

Kovilpatti Lakshmi Roller Flour Mills Limited

(formerly KLRFLimited)

Regd. Office & Flour Mill
75/8, Benares Cape Road
Gangaikondan - 627 352
Tirunelveli District
Tamil Nadu

CIN : L15314TN1961PLC004674

Phone : 91 - 462 - 2486532 (4 Lines)
Mobile: 91 - 94433 - 75445
Fax : 91 - 462 - 2486132
E-Mail: ho@klrf.in
Web : www.klrf.in
GSTN : 33AAACK6029N1ZF

Declaration of results of the voting on resolution(s) set out in the Notice of the 56th Annual General Meeting of the Company held on 30th August 2018.

The 56th Annual General Meeting of the Company was held on Thursday the 30th day of August, 2018 at 9:30 a.m at 75/8, Benares Cape Road, Gangaikondan - 627352, Tirunelveli District, Tamil Nadu, India, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 25th May, 2018.

Further, pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company has provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, through poll at the 56th Annual General Meeting, on the below mentioned resolution(s). Accordingly, the Company has appointed M D Selvaraj, FCS., Proprietor of M/s.MDS & Associates, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the voting in a fair and transparent manner.

The Scrutinizer has submitted his Combined Report on remote e-voting process and voting through poll dated 31st August 2018, which has been attached hereto.

Accordingly, based on the report of the Scrutinizer dated 31st August, 2018, it is hereby declared that the Resolution(s) under Item No(s).1 to 5 set out in the Notice dated 25th May, 2018 as detailed herein below, have been unanimously passed by the shareholders.

Item No.1 - Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	86	31,60,335	
(b) Less: Invalid Ballot Forms / Abstained	1	50	
(c) Net Valid Ballot Forms / E-Votes	85	31,60,285	100.00%
- Assent	85	31,60,285	100.00%
- Dissent	--	--	--

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.



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Item No.2 – Ordinary Resolution

Re-appointment of Mr.R.Kannan (DIN: 00951451) as a Director on retirement by rotation.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	86	31,60,335	
(b) Less: Invalid Ballot Forms / Abstained	1	50	
(c) Net Valid Ballot Forms / E-Votes	85	31,60,285	100.00%
- Assent	85	31,60,285	100.00%
- Dissent	--	--	--

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.**Item No.3 – Ordinary Resolution**

Appointment of and the payment of remuneration to M/s. VKS Iyer & Co., Chartered Accountants, Coimbatore (Registration No.000066S), Branch Auditor of the Company for the financial year 2018-19.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	86	31,60,335	
(b) Less: Invalid Ballot Forms / Abstained	1	50	
(c) Net Valid Ballot Forms / E-Votes	85	31,60,285	100.00%
- Assent	85	31,60,285	100.00%
- Dissent	--	--	--

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

..3..



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.. 3..

Item No.4 – Ordinary Resolution

Ratification of the payment of remuneration to Mr.P. Mohan Kumar, Cost Accountant (Membership Number.18692), Cost Auditor of the Company for the financial year 2018-19.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	86	31,60,335	
(b) Less: Invalid Ballot Forms / Abstained	1	50	
(c) Net Valid Ballot Forms / E-Votes	85	31,60,285	100.00%
- Assent	85	31,60,285	100.00%
- Dissent	--	--	--

Accordingly, the above Resolution has been unanimously passed as an **Ordinary Resolution**.

Item No. 5 – Special Resolution

Adoption of new set of Articles of Association in place of the existing Articles of Association of the Company.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	86	31,60,335	
(b) Less: Invalid Ballot Forms / Abstained	1	50	
(c) Net Valid Ballot Forms / E-Votes	85	31,60,285	100.00%
- Assent	85	31,60,285	100.00%
- Dissent	--	--	--

Accordingly, the above Resolution has been unanimously passed as a **Special Resolution**.

For Kovilpatti Lakshmi Roller Flour Mills Limited


Suresh Jagannathan
Managing Director
DIN : 00011326

Date : 31st August 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

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL
(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and
Rule 21 of the Companies (Management and Administration) Rules, 2014 - as amended)

To
The Chairman
56th Annual General Meeting of the Equity Shareholders of
M/s. KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED
(Formerly known as KLRF LIMITED)
(CIN: L15314TN1961PLC004674)
Held on Thursday the 30th day of August, 2018 at 10:45 a:m at 75/8, Benares Cape
Road, Gangaikondan - 627352, Tamil Nadu, India

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll
conducted at the 56th Annual General Meeting of M/s. Kovilpatti Lakshmi
Roller Flour Mills Limited (formerly KLRF Limited) held on 30th August,
2018

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 remote e-voting process held between Monday the 27th day of August, 2018 at 9:00 A:M and ended on Wednesday the 29th day of August, 2018 at 5:00 P:M and for the poll taken at the 56th Annual General Meeting of the Company held on Thursday the 30th day of August, 2018 at 10:45 a:m at 75/8, Benares Cape Road, Gangaikondan - 627352, Tirunelveli District, Tamil Nadu, India, on the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the said 56th Annual General Meeting dated 25th May, 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 remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 56th Annual General Meeting dated 25th May, 2018.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 56th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No(s).1 to 5 in the Notice convening the 56th Annual General Meeting, based on the reports generated from the e-voting portal provided by M/s. Link Intime Private Limited (LIPL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 56th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 31st August, 2018 on the remote e-voting process and also a separate Scrutinizer's Report dated 31st August, 2018 in the prescribed Form No.MGT-13 on the Poll taken at the 56th Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), 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, 2018 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 and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	80	31,58,482	100.00
Poll	5	1,803	100.00
Total Voting	85	31,60,285	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	50
Total Voting	1	50



Ordinary BusinessResolution No: 2Ordinary resolution

Re-appointment of Mr. R. Kannan (DIN: 00951451) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	80	31,58,482	100.00
Poll	5	1,803	100.00
Total Voting	85	31,60,285	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting		
Poll	1	50
Total Voting	1	50



Special Business

Resolution No: 3

Ordinary resolution

Appointment and payment of remuneration to M/s. VKS Aiyer & Co., Chartered Accountants, Coimbatore (Registration No.000066S), Branch Auditor of the Company for the financial year 2018-19.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	80	31,58,482	100.00
Poll	5	1,803	100.00
Total Voting	85	31,60,285	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting		
Poll	1	50
Total Voting	1	50



Special BusinessResolution No: 4

Ordinary resolution

Ratification of the payment of remuneration to Mr. P Mohankumar, Cost Accountant (Membership Number.18692), Cost Auditor of the Company for the financial year 2018-19

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	80	31,58,482	100.00
Poll	5	1,803	100.00
Total Voting	85	31,60,285	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	50
Total Voting	1	50



Special Business

Resolution No: 5

Special resolution

Adoption of the new set of Articles of Association in place of the existing Articles of Association.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	80	31,58,482	100.00
Poll	5	1,803	100.00
Total Voting	85	31,60,285	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	50
Total Voting	1	50

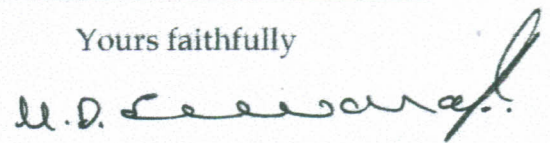
Place : Coimbatore
Date : 31st August 2018

Based on the Scrutinizer's Report
Resolution(s) No(s).1 to 5 have been
Passed unanimously

For Kovilpatti Lakshmi Roller Flour Mills Limited


Suresh Jagannathan
Managing Director

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