

Kovilpatti Lakshmi Roller Flour Mills Limited

(Formerly KLRF Limited)

Regd. Office & Flour Mill
75/8, Benares cape Road
Gangaikondan - 627352
Tirunelveli District
Tamil Nadu
GST : 33AAACK6029N1ZF

Phone : 91 - 462 - 2486532
Mobile: 91 - 94433 - 75445
Fax : 91 - 462 - 2486132
E-Mail: ho@klrf.in
Web : www.klrf.in
CIN: L15314TN1961PLC004674

DECLARATION OF RESULTS OF THE VOTING ON RESOLUTIONS SET OUT IN THE POSTAL BALLOT NOTICE DATED 30th AUGUST 2018

Date of Declaration : 13th October 2018 at 4:00 P:M

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 (as amended) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the members the facility to vote by postal ballot and remote e-voting facilities vide Postal Ballot Notice dated 30th August 2018. Members have voted through remote e-voting and Postal Ballot from 12th September 2018 to 11th October 2018.

The Board of Directors had appointed Mr. M D Selvaraj, FCS of MDS & Associates, Company Secretaries, Coimbatore, as scrutinizer to scrutinize the votes cast through remote e-voting and Postal Ballot. The Scrutinizer prepared and submitted the Consolidated Scrutinizer's Report on the remote e-voting and Postal Ballot on 12th October 2018 in terms of the Rule 20 of the Companies (Management and Administration) Rules, 2014.

Accordingly, based on the Report of the Scrutinizer dated 12th October 2018, Resolution No. 1 as set out in the Postal Ballot Notice dated 30th August 2018, as detailed below, have been duly passed by the shareholders on 11th October 2018 being the last date for receipt of Postal Ballot form.

ITEM NO. 1 – ORDINARY RESOLUTION

Appointment of Sri.Ashwin Chandran (DIN: 00001884) as an Independent Director of the Company for a period of five years effective from 1st September 2018.

Particulars	No. of Ballot Forms/E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	156	31,70,745	
(b) Less: Invalid Ballot Forms	4	218	
(c) Net Valid Ballot Forms / E-Votes	152	31,70,527	100.00%
- Assent	146	31,68,653	99.94%
- Dissent	6	1,874	0.06%

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As the total number of votes cast in "FAVOUR" of the Resolution exceeded the total number of votes cast "AGAINST" the Resolution, the Chairman declared the following Resolution passed as an **Ordinary Resolution** with requisite majority.

RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Sri.Ashwin Chandran (DIN: 00001884), who was appointed as an Additional Director of the Company by the Board of Directors at their meeting held on 30th August 2018 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years with effect from 1st September 2018 to 31st August 2023, not liable to retire by rotation".

For Kovilpatti Lakshmi Roller Flour Mills Limited


Suresh Jagannathan
Managing Director
DIN: 00011326

Date: 13.10.2018
Place: Gangaikondan



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@mdsservices.in, Web : www.mdsservices.in

SCRUTINIZER'S REPORT FOR POSTAL BALLOT AND REMOTE E-VOTING
(Pursuant to Section(s) 108 and 110 of the Companies Act, 2013 read with Rule 20 and
22 of the Companies (Management and Administration) Rules, 2014 - as amended and
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015)

Date: 12th October 2018

To

The Managing Director

M/s. KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED

(Formerly known as KLRFLimited)

CIN :L15314TN1961PLC004674

75/8, Benares Cape Road

Gangaikondan -627352

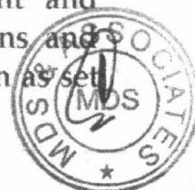
Tirunelveli

Tamil Nadu

Dear Sir,

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

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 KLRFLIMITED) ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and to scrutinize the Postal Ballot forms received from the shareholders in a fair and transparent manner and for ascertaining the requisite majority on the Remote E-voting and Postal Ballot carried out in accordance with the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Ordinary Resolution set out in the Postal ballot Notice dated 30th August 2018.



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 30th August 2018.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot and Remote E-voting process is restricted to the preparation of the Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution as set out in the Postal ballot Notice dated 30th August 2018, based on the reports generated from the e-voting system provided by the M/s. Link Intime India Private Limited ("LIPL"), the Authorised Agency engaged by the Company for providing remote e-voting facilities and of the Postal Ballot forms received up to 5:00 P:M on Thursday, 11th October 2018.

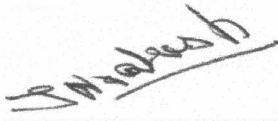
Further in addition to the above, I submit my report as under:

- The Company has on Tuesday, 11th September 2018 (i) completed dispatch by Registered Post of the Postal Ballot Notice and Ballot Form along with postage prepaid business reply envelope to its members, whose names appeared in the Register of Members/ List of beneficiaries as on Friday, 7th September 2018, and who had not registered their email ID with the Company/Depositories; (ii) sent electronic mail, of Postal Ballot Notice and ballot form to its Members, whose names appeared in the Register of Members/ List of beneficiaries as on Friday, 7th September 2018, and who had registered their email ID with the Company/Depositories.
- The shareholders of the Company holding shares as on the "cut-off" date of Friday 7th September 2018 were entitled to vote on the proposed resolution as set out in Item Nos. 1 of the Postal ballot Notice.
- The Remote e-voting period remained open from Wednesday, 12th September 2018, 9:00 A:M to Thursday, 11th October 2018, 5:00 P:M. 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. 7th September 2018 were entitled to vote on the resolution set out in the Notice of Postal Ballot.



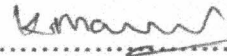
- The Postal Ballot Forms received upto 5:00 P:M on Thursday, 11th October 2018 were considered valid for scrutiny. The Postal Ballot Forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- The e-voting module of Link Intime India Private Limited (LIPL) was disabled on Thursday, 11th October 2018 at 5:00 P:M and I, as the Scrutinizer, unblocked the votes cast, on Thursday, 11th October 2018 at 5:20 P:M in the presence of Mr. Jayaprakash C (the undersigned as Witness No.1) and Mr.K.Masilamani (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: Jayaprakash C

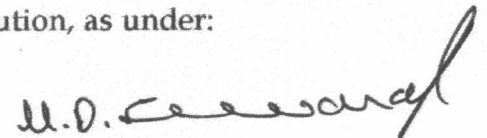
Witness No.2



.....
Name: K.Masilamani

- I have scrutinized the postal ballot papers and remote e-voting and 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 Consolidated Report on the Result of the Postal ballot together with that of the remote e-voting in respect of the said Resolution, as under:



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

SPECIAL BUSINESS**Resolution No: 1****Ordinary Resolution**

Appointment of Sri.Ashwin Chandran (DIN: 00001884) as Independent Director of the company for a period of five years effective from 1st September 2018.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	85	31,61,565	99.98
Postal Ballot Form	*61	7,088	84.75
Total Voting	146	31,68,653	99.94

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	599	0.02
Postal Ballot Form	4	1,275	15.25
Total Voting	6	1,874	0.06

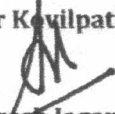
INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Postal Ballot Form	4	218
Total Voting	4	218

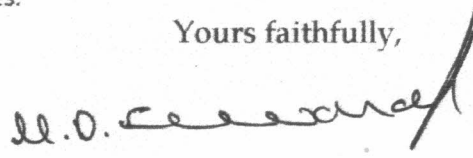
*One shareholder holding 100 shares abstained from voting for 40 shares.

Based on the Scrutinizer's Report Resolution No. 1 has been Passed with requisite majority and is effective from 11th October 2018.

For Kovilpatti Lakshmi Roller Flour Mills Ltd


Suresh Jagannathan
Managing Director
DIN: 00011326
Date: 13.10.2018
Place: Gangaikondan

Yours faithfully,



MDS & ASSOCIATES
Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE
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