

Kovilpatti Lakshmi Roller Flour Mills Limited

(formerly KLRf 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

**Declaration of results of the voting on resolution(s) set out in the
Notice of the 59th Annual General Meeting of the Company held through
Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 27th August, 2021**

The 59th Annual General Meeting of the Company was held on Friday, 27th 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 5th May 2020 read with Circulars dated 8th April 2020, 13th April 2020 and 13th 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 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 ("SEBI Circulars"), to seek the approval of the members on the Resolution(s) as set out in the Notice dated 28th May, 2021.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with the MCA Circulars and SEBI Circulars, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, provided e-voting platform to the shareholders, who were present at the 59th Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, on the below mentioned resolution(s).

The Company has appointed Sri. M D Selvaraj, FCS, of M/s. MDS & Associates, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting provided at the 59th Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Report for the remote e-voting process and the e-voting at the 59th Annual General Meeting dated 27th August, 2021 which has been attached hereto.

Based on the consolidated report of the Scrutinizer dated 27th August, 2021, it is hereby declared that the Resolution(s) under Item No(s).1 to 5 set out in the Notice dated 28th May, 2021, as detailed herein below, have been passed by the shareholders with requisite majority.

For Kovilpatti Lakshmi Roller Flour Mills Limited


Suresh Jagannathan
DIN: 00011326
Chairman & Managing Director

Kovilpatti Lakshmi Roller Flour Mills Limited

(formerly KLRF Limited)

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Item No.1 – Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the reports of the Board of Directors and the Auditors thereon.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	46	32,19,860	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	46	32,19,860	100.00
- Assent	45	32,19,859	100.00
- Dissent	1	1	Negligible

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.


Item No.2 – Ordinary Resolution

Declaration of dividend for the FY 2020-21.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	46	32,19,860	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	46	32,19,860	100.00
- Assent	45	32,19,859	100.00
- Dissent	1	1	Negligible

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

For Kovilpatti Lakshmi Roller Flour Mills Limited


Suresh Jagannathan
DIN: 00011326
Chairman & Managing Director

Kovilpatti Lakshmi Roller Flour Mills Limited

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Item No.3 – Ordinary Resolution

Re-appointment of Mr. R. Kannan (DIN: 00951451) as Director, who retires on rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	46	32,19,860	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	46	32,19,860	100.00
- Assent	45	32,19,859	100.00
- Dissent	1	1	Negligible

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.**Item No.4 – Ordinary Resolution**

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.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	46	32,19,860	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	46	32,19,860	100.00
- Assent	45	32,19,859	100.00
- Dissent	1	1	Negligible

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

For Kovilpatti Lakshmi Roller Flour Mills Limited



Suresh Jagannathan
DIN: 00011326
Chairman & Managing Director

Kovilpatti Lakshmi Roller Flour Mills Limited

(formerly KLRF Limited)

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Item No.5 – Ordinary Resolution

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.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	46	32,19,860	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	46	32,19,860	100.00
- Assent	45	32,19,859	100.00
- Dissent	1	1	Negligible

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

FOR KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED


SURESH JAGANNATHAN
DIN: 00011326
CHAIRMAN AND MANAGING DIRECTOR

Date : 27th August, 2021
Place : Coimbatore



MDS & Associates

Company Secretaries in Practice

M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsassociates.in, Web : www.mdsservices.in

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND
E-VOTING AT THE ANNUAL GENERAL MEETING
(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules, 2014 – as amended and
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015)**

To
The Chairman
59th Annual General Meeting of the Equity Shareholders of
M/s. Kovilpatti Lakshmi Roller Flour Mills Limited
(formerly "KLRF Limited")
CIN: L15314TN1961PLC004674
Held on Friday, 27th August, 2021, at 09:15 AM (IST)
Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

Sub: Scrutinizer's report on remote e-voting and e-voting conducted at the 59th Annual General Meeting of M/s. Kovilpatti Lakshmi Roller Flour Mills Limited (formerly "KLRF Limited") held on 27th August, 2021

I, M D Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. Kovilpatti Lakshmi Roller Flour Mills Limited (formerly "KLRF Limited")** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 59th Annual General Meeting in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting and e-voting on the resolution(s) as set out in the Notice convening the 59th Annual General Meeting of the Company held on Friday, 27th 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 5th May 2020 read with Circulars dated 8th April 2020, 13th April 2020 and 13th 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 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 ("SEBI Circulars").



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 electronic means, on the resolution(s) as set out in the Notice convening the 59th Annual General Meeting dated 28th May, 2021.

Responsibility as a Scrutinizer

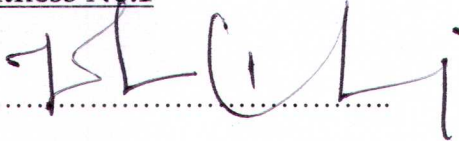
My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 59th Annual General Meeting, is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No. 1 to Item No. 5 in the Notice convening the 59th Annual General Meeting of the Company dated 28th May, 2021, 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 e-voting facilities.

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

- a. The Notice dated 28th May, 2021 convening the 59th Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 and the disclosure under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), in respect of the below mentioned resolution(s) to be passed at the said 59th Annual General Meeting of the Company, were sent by the Registrar & Share Transfer Agent viz. M/s. Link Intime India Private Limited through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA and SEBI Circulars. The Company has also placed the notice of the 59th Annual General Meeting on its website.
- b. The Company has availed the e-voting services offered by the M/s. Link Intime India Private Limited ("LI IPL") for providing the remote e-voting and the facility of e-voting during the meeting to the shareholders of the Company.
- c. The remote e-voting period commenced on Tuesday, the 24th day of August, 2021 at 9:00 AM and ended on Thursday, the 26th day of August, 2021 at 5:00 PM. During the period, the members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e. 20th August, 2021 were entitled to vote on the resolutions set out in the Notice of the 59th Annual General Meeting. The remote e-voting module of M/s. Link Intime India Private Limited ("LI IPL") was disabled on Thursday, the 26th day of August, 2021 at 05:00 PM.



- d. Upon the commencement of the 59th Annual General Meeting, the e-voting platform was made available to the shareholders, who were present at the 59th Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote on the resolution(s) through remote e-voting, to cast their vote through e-voting facility at the said 59th Annual General Meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting i.e. 10:10 AM.
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 27th day of August, 2021 at 11:03 AM in the presence of Mr. John Manoj A (the undersigned as Witness No.1) and Ms.Sindhuja S (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: Ms. Sindhuja S

- f. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process and e-voting at the meeting, were generated from the e-voting portal of the M/s. Link Intime India Private Limited ("LI IPL").
- g. I have scrutinized the votes cast by remote e-voting and by e-voting at the Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- h. Based on the reports generated from the e-voting portal of M/s. Link Intime India Private Limited ("LI IPL"), I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 to Item No.5 in the Notice convening the 59th Annual General Meeting as under:



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the reports of the Board of Directors and the Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	40	32,15,459	100.00
E-Voting at AGM	5	4,400	100.00
Total Voting	45	32,19,859	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	1	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

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



Ordinary Business

Resolution No: 2

Ordinary resolution

Declaration of dividend for the FY 2020-21.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	40	32,15,459	100.00
E-Voting at AGM	5	4,400	100.00
Total Voting	45	32,19,859	100.00

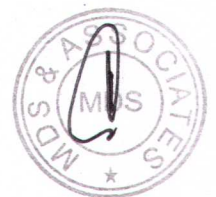
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	1	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

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



Ordinary Business

Resolution No: 3

Ordinary resolution

Re-appointment of Mr. R. Kannan (DIN: 00951451) as Director, who retires on rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	40	32,15,459	100.00
E-Voting at AGM	5	4,400	100.00
Total Voting	45	32,19,859	100.00

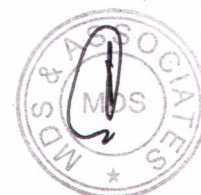
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	1	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed with requisite majority.



Special BusinessResolution No: 4**Ordinary resolution**

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.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	40	32,15,459	100.00
E-Voting at AGM	5	4,400	100.00
Total Voting	45	32,19,859	100.00

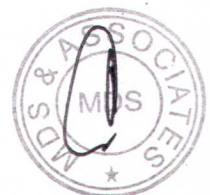
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	1	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.



Special Business

Resolution No: 5

Ordinary resolution

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.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	40	32,15,459	100.00
E-Voting at AGM	5	4,400	100.00
Total Voting	45	32,19,859	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	1	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 5 may be considered as passed with requisite majority.

Based on the Scrutinizer's Report, the Resolution Nos. 1 to 5 have been duly passed with requisite majority

For Kovilpatti Lakshmi Roller Flour Mills Limited


Suresh Jagannathan
DIN: 00011326
Chairman & Managing Director

Place : Coimbatore

Date : 27th August, 2021

Yours faithfully



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

UDIN: F000960C000842900