

**Kovilpatti Lakshmi Roller Flour Mills Limited**

(formerly KLRF Limited)

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CIN : L15314TN1961PLC004674 GSTN : 33AAACK6029N1ZF

FN/SEC/2021-22/

27<sup>th</sup> August, 2021

To

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

**Scrip Code: 507598**

Dear Sir/Madam,

Sub: Proceedings of the 59<sup>th</sup> Annual General Meeting of the Company held on Friday, the 27<sup>th</sup> day of August, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Pursuant to Regulation 30 read with para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 59<sup>th</sup> Annual General Meeting of the Company was duly held on Friday the 27<sup>th</sup> day of August, 2021 at 09:15 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means(OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circulars dated 5<sup>th</sup> May 2020 read with Circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, and 13<sup>th</sup> January 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular(s) No.SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 ("SEBI Circulars") and the proceedings of the said meeting is given hereunder:

**Present:**

The following Directors were present at the 59<sup>th</sup> Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM):

Name of the Director	Category / Designation
Sri. Suresh Jagannathan	Chairman and Managing Director
Sri. K. Gnanasekaran	Independent Director and Chairman of the Audit Committee and the Stakeholders Relationship Committee
Sri. Ashwin Chandran	Independent Director and Chairman of Nomination and Remuneration Committee
Sri. Kalyani Jagannathan	Independent Director





Name of the Director	Category / Designation
Sri. R. Kannan	Non-Executive Director
Sri. Sharath Jagannathan	Whole-time Director

#### In attendance

Sri. J. Kanna, Chief Financial Officer  
Sri. S. Piramuthu, Company Secretary and Compliance Officer

Sri. CA. A. Arun of M/s. Arun & Co., Chartered Accountants, Statutory Auditors and Sri. M. D. Selvaraj, FCS, Secretarial Auditor and Scrutinizer for the 59<sup>th</sup> AGM were also present at the 59<sup>th</sup> Annual General Meeting through VC/OAVM.

A total of 39 members representing 32,18,907 equity shares has attended the meeting through the video conferencing / other audio-visual means.

Sri. J. Kanna, CFO, welcomed all the members and informed that the 59<sup>th</sup> Annual General Meeting of Kovilpatti Lakshmi Roller Flour Mills Limited (formerly "KLR Limited") was being conducted through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility.

Thereafter, the CFO briefed certain procedural and technical information regarding the participation by the members through video conferencing / other audio visual means. The CFO informed further that the Company had provided to the Shareholders, the facility to cast their vote electronically on all the resolution(s) set forth in the Notice of the 59<sup>th</sup> AGM through remote e-voting facility provided by the Link Intime India Private Limited (LIPL), which had commenced on Tuesday, August 24, 2021 at 9.00 a.m. (IST) and ended on Thursday, August 26, 2021 at 5.00 p.m. (IST). He informed that the shareholders, who are present at the AGM and had not cast their vote through remote e-voting, has been provided an opportunity to cast their votes through e-voting at the Meeting. In this regard, the Board of Directors had appointed Sri. M. D. Selvaraj, FCS of M/s. MDS & Associates, Company Secretaries, Coimbatore as the Scrutinizer to conduct the remote e-voting and e-voting process at the 59<sup>th</sup> AGM in a fair and transparent manner and to ascertain the requisite majority.

The CFO then introduced the Chairman and Managing Director and the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and other Directors / Statutory Auditor / Scrutiniser / Company Secretary present in the meeting through VC/OAVM facility. He informed that Sri. Sudarsan Varadaraj, Independent Director has expressed his inability to attend this meeting due to preoccupation.

Thereafter, he invited Sri. Suresh Jagannathan, Chairman and Managing Director of the Company to conduct the 59<sup>th</sup> Annual General Meeting.

Sri. Suresh Jagannathan, Chairman and Managing Director announced that the requisite quorum is present and he called the meeting to order. Further, he welcomed all the Directors, Auditors, Scrutinizer and the shareholders for the 59<sup>th</sup> Annual General Meeting held through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility. Thereafter, the Chairman informed that the registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM.





The Chairman and Managing Director further informed that since the notice of the AGM along with the audited financial statements and the Directors report for the year ended 31<sup>st</sup> March, 2021 has already been circulated to all the members, the same was taken as read. Further he stated that as there are no qualifications or comments or remarks in the Statutory Auditors Report and the Secretarial Auditor's Report for the financial year ended 31<sup>st</sup> March, 2021, the same was taken as read.

Thereafter, the Chairman and Managing Director requested CFO to read the summary of the resolutions set out in the agenda Item No.1 to 5 of the Notice of the 59<sup>th</sup> Annual General Meeting dated 28<sup>th</sup> May, 2021 as follows;

**Ordinary Business:**

1. Adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with the reports of the Board of Directors and the Auditors thereon.
2. Declaration of dividend for the FY 2020-21.
3. Re-appointment of Mr. R. Kannan (DIN: 00951451) as Director, who retires by rotation

**Special Business:**

4. Re-appointment of M/s. VKS Aiyer & Co., (Firm Registration No.000066S), Chartered Accountants, Coimbatore as the Branch Auditors of the Company for the FY 2021-22 and to fix their remuneration
5. Ratification of the appointment and the payment of remuneration to M/s. P. Mohan Kumar & Co., (Membership Number 18692 / FRN 100490), Cost Auditor of the Company, for the financial year 2021-22

The moderator then informed to the Chairman and Managing Director that there are 4 shareholders registered as speakers for the 59<sup>th</sup> Annual General Meeting and accordingly, he asked the moderator to invite the registered speaker shareholders to raise their queries. Accordingly, the speaker shareholders raised their queries and the same were suitably answered by the Chairman and Managing Director and the CFO. The moderator informed to the Chairman and Managing Director that there were no queries through chat box.

The Chairman and Managing Director then asked the CFO to inform the members about the e-voting facility at the meeting and propose the vote of thanks.

The CFO informed that the e-voting facility provided by the Link Intime India Private Limited (LI IPL) would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting and had not cast their votes through remote e-voting, to cast their votes electronically. He informed further that that the results of the voting shall be declared within the prescribed time and the consolidated scrutinizer's report along with the voting results would be submitted to the Link India Private Limited (<https://instavote.linkintime.co.in>), BSE Limited (<https://www.bseindia.com>) and would also be placed on the Company's website ([www.klrf.in](http://www.klrf.in)).

The CFO then thanked all the shareholders / Directors / Auditors / Scrutinizer, who have joined the 59<sup>th</sup> Annual General Meeting through video conferencing facility/other audio visual means.





The 59<sup>th</sup> AGM was concluded at 10:10 AM (IST).

Kindly take the above on record.

Thank you.

Yours faithfully  
For Kovilpatti Lakshmi Roller Flour Mills Limited



S. Piramuthu  
Company Secretary & Compliance Officer  
FCS: 9142

