



# L.G. BALAKRISHNAN & BROS LIMITED

21<sup>st</sup> August, 2020

To

**Listing Department**

**National Stock Exchange of India Limited  
Exchange Plaza, C-1 Block G  
Bandra Kurla Complex, Bandra, East  
Mumbai - 400 051**

Scrip Code: **LGBBROSLTD**

To

**Listing Department**

**BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai - 400 001**

Scrip Code: **500250**

Dear Sir/Madam,

**Sub: Proceedings of the 64<sup>th</sup> Annual General Meeting of the Company held on Thursday, the 20<sup>th</sup> day of August, 2020 through video conferencing / other audio visual means**

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 64<sup>th</sup> Annual General Meeting of the Company was duly held on Thursday the 20<sup>th</sup> day of August, 2020 at 3.30 P:M (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 Circular No. 20/2020 dated 5<sup>th</sup> May 2020 read with Circular No. 14/2020 dated 8<sup>th</sup> April 2020 and Circular No. 17/2020 dated 13<sup>th</sup> April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular dated 12<sup>th</sup> May, 2020 issued by the SEBI and the proceedings of the said meeting is given hereunder:

**Present:**

The following Directors were present at the 64<sup>th</sup> Annual General Meeting through Video Conferencing (VC) / Other Audio Visual Means (OA VM):

| Name of the Director     | Category / Designation                                   |
|--------------------------|----------------------------------------------------------|
| Sri. B. Vijayakumar      | Chairman and Managing Director                           |
| Sri. P. Prabakaran       | Managing Director                                        |
| Sri. P. Shanmugasundaram | Independent Director and Chairman of the Audit Committee |



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| Name of the Director        | Category / Designation                                                         |
|-----------------------------|--------------------------------------------------------------------------------|
| Sri. R. Vidhya Shankar      | Independent Director and Chairman of the Nomination and Remuneration Committee |
| Sri. V. Govindarajulu       | Independent Director and Chairman of the Stakeholders Relationship Committee   |
| Sri. G. D. Rajkumar         | Independent Director                                                           |
| Mrs. Kanchana Manavalan     | Independent Director                                                           |
| Mrs. Rajsri Vijayakumar     | Non-Executive Director                                                         |
| Sri. Rajvirdhan Vijayakumar | Non-Executive Director                                                         |
| Sri. S. Sivakumar           | Non-Executive Director                                                         |

## In attendance

Mr. N Rengaraj, Chief Financial Officer

Mr.M.Lakshmikanth Joshi, General Manager Legal and Company Secretary

Mr. M.Sivaram of M/s. Suri & Co., Chartered Accountants, the Statutory Auditors and Mr. M.D. Selvaraj, FCS of M/s. MDS & Associates, Company Secretaries, the Secretarial Auditor & Scrutiniser for the 64<sup>th</sup> AGM were also present at the 64<sup>th</sup> Annual General Meeting through VC/OAVM.

A total of 74 members representing 15920468 shares attended the meeting through the video conferencing / other audio visual means.

Mr.M.Lakshmikanth Joshi, General Manager Legal and Company Secretary welcomed the Members and informed that this 64<sup>th</sup> Annual General Meeting of L.G.Balakrishnan & Bros Limited was being held through Video Conferencing /Other Audio Visual Means ("VC/OAVM") facility. The Company Secretary then introduced the Directors / Statutory Auditor / Secretarial Auditor and Scrutiniser / Key Managerial Personnel present in the meeting.

Thereafter, the Company Secretary briefed certain procedural and technical information regarding the participation by the members through video conferencing / other audio visual means and the manner of raising queries by the registered speaker shareholders.



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Thereafter, he invited Sri.B.Vijayakumar, Chairman and Managing Director of the Company to conduct the 64<sup>th</sup> Annual General Meeting.

Sri.B.Vijayakumar, Chairman and Managing Director informed that the requisite quorum being present, called the meeting to order and he welcomed the Directors and the shareholders for the 64<sup>th</sup> Annual General Meeting. 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 further stated that the Statutory Auditors' report for the year ended 31<sup>st</sup> March, 2020 does not contain any qualifications or comments or remarks. He informed that the response for the observation made by the Secretarial Auditor has been included in the Directors' report for the year ended 31<sup>st</sup> March, 2020.

Thereafter, the Chairman requested the Company Secretary to inform the members about the procedure(s) to cast votes through electronic means and read the summary of the resolutions set out in Item No.1 to 5 of the Notice of the 64<sup>th</sup> Annual General Meeting dated 5<sup>th</sup> June, 2020.

Thereafter, the Company Secretary informed that the Company had provided to the Shareholders, the facility to cast their vote electronically on all resolutions set forth in the Notice of the AGM through remote e-voting facility provided by the Central Depository Services (India) Limited ("CDSL"), which had commenced on Monday, August 17, 2020 at 9.00 a.m. (IST) and ended on Wednesday, August 19, 2020 at 5.00 p.m. (IST). He informed that the shareholders, who were 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 during the Meeting. In this regard, the Board of Directors has appointed Mr. M.D. Selvaraj FCS, (Membership No. FCS 960) of MDS & Associates, Company Secretaries in Practice, Coimbatore, as the Scrutinizer to conduct the remote e-voting and e-voting process at the AGM in a fair and transparent manner and to ascertain the requisite majority.

As per the instructions of the Chairman, the Company Secretary read out the summary of the resolutions set out in Item No.1 to 5 of the Notice of the 64<sup>th</sup> Annual General Meeting dated 5<sup>th</sup> June, 2020.



**Ordinary Business:**

1. Adoption of the audited Standalone Financial Statements of the Company including the consolidated financial statements for the financial year ended March 31, 2020 together with the reports of Board of Directors and Auditors.
2. Confirmation of the interim dividend of Rs.5/- per equity share of Rs.10/- each paid as final dividend for the financial year 2019-20.
3. Re-appointment of Mr. V. Rajvirdhan as a Director, who retires by rotation.
4. Re-appointment of Mr. S. Sivakumar as a Director, who retires by rotation.

**Special Business:**

5. Ratification of the appointment and payment of remuneration payable to Dr.G.L.Sankaran, Cost Auditor for the financial year 2020-2021.

Thereafter, the Company Secretary requested the Chairman to takeover the proceedings of the meeting.

The Chairman then delivered his speech to the shareholders and highlighted the Company's performance during the Financial Year 2019-20 and also, during the first Quarter ended June 30, 2020 amidst the difficult situation prevailing due to the pandemic of COVID-19. The Chairman informed the shareholders that the management is confident to overcome the challenges.

The Chairman then asked the moderator to invite the registered speaker shareholders to express their views and raise queries, if any. The moderator informed to the Chairman that both the registered speaker shareholder(s) has not joined the meeting.

Since there was no queries from any other participating shareholders, the Chairman informed that e-voting facility provided by the CDSL 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 the results of the voting shall be declared within the prescribed time and the consolidated scrutinizer's report along with the voting results.



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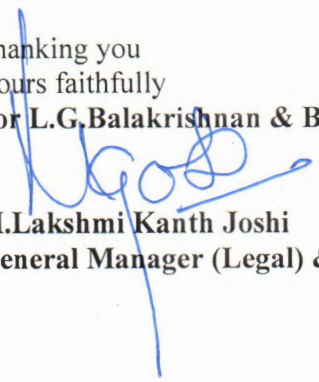
would be submitted to the CDSL ([www.evotingindia.com](http://www.evotingindia.com)), BSE Limited ([www.bseindia.com](http://www.bseindia.com)), National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)) and would also be placed on the Company's website ([www.lgb.co.in](http://www.lgb.co.in)).

The Chairman then thanked all the shareholders/Directors/Auditors, who have joined the 64<sup>th</sup> Annual General Meeting through video conferencing facility/other audio visual means.

The 64<sup>th</sup> AGM was concluded at 04:05 PM.

Kindly take the above on record.

Thanking you  
Yours faithfully  
For L.G. Balakrishnan & Bros Limited

  
M. Lakshmi Kanth Joshi  
General Manager (Legal) & Company Secretary

