 2023, had appointed Sri. M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP (ICSI Peer Review No. 3030/2023), Company Secretaries, Coimbatore, as Scrutinizer to conduct the postal ballot voting through remote electronic voting means in a fair and transparent manner and for the purpose of ascertaining the requisite majority.

Accordingly, the Scrutinizer has submitted his report on postal ballot (remote e-voting) and based on his report, it is hereby declared that the Resolution(s) set out in the Postal Ballot Notice dated May 15, 2023 have been duly passed by the members of the Company with requisite majority. A copy of the report of the Scrutinizer dated June 23, 2023 is attached hereto.

The details of the votes cast on the Resolution(s) passed through the Postal Ballot process are given hereunder:

1.	Date of declaration of Postal Ballot Voting Results	Friday, June 23, 2023 at 04:30 PM (IST)
2.	Total number of members as on Cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights	5,089 shareholders (as on May 19, 2023)

For Kovilpatti Lakshmi Roller Flour Mills Ltd.


K Gnanasekaran
DIN: 00133645
Director

Kovilpatti Lakshmi Roller Flour Mills Limited

Regd. Office & Flour Mill
75/8, Benares Cape Road
Gangaikondan - 627 352
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3.	No. of shareholders in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
4.	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	Not Applicable

Item No.1 – Special Resolution (Special Business)

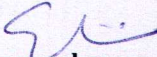
Approval for re-appointment of Sri. Ashwin Chandran (DIN: 00001884) as an Independent Director of the Company for the second term of five years with effect from 1st September, 2023.

Particulars	No. of remote e-votes	No. of Shares	Percentage to valid votes
(a) Total remote e- votes received	87	32,70,463	--
(b) Less: Invalid ballot forms / Abstained	--	--	--
(c) Net Valid ballot forms / e-votes	87	32,70,463	100.00
- Assent	84	32,60,362	99.69
- Dissent	3	10,101	0.31

- 2 shareholders holding 5,081 equity shares has abstained from voting through remote e-voting

Accordingly, the above Resolution has been declared as passed as a **Special Resolution** with requisite majority.

For Kovilpatti Lakshmi Roller Flour Mills Ltd.


K Gnanasekaran
DIN: 00133645
Director

Kovilpatti Lakshmi Roller Flour Mills Limited

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Item No.2 – Special Resolution (Special Business)

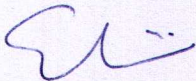
Approval for re-appointment of Sri. Sharath Jagannathan (DIN: 07298941) as Managing Director of the Company for a further period of 3 years with effect from 25th January, 2024 and the remuneration payable to him.

Particulars	No. of remote e-votes	No. of Shares	Percentage to valid votes
(a) Total remote e- votes received	88	32,75,539	--
(b) Less: Invalid ballot forms / Abstained	--	--	--
(c) Net Valid ballot forms / e-votes	88	32,75,539	100.00
- Assent	86	32,75,438	100.00
- Dissent	2	101	Negligible

➤ 1 shareholder holding 5 equity shares has abstained from voting through remote e-voting

Accordingly, the above Resolution has been declared as passed as a **Special Resolution** with requisite majority.

For Kovilpatti Lakshmi Roller Flour Mills Ltd.



K Gnanasekaran
DIN: 00133645
Director

Date : June 23, 2023
Place : Coimbatore

**SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING) CONDUCTED
PURSUANT TO THE POSTAL BALLOT NOTICE DATED MAY 15, 2023**

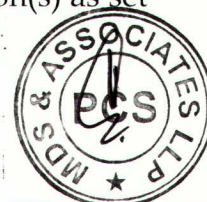
Date: June 23, 2023

To
The Executive Chairman,
KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED
(CIN: L15314TN1961PLC004674)
75/8, Benares Cape Road,
Gangaikondan, Tirunelveli - 627352

Dear Sir,

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

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP (ICSI Peer Review No. 3030/2023), Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting for postal ballot carried out in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions, if any, of the Act and Rules made thereunder, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circular(s) issued during the year(s) 2020, 2021 and 2022 respectively by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") in respect of the Special Resolution(s) as set out in the Postal ballot Notice dated May 15, 2023.



Report of Scrutinizer on Postal Ballot (Remote E-voting) by the Members of KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED

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Responsibility of the Management

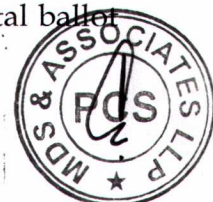
The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through Postal Ballot and electronic means on the Resolution as set out in the Postal Ballot Notice dated May 15, 2023.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process, is restricted to the preparation of the Scrutinizer's Report on the votes cast "in favour" or "against" the Resolution, as set out in Item No.1 to 2 of the Postal Ballot Notice dated May 15, 2023, based on the reports generated from the e-voting system provided by M/s. Link Intime India Private Limited (LI IPL), the Authorized Agency engaged by the Company for providing remote e-voting facilities.

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

- The Postal Ballot Notice dated May 15, 2023 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Tuesday, May 23, 2023 by the Registrar & Share Transfer Agent (RTA) viz., M/s. Link Intime India Private Limited ("LI IPL") through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, May 19, 2023 ("cut-off date") and who had registered their email ID with the Company / RTA / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on its website.
- The shareholders of the Company holding shares as on the "cut-off" date on Friday, May 19, 2023 were entitled to vote on the proposed resolution(s) as set out in Item No. 1 to 2 of the said Postal Ballot Notice.
- The remote e-voting period remained open from Wednesday, May 24, 2023, 09:00 AM (IST) to Thursday, June 22, 2023, 05:00 PM (IST) (both days inclusive). During the said period, the members of the Company holding shares in physical and / or in dematerialized form, as on the cut-off date i.e. May 19, 2023 were entitled to vote on the resolution(s) set out in the Notice of Postal ballot through remote e-voting.



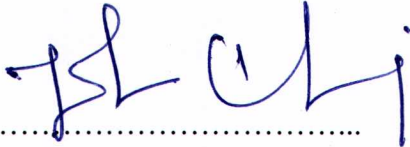
MDS & Associates LLP

Company Secretaries

Continuation Sheet...

- The e-voting module of M/s. Link Intime India Private Limited (LIPL) was disabled on Thursday, June 22, 2023 at 05:00 PM (IST) and I, as the Scrutinizer, unblocked the votes cast, on Thursday, June 22, 2023 at 05:17 PM (IST) in the presence of Mr. John Manoj A (the undersigned as Witness No.1) and Mr. R. Nagalingam (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. John Manoj A

Witness No.2



.....
Name: Mr. R. Nagalingam

- I have scrutinized the remote e-voting for the postal ballot and the 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 report on the result of the remote e-voting in respect of the said resolution(s), as under:



SPECIAL BUSINESS

Resolution No: 1

Special resolution

Approval for re-appointment of Sri. Ashwin Chandran (DIN: 00001884) as an Independent Director of the Company for the second term of five years with effect from 1st September, 2023.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the Resolution	Percentage of Total Number of votes cast
84	32,60,362	99.69

VOTES CAST AGAINST THE RESOLUTION

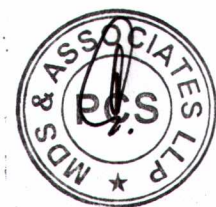
Number of Members Voted through electronic voting system	Number of votes cast against The Resolution	Percentage of Total Number of votes cast
3	10,101	0.31

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
0	0

- 2 shareholders holding 5,081 equity shares has abstained from voting through remote e-voting

Note: Thus, the Special Resolution as given in Item No. 1 may be considered as passed with requisite majority.



SPECIAL BUSINESS

Resolution No: 2

Special resolution

Approval for re-appointment of Sri. Sharath Jagannathan (DIN: 07298941) as Managing Director of the Company for a further period of 3 years with effect from 25th January, 2024 and the remuneration payable to him.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the Resolution	Percentage of Total Number of votes cast
86	32,75,438	100.00

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against The Resolution	Percentage of Total Number of votes cast
2	101	Negligible

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
0	0

➤ 1 shareholder holding 5 equity shares has abstained from voting through remote e-voting

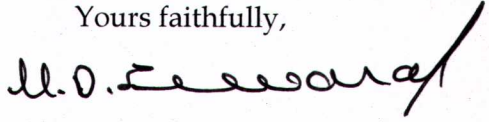
Note: Thus, the Special Resolution as given in Item No. 2 may be considered as passed with requisite majority.

Based on the Scrutinizer's Report, the Resolutions No.1 & 2 have been passed with requisite majority

For Kovilpatti Lakshmi Roller Flour Mills Ltd.


K Gnanasekaran
DIN: 00133645
Director

Yours faithfully,


M D Selvaraj, M.Com, MBA, FCS,
FCS : 960, CP : 411,
Managing Partner
MDS & Associates LLP, Company Secretaries
"Surya Enclave", No. 37, Mayflower Avenue,
Sowripalayam Road, Coimbatore - 641 028.

Note: UDIN is not mentioned in this Report pursuant to the relaxation given by The Institute of Company Secretaries of India (ICSI) vide its email dated 21-06-2023