

**ROLON****L.G. BALAKRISHNAN & BROS LIMITED**

<b>BSE Limited</b> <b>Phiroze Jeejeebhoy Towers,</b> <b>Dalal Street,</b> <b>Mumbai - 400 001</b>	<b>National Stock Exchange of India Limited</b> <b>"Exchange Plaza"</b> <b>Bandra Kurla Complex</b> <b>Bandra (E) Mumbai - 400 051</b>
Scrip Code: <b>500250</b>	Scrip Code: <b>LGBBROSLTD</b>

LGB/SEC/STK-PB-2024

11.09.2024

**Dear Sirs,****Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Postal Ballot Notice and Calendar of Events**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Postal Ballot Notice along with the explanatory statement sent to Members for the following matters:

<b>S.No</b>	<b>Description of the Resolutions</b>
1	<b>As a Special Resolution:</b> Appointment of Smt. Sadhana Vidhya Shankar Din: (10753375) as a Non-Executive Independent Director of the Company for the first term of five (5) consecutive years with effect from September 01, 2024.

In accordance with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022 and latest Circular No. 09/2023 dated 25th September, 2023, issued by the Ministry of Corporate Affairs, the aforesaid Postal Ballot Notice is being sent only in electronic mode to those Members whose Email Ids were registered with Cameo Corporate Services Limited, Registrar and Transfer Agent of the Company or Depositories or whose names are recorded in the Register of Members/ Beneficial Owners as on the **Cut-off date i.e, Friday, September 06, 2024.**

The Company has engaged the services of Central Depository Services Limited ("CDSL") for the purpose of providing e-voting facility to all its members. The remote voting will commence from **Thursday, September 12, 2024 (09:00 a.m.)** and shall end on **Friday, October 11, 2024 (05:00 p.m.)**. The results of the Postal Ballot will be announced on October 12, 2024.





# L.G. BALAKRISHNAN & BROS LIMITED

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This Postal Ballot Notice will also be available on the Company's website at [www.lgb.co.in](http://www.lgb.co.in) and on the websites of National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and BSE Limited at [www.bseindia.com](http://www.bseindia.com).

The details of the calendar of events for the Postal Ballot (remote e-voting) to be conducted are

S.No	Particulars	Date	
1	Cutoff date for confirming the Shareholders for sending the Postal Ballot Notice	(Friday) 06.09.2024	
2	Date of Completion of dispatch of Postal Ballot Notice by email to Shareholders	(Wednesday) 11.09.2024	
3	Remote E- Voting Period (Start)	(Thursday) 12.09.2024	(09.00 AM)
4	Remote E- Voting Period (End)	(Friday) 11.10.2024	(5.00 PM)
5	Declaration of results of Postal Ballot	(Saturday) 12.10.2024	

Kindly take the same on record

Thanking You,

Yours faithfully,

**For L.G.Balakrishnan & Bros Limited**

**M.Lakshmi Kanth Joshi**

**Senior General Manager (Legal) and Company Secretary**



## L.G. BALAKRISHNAN & BROS LIMITED



Registered Office : 6/16/13, Krishnarayapuram Road, Ganapathy, Coimbatore - 641 006.

CIN : L29191TZ1956PLC000257

Phone: 0422 2532325 | Email: info@lgb.co.in | Website: www.lgb.co.in

### NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To  
The Members,

Notice is hereby given to the Members of L.G.Balakrishnan & Bros Limited ("the Company") pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 and other relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") for conducting postal ballot through e-voting means from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standards on General Meetings - 2 ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable laws and regulations for the time being in force and as amended from time-to-time, the approval of the Members of the Company is sought for the Resolution as set-out hereinbelow through Postal Ballot by way of electronic means (remote e-voting facility) only.

- To consider and to grant approval for the appointment of Smt. Sadhana Vidhya Shankar (DIN: 10753375) as a Non-Executive Independent Director of the Company for a first term of five consecutive years with effect from September 01, 2024 (Special Resolution);**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at their meeting held on September 01, 2024, has appointed Smt. Sadhana Vidhya Shankar (DIN: 10753375), as an Additional Director of the Company with effect from September 01, 2024, in the capacity as Independent, with an intention to appoint her as a Non Executive Independent Director for the first term of five consecutive years commencing from September 01, 2024 to August 31, 2029 (both days inclusive), subject to the approval of the members of the Company by means of passing a special resolution in terms of Section 149, 150(2), 152(2) of the Companies Act, 2013 read with Regulation 17 and 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In compliance with the MCA Circulars and pursuant to other applicable laws and Regulations, Members are required to communicate their assent or dissent on the proposed resolution through the remote e-voting facility only. Accordingly, this Postal Ballot Notice ("Notice") is being sent only by email to those Members whose e-mail addresses are registered with Depositories/RTA to enable them to cast their votes electronically. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

**In compliance with the requirements of the MCA Circulars, the hard copy of this Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members and hence, the Members are requested to communicate their assent or dissent through remote e-voting process only.**

The detailed procedure for casting vote via remote e-voting are given in the Notes appended herewith and forms part of this Notice. The statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed and forms part of this Postal Ballot Notice. The Notice is also placed on the website of the Company at [www.lgb.co.in](http://www.lgb.co.in) and on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com). and can also be accessed on the website of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

The Board of Directors at their meeting held on September 01, 2024 has appointed Mr. M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as the Scrutinizer ("the Scrutinizers") for conducting the Postal Ballot through the remote e-voting process and for scrutinizing the votes cast therein, in a fair and transparent manner and for ascertaining the requisite majority in compliance with Rule 22(5) & (6) of the Companies (Management and Administration) Rules, 2014.





Pursuant to Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the relevant Rules and the MCA Circular(s), the Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the agency to provide e-voting facility. The remote e-voting process will commence from **September 12, 2024 from 09:00 AM (IST)** and conclude on **October 11, 2024 at 05:00 PM (IST)**. The remote e-voting will be disabled by CDSL thereafter. Members are requested to read the instructions carefully while expressing their assent or dissent and cast votes through the e-voting facility by not later than October 11, 2024 at 05:00 PM (IST).

The Scrutinizer will submit his report to the Chairman of the Company, or Managing Director or any person duly authorized by him, upon completion of the scrutiny of the votes cast through remote e-voting within the prescribed time. The results of the Postal Ballot will be announced by the Chairman of the Company or Managing Director or any person authorized by him within the prescribed time and the results shall be placed on the website of the Company ([www.lgb.co.in](http://www.lgb.co.in)), on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) and will be submitted to the Stock Exchanges, where the Company's shares are listed viz., BSE Limited and National Stock Exchange of India Limited within the prescribed time.

In the event, the resolution, as set out under Item No.1 below, is assented by the requisite majority of the members by means of Postal Ballot voting process, it shall be deemed to have been duly passed at the duly convened General Meeting of the Company on Friday, October 11, 2024, being the last date specified by the Company for receiving the votes under the Postal Ballot process. The resolution for the purpose as stated herein below is proposed to be passed by Postal Ballot/remote e-voting means:

#### **SPECIAL BUSINESS**

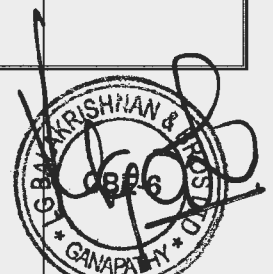
##### **Item No.1**

**Approval for the appointment of Smt. Sadhana Vidhya Shankar (DIN: 10753375) as a Non-Executive Independent Director of the Company for a first term of five (5) consecutive years with effect from September 01, 2024.**

To consider and if thought fit, to pass the following Resolution as a Special Resolution by giving assent or dissent:

**"RESOLVED THAT** pursuant to the provisions of Sections 149,150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory amendment(s) or modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Articles of Association of the Company and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, Smt. Sadhana Vidhya Shankar (DIN: 10753375), who was appointed as an Additional Director by the Board of Directors in terms of Section 161(1) of the Companies Act, 2013 on September 01, 2024 and who has submitted a declaration to the effect that she meets the criteria of independence as envisaged under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations and whose name is included in the databank as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and who is eligible for appointment under the provisions of the Companies Act, 2013 and Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of a Director under Section 160(1) of the said Act, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold such office for a first term of five (5) consecutive years with effect from September 01, 2024 to August 31, 2029 (both days inclusive), whose term shall not be subject to retirement by rotation.

**RESOLVED FURTHER THAT** the Board of Directors (including any Committee(s) constituted by the Board thereof from time to time) of the Company be and is hereby authorised to do all necessary acts, things and matters and take all such steps as may be necessary, proper and expedient to give effect to this resolution."



**STATEMENT SETTING OUT THE MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

Based on the evaluation and recommendation of the Nomination and Remuneration Committee and being eligible for appointment as an Independent Director as per the criteria laid down under Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company, at its meeting held on September 01, 2024, has appointed Smt. Sadhana Vidhya Shankar (DIN: 10753375) as an Additional Director of the Company, in the capacity of an Independent Director, with an intention to appoint her as an Independent Director for the first term of five consecutive years with effect from September 01, 2024 to August 31, 2029 (both days inclusive), subject to the approval of the Members by means of a special resolution.

Pursuant to Regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the appointment of Smt. Sadhana Vidhya Shankar (DIN: 10753375) as a Non-Executive Independent Director of the Company effective from September 01, 2024 shall require the approval of the members by means of passing a special resolution. Further, pursuant to Regulation 17(1C) of the Listing Regulations, the Company is required to obtain the approval of the members for appointment of a person on the Board of Directors at the next general meeting or within a time period of 3 months from the date of such appointment, whichever is earlier.

Smt. Sadhana Vidhya Shankar DIN: (10753375), being the appointee Independent Director, has expressed her consent, if appointed, to act as a Director in the prescribed Form DIR-2 and has submitted necessary declaration to the effect that she meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of the Listing Regulations and that her name is included in the databank as required under Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014 and that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and not debarred from holding the office of a Director by order of Securities and Exchange Board of India (SEBI) or any other statutory authority under any law. She also has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company.

In the opinion of the Board, of Smt. Sadhana Vidhya Shankar (DIN: 10753375) is a person of integrity and fulfils the conditions specified under the Act read with Rules thereunder and the Listing Regulations for her appointment as a Non- Executive Independent Director of the Company and she possess the skills and capabilities required for the role of an Independent Director of the Company and she is independent of the Management. Considering her knowledge, qualification, skills and experience, the Board of Directors is of the opinion that the appointment of Smt. Sadhana Vidhya Shankar (DIN: 10753375) as an Independent Director would be highly beneficial to the Company.

Brief Profile of Smt. Sadhana Vidhya Shankar (DIN: 10753375) and other details as required under Regulation 36(3) of the Listing Regulations and the Secretarial Standards on General Meetings (SS-2) are provided in **Annexure-A** forming part of the Notice.

In accordance with the provisions of Section 152(6) of the Act, of Smt. Sadhana Vidhya Shankar (DIN: 10753375) would not be liable to retire by rotation during her term of office as an Independent Director commencing from September 01, 2024 to August 31, 2029.

The Company has also received notice under Section 160 of the Act from a member proposing her candidature for the office of a Director of the Company.

The draft terms and conditions of appointment of Smt. Sadhana Vidhya Shankar (DIN: 10753375) as an Independent Director would be made available for inspection by the members electronically on the Company's website ([www.lgb.co.in](http://www.lgb.co.in)) and also, at the Registered Office of the Company during the office hours on all working days other than on Saturdays and Sundays till October 11, 2024, being the last date specified by the Company for receiving the votes under the Postal Ballot process.

Accordingly, the Board of Directors recommends the Special Resolution, as set out under Item No.1 of this notice, for the approval of the members.

Except of Smt. Sadhana Vidhya Shankar (DIN: 10753375), being the appointee Independent Director, none of the other Director(s) and Key Managerial Personnel of the Company or their relatives, are concerned or interested, financially or otherwise, in the special resolution set out at in this notice.



**Notes:**

1. The statement pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, along with details in terms of Regulation 36(3) of Listing Regulations, setting out the material facts concerning the resolution is annexed hereto for your consideration.
2. The Postal Ballot Notice is being sent to all the Members, whose names appeared in the Register of Members/ Statements of beneficial ownership maintained by the Depositories, i.e., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on the close of business hours on September 06, 2024 (cut-off date). The voting rights of members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date. A member cannot exercise his vote by proxy on Postal Ballot. Members who are not members as on the cut-off date shall treat this notice for information purposes only.
3. In accordance with the MCA circulars, the physical copies of this Postal Ballot Notice, along with postal ballot form and postage pre-paid business reply envelope, are not being sent to any member. The Postal Ballot Notice is being sent by e-mail to those Members who have registered their e-mail address with the Company or with their Depository Participants ("DP"). Those Members who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in this Notice. Those Members who have already registered their e-mail address are requested to keep their e-mail addresses updated with their DP/ RTA, to enable servicing of notices, etc. electronically to their e-mail address.
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 vote through postal ballot means by remote e-voting means on its behalf. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to **lgb@mdsassociates.in** with a copy marked to the company to **secretarial@lgb.co.in**.
5. In compliance with the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations and the MCA Circulars, the Company is pleased to offer remote e-voting facility to all its Members, whose names appeared in the Register of Members/Statements of beneficial ownership maintained by the Depositories, i.e., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on the close of business hours on **September 06, 2024 (cut-off date)**, to exercise their right to vote electronically.
6. The Board of Directors has appointed Sri. M.D.Selvaraj, FCS (Membership No. FCS 960 / CP No. 411) of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore to act as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner and for the purpose of ascertaining the requisite majority.
7. Upon completion of the scrutiny of electronic responses, the Scrutinizer will submit his report to the Chairman of the Company or Managing Director or any person authorized by him, within the stipulated time and the results of the Postal Ballot will be declared by the Chairman of the Company or Managing Director or any person authorized by him, within the stipulated time.  
  
The said results along with the Scrutinizer's Report will be posted on the website of the Company, i.e., **www.lgb.co.in** and on the e-voting website of CDSL at **www.evotingindia.com** shall also be placed on the notice Board of the Company at its Registered office within the stipulated time. The results will simultaneously be communicated to the Stock Exchanges where the shares of the Company are listed within the stipulated time. The Scrutinizer's decision on the validity of the votes cast shall be final.
8. The remote e-voting period commences from **09:00 a.m. (IST) on Thursday, September 12, 2024** and ends at **5:00 p.m. (IST) on Friday, October 11, 2024 (both days inclusive)**. The last date for e voting shall be the date on which the said Resolutions will be deemed to have been passed, if approved by the requisite majority as provided under the relevant provisions of the Companies Act, 2013 and the rules made thereunder.
9. All documents referred to in the accompanying Notice of Postal Ballot and Explanatory Statement shall be provided to members on requests sent through e-mail to **lk.joshi@lgb.co.in** for inspection from the date of circulation of this Notice, until the last date of receipt of assent/ dissent on the proposed Resolution.



Members who wish to inspect the documents are requested to send an email to [lk.joshi@lgb.co.in](mailto:lk.joshi@lgb.co.in) mentioning their Name, Folio No./ Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN Card.

**The instructions for Shareholders for remote e-voting are as under:**

The remote e-voting period commences from **09:00 a.m. (IST) on Thursday, September 12, 2024** and ends at **5:00 p.m. (IST) on Friday, October 11, 2024 (both days inclusive)**. During this period, the Members of the Company holding shares either in physical form or in dematerialized form, as on the **Cut-Off Date i.e. Friday, September 06, 2024**, shall be entitled to cast their vote electronically. The e-voting module shall be disabled by CDSL thereafter. Once the vote on the resolution is cast by member, he/she shall not be allowed to change it subsequently or cast the vote again.

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

**OPTION 1:**

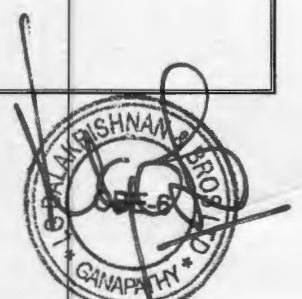
**Pursuant to aforesaid SEBI Circular, Login through Depositories i.e., CDSL/NSDL for e-Voting for Individual Shareholders holding securities in Demat mode is given below:**

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Members who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication.  The Members who want to login to Easi / Easiest are requested to visit CDSL website at <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on "Login" icon and select "New System Myeasi" Tab.
	2) After successful login to the Easi / Easiest facility, Member will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the "e-voting" option, the Members will be able to see e-Voting page of the e-Voting service provider for casting their vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the Member can visit the e-Voting service providers' website directly.
	3) If the Member is not registered for Easi/Easiest, option to register is available on CDSL website at <a href="http://www.cdslindia.com">www.cdslindia.com</a> by clicking on "Login" icon and selecting "New System Myeasi" Tab and then clicking on "Registration" option.
	4) Alternatively, the Member can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the Member by sending OTP on registered Mobile Number & Email ID, as recorded in the Demat Account. After successful authentication, Member will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.



Type of Shareholders	Login Method
<p><b>Individual Shareholders holding securities in demat mode with NSDL Depository</b></p>	<p>1) Members who are already registered for NSDL IDeAS facility, may please visit the e-Services website of NSDL.</p> <ul style="list-style-type: none"> <li>• 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.</li> <li>• Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section.</li> <li>• A new screen will open. Member will have to enter User ID and Password. After successful authentication, Member will be able to see e-Voting services.</li> <li>• Click on “Access to e-Voting” under e-Voting services and Member will be able to see e-Voting page.</li> <li>• Click on Company name or e-Voting service provider name and Member will be re-directed to e-Voting service provider website for casting vote during the remote e-Voting period.</li> </ul> <p>2) If the Member is not registered for NSDL 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></p> <p>3) Visit the e-Voting website of NSDL.</p> <ul style="list-style-type: none"> <li>• 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.</li> <li>• Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.</li> <li>• A new screen will open. Members will have to enter User ID (i.e., sixteen- digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</li> <li>• After successful authentication, Member will be redirected to NSDL Depository site, wherein Member can see e-Voting page.</li> <li>• Click on company name or e-Voting service provider name and Member will be redirected to e-Voting service provider website for casting vote during the remote e-Voting period.</li> </ul>
<p><b>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</b></p>	<p>1) Members can also login using the login credentials of their demat account through Depository Participant registered with NSDL/CDSL for e-Voting facility</p> <p>2) After Successful login, Member will be able to see e-Voting option.</p> <p>3) Once Member clicks on e-Voting option, Member will be redirected to NSDL/CDSL Depository site after successful authentication, wherein Member can see e-Voting feature.</p> <p>4) Click on Company name or e-Voting service provider name and Member will be redirected to e-Voting service provider website for casting vote during the remote e-Voting period.</p>

**Important note:** *Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above-mentioned website.*





**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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 1800 21 09911.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at: 022 - 4886 7000.

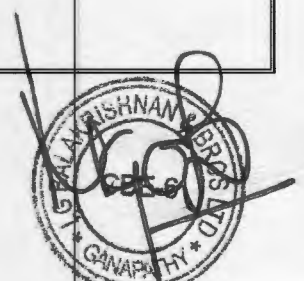
**OPTION 2:**

**Login method through CDSL e-Voting system for non-individual shareholders holding securities in Demat Form & shareholders holding securities in Physical Form:**

- i. The Members should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- ii. Click on “**SHAREHOLDERS**” module.
- iii. Now Enter the User ID:
  - a. **For CDSL:** 16 digits beneficiary ID;
  - b. **For NSDL:** 8 Character DP ID followed by 8 Digits Client ID;
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. Next enter the Image Verification as displayed and click on “**LOGIN**”.
- v. If Members are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then their existing password is to be used.
- vi. If Members are a first-time user follow the steps given below:

For Non-Individual Shareholders holding shares in Demat Form and Shareholders holding shares in Physical Form	
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders)  Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your Demat account or in the Company records in order to login.  If both the details are not recorded with the depository or Company, please enter the Member id / Folio Number in the Dividend Bank details field as mentioned in instruction (iii).

- vii. After entering these details appropriately, click on “**SUBMIT**” tab.
- viii. Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share password with any other person and take utmost care to keep the password confidential.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN: **L.G.BALAKRISHNAN & BROS LIMITED**.





- xi. On the voting page, Members will see **"RESOLUTION DESCRIPTION"** and against the same the option **"YES/ NO"** for voting. Select the option YES or NO as desired. The option 'YES' implies that Members assent to the Resolution and option 'NO' implies that Members dissent to the Resolution.
- xii. Click on the **"RESOLUTION FILE LINK"** if Members wish to view the entire Resolution details.
- xiii. After selecting the resolution, Members have decided to vote on, click on **"SUBMIT"**. A confirmation box will be displayed. If Members wish to confirm their vote, click on **"OK"**, else to change the vote, click on **"CANCEL"** and accordingly modify their vote.
- xiv. Once Members **"CONFIRM"** their vote on the resolution, they will not be allowed to modify their vote.
- xv. Member can also take a print of the votes cast by clicking on **"Click here to print"** option on the Voting page.
- xvi. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on **"Forgot Password"** and enter the details as prompted by the system.
- xvii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**xviii. NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS:**

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **www.evotingindia.com** and register themselves as **"CORPORATES"** module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- In case Members have any queries or issues regarding e-voting from CDSL e-Voting System, they may write an email to **helpdesk.evoting@cdslindia.com** or contact at toll free no. 1800 21 09911.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority Letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at **helpdesk.evoting@cdslindia.com / secretarial@lgb.co.in**, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**FOR MEMBERS WHOSE EMAIL/MOBILE NUMBER ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES:**

- a. For Physical Shareholders - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company at **secretarial@lgb.co.in / RTA at https://investors.cameoindia.com**.
- b. For Demat Shareholders - Please update your email id & mobile number with your respective Depository Participant (DP).
- c. For Individual Demat Shareholders - Please update your email id & mobile number with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
14. The last date for the receipt of duly completed Postal Ballot Forms and e-voting shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority.
15. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrar and Share Transfer Agent / Depository Participant(s) for sending future communication(s) in electronic form.




16. A Member need not use all his / her / its vote(s) nor does he / she / it need to cast all his / her / its votes in the same way.
17. The Scrutinizer's decision on the validity of the Postal Ballot voting shall be final.
18. Any query / grievances connected with this Postal Ballot Notice or connected with the facility for voting by electronic means may be addressed to **Sri. M. Lakshmikanth Joshi, Senior General Manager Legal & Company Secretary (lk.joshi@lgb.co.in)** or to **Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013** or send an email to **helpdesk.evoting@cdslindia.com** or call toll free no. 1800 22 55 33

Coimbatore  
01.09.2024

By Order of the Board  
**For L.G. Balakrishnan & Bros Ltd**  
**M. Lakshmikanth Joshi**  
Senior General Manager(Legal) and  
Company Secretary  
ACS No. 14273

For L.G. BALAKRISHNAN & BROS LTD

  
M. LAKSHMI KANTH JOSHI  
Sr. General Manager (Legal) & Company Secretary  
MEM No. 14273



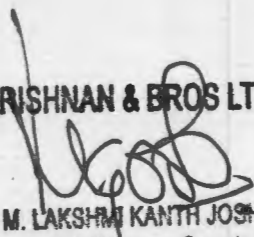
ANNEXURE - A

Details of the Director seeking Appointment as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standards on General Meetings (SS-2) issued by ICSI is furnished below:

Name of the Director	SMT. SADHANA VIDHYA SHANKAR
DIN	10753375
Date of Birth	25 <sup>th</sup> September 1972
Nationality	Indian
Date of first appointment on the Board	September 01, 2024
Board position held	Appointed as Additional Director under the category "Non-Executive Independent Director" w.e.f. September 01, 2024
Brief profile including educational qualification, areas of expertise and experience	Smt. Sadhana Vidhya Shankar aged 52 years, has done her B.L. Degree at Dr. Ambedkar Law College, Chennai and graduated in the year 1995. She is a Senior Partner in the law firm M/s Ramani & Shankar, which is one of the oldest law firms in Coimbatore and has been rated among the top 10 legal firms in the Country. As a civil lawyer with nearly 30 years' experience, she specializes in Trial work, Domestic and International arbitration, commercial and civil litigation, property due diligence and documentations. She also appears before various forums regularly including the Madras High Court, MSME, RERA, National Green Tribunal, Consumer Forum.
Terms and conditions of appointment/ re-appointment	Not liable to retire by rotation and as set out in Item No.1 of this Notice
Number of Board Meetings attended during the year	Not Applicable
Remuneration sought to be paid	Sitting fees only
Remuneration last drawn	NIL
Details of inter se relationship with other Directors, Manager and Key Managerial Personnel of the Company	Not related
Details of shares held in the Company (including shareholding as a beneficial owner)	NIL
List of Directorships held in other Companies as on September 01, 2024	NIL
Name of Listed Companies from which the Director has resigned in the past three years	NIL
Chairman/Member of the Committees of other public companies as on September 01, 2024 (includes audit committee and stakeholder's relationship committee only)	NIL

Coimbatore  
01.09.2024

For L.G. BALAKRISHNAN & BROS LTD

  
M. LAKSHMI KANTH JOSHI  
Sr. General Manager (Legal) & Company Secretary  
MSM No.: 14273

For L.G. Balakrishnan & Bros Ltd  
M. Lakshmi Kanth Joshi  
Senior General Manager(Legal) and  
Company Secretary  
ACS No. 14273