



# The Lakshmi Mills Company Limited

Regd. Office :  
Post Box No. 6301,  
686, Avanashi Road,  
Pappanaickenpalayam  
Coimbatore - 641 037  
INDIA

Telephone : 91 - 422 - 2245461 to 2245465, 4333700  
Telegram : "LAKSHMI"  
Fax No. : 91 - 422 - 2246508  
E-mail : contact@lakshnimills.com  
Website : www.lakshnimills.com  
CIN : LI7111TZ1910PLC000093

Secy/stock/2015/

07.09.2015

BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building  
P.J.Towers, Dalal Street, Fort  
Mumbai - 400 001

Dear Sir,

Sub: Submission of Details regarding the voting results for the 105<sup>th</sup> Annual General Meeting of the Members of the Company held on 4<sup>th</sup> September 2015.

Ref: Clause 35A of the Listing Agreement with BSE.

This is to inform that 105<sup>th</sup> Annual General Meeting of the Members of the Company was held on Friday, 4<sup>th</sup> September 2015 at 04.35 P.M at "Nani Palkhivala Auditorium", Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore - 641037 to transact the business mentioned in the notice of the Annual General Meeting dated 29<sup>th</sup> July 2015.

As required by the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B(i) of the Listing Agreement, facility of remote e-voting was provided to members. The remote e-voting was held between 1<sup>st</sup> September 2015 to 3<sup>rd</sup> September 2015.

In addition, for the members personally present and for the proxy holders voting by ballot was also arranged at the AGM.

Based on the report of the Scrutinizer Sri B.krishnamoorthi, Chartered Accountant, Coimbatore, Sri Aditya Krishna Pathy, Deputy Managing Director has declared that all the business as mentioned in the Notice of Annual General Meeting were duly passed with requisite majority.

Details of voting result in the specified format pursuant to Clause 35A of the listing agreement are given below:



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1.	Date of AGM	04.09.2015	
2.	Total number of shareholders on record date		
3.	Number of shareholders present in the meeting in person or through proxy - Promoter or Promoter Group - Public Number of shareholders who participated in remote e-voting Number of shareholders voted by ballot at the AGM	22 218 4 115	
4.	Number of shareholders attended the meeting through Video Conferencing - Promoter or Promoter group - Public	Not Arranged	
5.	<b>Detail of the Agenda</b>	<b>Resolution Required</b>	<b>Mode of Voting</b>
1.	Adoption of Annual Financial Statements as on 31.03.2015.	Ordinary Resolution	Remote e-voting & Ballot at AGM
2.	Declaration of Dividend for the year ended 31.03.2015.	Ordinary Resolution	Remote e-voting & Ballot at AGM
3.	Appointment of a Director in the place of Sri Sanjay Jayavarthanavelu (DIN 00004505), who retires by rotation and being eligible offers himself for re - appointment.	Ordinary Resolution	Remote e-voting & Ballot at AGM
4.	Ratification of appointment of M/s. Subbchar & Srinivasan, Chartered Accountants, Coimbatore as Statutory Auditors of the Company for the financial year 2015 - 16 and fixing their remuneration.	Ordinary Resolution	Remote e-voting & Ballot at AGM
5.	Appointment of Smt. Suguna Ravichandran as Independent Director.	Ordinary Resolution	Remote e-voting & Ballot at AGM



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6.	Ratification of remuneration payable to Cost Auditor M/s. S. Mahadevan & Co, Cost Accountants, Coimbatore.	Ordinary Resolution	Remote e-voting & Ballot at AGM
7.	Reappointment of Sri S. Pathy, as Managing Director of the Company.	Special Resolution	Remote e-voting & Ballot at AGM
8.	Reappointment of Sri Aditya Krishna Pathy, as Deputy Managing Director of the Company.	Ordinary Resolution	Remote e-voting & Ballot at AGM
9.	Alteration of Articles of Association of the Company.	Special Resolution	Remote e-voting & Ballot at AGM

The details of e-voting and Ballot are enclosed herewith as annexure.

Thanking You,

Faithfully

For The Lakshmi Mills Company Ltd,

  
(N. SINGARAVEL)  
Company Secretary.

THE LAKSHMI MILLS COMPANY LIMITED

Voting details for the business transacted at the Annual General meeting held on 4th September, 2015

Resolution No 1 - Ordinary Resolution	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Adoption of Annual Financial Statements as on 31.03.2015.	Promoter and Promoter Group	412120	393657	95.520	393657	0	100.000	0.000
	Public - Institutional holders	43032	37600	87.377	37600	0	100.000	0.000
	Public - Others	240398	65055	27.061	65055	0	100.000	0.000
	Grand Total	695550	496312	71.355	496312	0	100.000	0.000
Resolution No 2 - Ordinary Resolution	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Promoter and Promoter Group	412120	393657	95.520	393657	0	100.000	0.000
	Public - Institutional holders	43032	37600	87.377	37600	0	100.000	0.000
	Public - Others	240398	65055	27.061	65055	0	100.000	0.000
Grand Total	695550	496312	71.355	496312	0	100.000	0.000	
Resolution No 3 - Ordinary Resolution	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Promoter and Promoter Group	412120	393657	95.520	393657	0	100.000	0.000
	Public - Institutional holders	43032	37600	87.377	37600	0	100.000	0.000
	Public - Others	240398	65055	27.061	65055	0	100.000	0.000
Grand Total	695550	496312	71.355	496312	0	100.000	0.000	
Resolution No 4 - Ordinary Resolution	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Promoter and Promoter Group	412120	393657	95.520	393657	0	100.000	0.000
	Public - Institutional holders	43032	37600	87.377	37600	0	100.000	0.000
	Public - Others	240398	65055	27.061	65055	0	100.000	0.000
Grand Total	695550	496312	71.355	496312	0	100.000	0.000	
Resolution No 5 - Ordinary Resolution	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Promoter and Promoter Group	412120	393657	95.520	393657	0	100.000	0.000
	Public - Institutional holders	43032	37600	87.377	37600	0	100.000	0.000
	Public - Others	240398	65055	27.061	65055	0	100.000	0.000
Grand Total	695550	496312	71.355	496312	0	100.000	0.000	

Resolution No 6 - Ordinary Resolution	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Ratification of remuneration payable to Cost Auditor M/s. S. Mahadevan & Co, Cost Accountants, Coimbatore.	Promoter and Promoter Group	412120	393657	95.520	393657	0	100.000	
	Public - Institutional holders	43032	37600	87.377	37600	0	100.000	0.000
	Public - Others	240398	65055	27.061	65055	0	100.000	0.000
	Grand Total	695550	496312	71.355	496312	0	100.000	0.000
Resolution No 7 - Special Resolution Reappointment of Sri S. Pathy, as Managing Director of the Company.	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Promoter and Promoter Group	412120	393657	95.520	393657	0	100.000	
	Public - Institutional holders	43032	37600	87.377	37600	0	100.000	0.000
	Public - Others	240398	65055	27.061	65055	0	100.000	0.000
Grand Total	695550	496312	71.355	496312	0	100.000	0.000	
Resolution No 8 - Ordinary Resolution Reappointment of Sri Aditya Krishna Pathy, as Deputy Managing Director of the Company.	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Promoter and Promoter Group	412120	393657	95.520	393657	0	100.000	
	Public - Institutional holders	43032	37600	87.377	37600	0	100.000	0.000
	Public - Others	240398	65055	27.061	65055	0	100.000	0.000
Grand Total	695550	496312	71.355	496312	0	100.000	0.000	
Resolution No 9 - Special Resolution Alteration of Articles of Association of the Company.	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Promoter and Promoter Group	412120	393657	95.520	393657	0	100.000	
	Public - Institutional holders	43032	37600	87.377	37600	0	100.000	0.000
	Public - Others	240398	65055	27.061	65055	0	100.000	0.000
Grand Total	695550	496312	71.355	496312	0	100.000	0.000	

For The Lakshmi Mills Company Ltd,



(N. SINGARAVEL)

Company Secretary.





ESTD - 1910

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07.09.2015

BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building  
P.J.Towers, Dalal Street, Fort  
Mumbai - 400 001

Dear Sir,

Sub: Declaration of the result of Postal Ballot - reg.

We wish to inform you that Sri B. Krishnamoorthi, FCA, Practising Chartered Accountant, appointed by the Board of Directors as Scrutinizer, for carrying out the e-voting / postal ballot process in a fair and transparent manner, has submitted his report on the e-voting / postal ballot. Based on the Scrutinizer's Report, the result of e-voting / Postal Ballot was declared on 7th September, 2015 at the registered office of the Company.

We enclose herewith the results of e-voting / Postal Ballot declared on 7<sup>th</sup> September, 2015 along with a copy of Scrutinizer's Report dated 5<sup>th</sup> September, 2015 for your perusal.

Please take the same on your record.

Thanking You

Yours Faithfully  
For The Lakshmi Mills Company Ltd,

  
(N. SINGARAVEL)  
Company Secretary.



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## **RESULTS OF E-VOTING / POSTAL BALLOT CONDUCTED IN CONNECTION WITH THE 105<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 4<sup>TH</sup> SEPTEMBER 2015.**

Pursuant to the provisions of the Section 108 of the Companies Act, 2013 read with Clause 35B(1) of the Listing Agreement entered into with the Stock Exchanges, the Company has arranged for remote e-voting through Central Depository Services India Ltd. To enable those shareholders who have not availed remote e-voting facility and present at the AGM, to participate in the voting process, the Company has also arranged for voting through ballot paper at the AGM.

Remote e-voting was made available to members for 3 days from 9.00 AM on 01.09.2015 to 5.00 PM on 03.09.2015.

To oversee the remote e-voting process and ballot paper, the Board of Directors of the Company had appointed Sri B. Krishnamoorthi, FCA, Practising Chartered Accountant in Coimbatore as the Scrutinizer. The Scrutinizer had scrutinised the votes cast through remote e-voting and ballot paper at the AGM and combined the votes cast under both method and submitted his report to the Chairman and Managing Director.

The results of remote e-voting and ballot paper was announced by the Deputy Managing Director at the Registered Office of the Company, 686 Avanashi Road, Pappanaickenpalayam, Coimbatore - 641 037.



ESTD - 1910

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The results are as below:

Sl. No.	Nature of business	No. of shares		Remarks
		Voted for	Voted against	
1	Adoption of Annual Financial Statements as on 31.03.2015.	4,96,312	0	<b>PASSED</b>
2	Declaration of Dividend for the year ended 31.03.2015.	4,96,312	0	<b>PASSED</b>
3	Appointment of a Director in the place of Sri Sanjay Jayavarthanelu (DIN 00004505), who retires by rotation and being eligible offers himself for re - appointment.	4,96,312	0	<b>PASSED</b>
4	Ratification of appointment of M/s. Subbchar & Srinivasan, Chartered Accountants, Coimbatore as Statutory Auditors of the Company for the financial year 2015 - 16 and fixing their remuneration.	4,96,312	0	<b>PASSED</b>
5	Appointment of Smt. Suguna Ravichandran as Independent Director.	4,96,312	0	<b>PASSED</b>
6	Ratification of remuneration payable to Cost Auditor M/s. S. Mahadevan & Co, Cost Accountants, Coimbatore.	4,96,312	0	<b>PASSED</b>
7	Reappointment of Sri S. Pathy, as Managing Director of the Company.	4,96,312	0	<b>PASSED</b>
8	Reappointment of Sri Aditya Krishna Pathy, as Deputy Managing Director of the Company.	4,96,312	0	<b>PASSED</b>
9	Alteration of Articles of Association of the Company.	4,96,312	0	<b>PASSED</b>

Accordingly, we hereby report that all the resolutions moved at the 105<sup>th</sup> Annual General Meeting held on 04.09.2015 were passed with requisite majority.

Place: Coimbatore

Date: 07.09.2015

For The Lakshmi Mills Company Ltd,

  
(N. SINGARAVELU)  
Company Secretary.



September 5, 2015

**REPORT OF SCRUTINIZER**

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

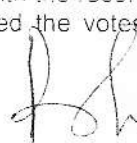

The Chairman  
The Lakshmi Mills Company Limited  
686, Avanashi Road  
Coimbatore - 641 037

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 105<sup>th</sup> (One Hundred and Fifth) Annual General Meeting of the Equity Shareholders of " **The Lakshmi Mills Company Limited**" held on 4th September 2015 at 4.35 pm at Nani Palkhivala Auditorium, Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore 641037 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 7<sup>th</sup> August, 2015 to vote on the proposed 9 (Nine) Resolutions as mentioned in the Notice of the Annual General Meeting of "The Lakshmi Mills Company Limited" (Item No.1 (One) to 9 (Nine) of the Notice of Annual General Meeting of The Lakshmi Mills Company Limited. The Members holding equity shares as on the cut-off date i.e. 28<sup>th</sup> August, 2015 were only considered for e-voting and for voting at the meeting venue.
2. The E-Voting period remained open from 09.00 AM on Tuesday 01st September, 2015 upto 05.00 PM on Thursday 3<sup>rd</sup> September, 2015.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com



Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041. Phone : 0422 4512371

**B. Krishnamoorthi** B.Sc., F.C.A.

Chartered Accountant

5. The Votes cast through E-Voting were unblocked on 4<sup>th</sup> September, 2015 around 6.10 PM in the presence of two witnesses, namely Mr.K.Marimuthu and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions contained in the instructions given for e-voting sent along with the Notice dated 29<sup>th</sup> July, 2015, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Ballot Form.
7. No Ballot Forms were incomplete and/ or were otherwise defective.
8. I have collated the votes received through E-Voting process and Physical Ballot forms voted at venue and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
1	Adoption of Annual Financial Statements as on 31.03.2015. (Ordinary Resolution)	E-Voting	4	37616	100.000	0	0	0.000
		Ballot form at the AGM venue	115	458696	100.000	0	0	0.000
		<b>Total</b>	119	496312	100.000	0	0	0.000
2	Declaration of Dividend for the year ended 31.03.2015. (Ordinary Resolution)	E-Voting	4	37616	100.000	0	0	0.000
		Ballot form at the AGM venue	115	458696	100.000	0	0	0.000
		<b>Total</b>	119	496312	100.000	0	0	0.000
3	Appointment of a Director in the place of Sri Sanjay Jayavarthanavelu (DIN 00004505), who retires by rotation and being eligible offers himself for re – appointment. (Ordinary Resolution)	E-Voting	4	37616	100.000	0	0	0.000
		Ballot form at the AGM venue	115	458696	100.000	0	0	0.000
		<b>Total</b>	119	496312	100.000	0	0	0.000
4	Ratification of appointment of M/s. Subbachar & Srinivasan, Chartered Accountants, Coimbatore as Statutory Auditors of the Company for the financial year 2015 – 16 and fixing their remuneration. (Ordinary Resolution)	E-Voting	4	37616	100.000	0	0	0.000
		Ballot form at the AGM venue	115	458696	100.000	0	0	0.000
		<b>Total</b>	119	496312	100.000	0	0	0.000

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Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com

Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041. Phone : 0422 4512371

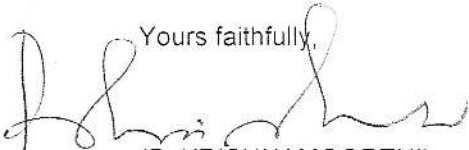
**B. Krishnamoorthi B.Sc., F.C.A.**  
Chartered Accountant

5	Appointment of Smt. Suguna Ravichandran as Independent Director. (Ordinary Resolution)	E-Voting	4	37616	100.000	0	0	0.000
		Ballot form at the AGM venue	115	458696	100.000	0	0	0.000
		<b>Total</b>	119	496312	100.000	0	0	0.000
6	Ratification of remuneration payable to Cost Auditor M/s. S. Mahadevan & Co, Cost Accountants, Coimbatore. (Ordinary Resolution)	E-Voting	4	37616	100.000	0	0	0.000
		Ballot form at the AGM venue	115	458696	100.000	0	0	0.000
		<b>Total</b>	119	496312	100.000	0	0	0.000
7	Reappointment of Sri S. Pathy, as Managing Director of the Company. (Special Resolution)	E-Voting	4	37616	100.000	0	0	0.000
		Ballot form at the AGM venue	115	458696	100.000	0	0	0.000
		<b>Total</b>	119	496312	100.000	0	0	0.000
8	Reappointment of Sri Aditya Krishna Pathy, as Deputy Managing Director of the Company. (Ordinary Resolution)	E-Voting	4	37616	100.000	0	0	0.000
		Ballot form at the AGM venue	115	458696	100.000	0	0	0.000
		<b>Total</b>	119	496312	100.000	0	0	0.000
9	Alteration of Articles of Association of the Company. (Special Resolution)	E-Voting	4	37616	100.000	0	0	0.000
		Ballot form at the AGM venue	115	458696	100.000	0	0	0.000
		<b>Total</b>	119	496312	100.000	0	0	0.000

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 105<sup>th</sup> Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of The Lakshmi Mills Company Limited, for safe custody.

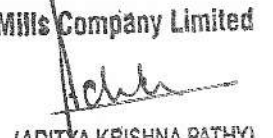
Thanking you,

Yours faithfully,

  
(B. KRISHNAMOORTHI)  
SCRUTINIZER

B. KRISHNAMOORTHI, F.C.A.,  
Chartered Accountant  
Membership No: 20430

**For The Lakshmi Mills Company Limited**

  
(ADITYA KRISHNA PATHY)  
Deputy Managing Director

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

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