L.G. BALAKRISHNAN & BROS LIMITED

21st August, 2020

To

Listing Department
BSE Limited
25th Floor, PJ Towers, Dalal Street
Mumbai – 400 001

Scrip Code: 500250

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
BandraKurla Complex, Bandra, East
Mumbai - 400 051
Scrip Code: LGBBROSLTD

Dear Sir

Sub : Submission of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 64th Annual General Meeting of the Company held on 20th August, 2020.

This is to inform that the 64th Annual General Meeting (AGM) of the Company was held on Thursday 20th August, 2020 through Video conferencing (VC) / Other Audio Visual Means (OAVM), in this regard please find enclosed the following.

1. Voting Results under Regulation 44(3) of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015.

2. Combined Scrutinizer Report dated August 21, 2020 pursuant to Section 108 of the Companies of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

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

DECLARATION OF RESULTS OF THE VOTING ON RESOLUTION(S) SET OUT IN THE NOTICE OF THE 64TH ANNUAL GENERAL MEETING OF THE COMPANY HELD THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO-VISUAL MEANS (OAVM) ON 20TH AUGUST, 2020

The 64th Annual General Meeting of the Company was held on Thursday, 20th August, 2020, at 03:30 PM (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 5th May 2020 read with Circular No. 14/2020 dated 8th April 2020 and Circular No. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Circular dated 12th May, 2020 issued by the SEBI, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 5th June, 2020.

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 read with the MCA 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 64th 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 Mr. 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 64th 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 64th Annual General Meeting dated 21st August, 2020 which has been attached hereto.

Based on the report of the Scrutinizer dated 21st August, 2020, it is hereby declared that the Resolution(s) under Item No(s).1 to 5 set out in the Notice dated 5th June, 2020, as detailed herein below, have been duly passed by the shareholders with requisite majority.

L.G. BALAKRISHNAN & BROS LTD CBE-6 GANAPATHY

Regd. Office : 6/16/13, Krishnarayapuram Road, Ganapathy, Coimbatore - 641 006, Tamil Nadu, India.
CIN : L29191TZ1956PLC000257 Ph : (0422) 2532325 Fax : (0422) 2532333 E-mail : info@lgb.co.in www.lgb.co.in

Item No.1 – Ordinary Resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 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	107	2,06,41,461	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	107	2,06,41,461	100.00
- Assent	106	2,06,28,661	99.94
- Dissent	1	12,800	0.06

Note: 1 shareholder holding 936 equity shares has abstained from voting through remote e-voting facility.

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

Item No.2 – Ordinary Resolution

Confirmation of the payment of interim dividend of Rs.5/- per equity share already paid as final dividend for the financial year ended 31st March, 2020.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	108	2,06,42,397	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	108	2,06,42,397	100.00
- Assent	107	2,06,29,597	99.94
- Dissent	1	12,800	0.06

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

L G BALAKRISHNAN & BROS LTD CBE-6 GANAPATHY

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Item No.3 – Ordinary Resolution

Re-appointment of Sri. V. Rajvirdhan (DIN: 00156787) as a Director, who retire by rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	108	2,06,42,397	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	108	2,06,42,397	100.00
- Assent	105	2,06,26,465	99.92
- Dissent	3	15,932	0.08

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

Item No.4 – Ordinary Resolution

Re-appointment of Sri. S. Sivakumar (DIN: 00016040) as a Director, who retire by rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	108	2,06,42,397	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	108	2,06,42,397	100.00
- Assent	106	2,06,27,767	99.93
- Dissent	2	14,630	0.07

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

L.G. BALAKRISHNAN & BROS LTD CBE-6 GANAPATHY

Regd. Office : 6/16/13, Krishnarayapuram Road, Ganapathy, Coimbatore - 641 006, Tamil Nadu, India.
CIN : L29191TZ1956PLC000257 Ph : (0422) 2532325 Fax : (0422) 2532333 E-mail : info@lgb.co.in www.lgb.co.in

Item No.5 – Ordinary Resolution

Ratification of the remuneration payable to Dr. G. L. Sankaran, Cost Accountant (Membership No.4482), Cost Auditors, for the financial year ending March 31, 2021.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	108	2,06,42,397	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	108	2,06,42,397	100.00
- Assent	105	2,06,29,457	99.94
- Dissent	3	12,940	0.06

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

For L.G.Balakrishnan & Bros Limited

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

Date : 21st August, 2020
Place : Coimbatore

L.G.BALAKRISHNAN & BROS LTD. CBE-6 GANAPATHY

Regd. Office : 6/16/13, Krishnarayapuram Road, Ganapathy, Coimbatore - 641 006, Tamil Nadu, India.
CIN : L29191TZ1956PLC000257 Ph : (0422) 2532325 Fax : (0422) 2532333 E-mail : info@lgb.co.in www.lgb.co.in

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(s) 108 and 109 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
64th Annual General Meeting of the Equity Shareholders of
M/s. L G BALAKRISHNAN & BROS LIMITED
(L29191TZ1956PLC000257)
Held on Thursday, 20th August, 2020, at 03:30 PM
Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

Sub: Passing of resolution(s) through remote e-voting process and through e-voting conducted at the 64th Annual General Meeting of M/s. L G Balakrishnan & Bros Limited held on 20th August, 2020

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. L G BALAKRISHNAN & BROS LIMITED** ("the Company") as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 64th 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 64th Annual General Meeting of the Company held on Thursday, 20th August, 2020, at 03:30 PM (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 5th May 2020 read with Circular No. 14/2020 dated 8th April 2020 and Circular No. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars").

L G BALAKRISHNAN & BROS LTD GANAPATHY CBE-6

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 64th Annual General Meeting dated 5th June, 2020.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 64th 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 64th Annual General Meeting of the Company dated 5th June, 2020, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), 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 5th June, 2020 convening the 64th 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 64th Annual General Meeting of the Company, were sent by the Registrar & Share Transfer Agent viz. M/s. Cameo Corporate Services Limited through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA Circulars. The Company has also placed the notice of the 64th Annual General Meeting on its website.

b. The Company has availed the e-voting services offered by the Central Depository Services (India) Limited (CDSL) 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 Monday, the 17th day of August, 2020 at 9:00 AM and ended on Wednesday, the 19th day of August 2020 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. 13th August 2020 were entitled to vote on the resolutions set out in the Notice of the 64th Annual General Meeting. The remote e-voting module of Central Depository Services (India) Limited (CDSL) was disabled on Wednesday, 19th August 2020 at 05:00 PM.

d. Upon the commencement of the 64th Annual General Meeting, the e-voting platform was made available to the shareholders, who were present at the 64th Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, to cast their vote through e-voting facility at the said 64th Annual General Meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting i.e. 04:05 PM.

e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 20th day of August 2020 at 04:35 PM in the presence of Mr. John Manoj A (the undersigned as Witness No.1) and Mr.A.Selten Jayaraj (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: Mr. A. Selten Jayaraj

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 Central Depository Services (India) Limited (CDSL).

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 Central Depository Services (India) Limited (CDSL), 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 64th Annual General Meeting as under:

For L.G. BALAKRISHNAN & BROS LTD.

P.PRABAKARAN
MANAGING DIRECTOR
DIN No.: 01709564

M.D.Selvaraj

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 : F000960B000600636

Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 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	94	2,05,27,327	100.00
E-Voting at AGM	12	1,01,334	88.79
Total Voting	106	2,06,28,661	99.94

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	0	0	0.00
E-Voting at AGM	1	12,800	11.21
Total Voting	1	12,800	0.06

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

- *1 shareholder holding 936 equity shares has abstained from voting through remote e-voting facility*

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

Confirmation of the payment of interim dividend of Rs.5/- per equity share already paid as final dividend for the financial year ended 31st March, 2020.

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	95	2,05,28,263	100.00
E-Voting at AGM	12	1,01,334	88.79
Total Voting	107	2,06,29,597	99.94

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	0	0	0.00
E-Voting at AGM	1	12,800	11.21
Total Voting	1	12,800	0.06

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 Sri. V. Rajvirdhan (DIN: 00156787) as a Director, who retire by 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	94	2,05,26,433	99.99
E-Voting at AGM	11	1,00,032	87.64
Total Voting	105	2,06,26,465	99.92

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	1,830	0.01
E-Voting at AGM	2	14,102	12.36
Total Voting	3	15,932	0.08

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.

Ordinary Business

Resolution No: 4

Ordinary resolution

Re-appointment of Sri. S. Sivakumar (DIN: 00016040) as a Director, who retire by 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	94	2,05,26,433	99.99
E-Voting at AGM	12	1,01,334	88.79
Total Voting	106	2,06,27,767	99.93

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	1,830	0.01
E-Voting at AGM	1	12,800	11.21
Total Voting	2	14,630	0.07

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 remuneration payable to Dr. G. L. Sankaran, Cost Accountant (Membership No.4482), Cost Auditors, for the financial year ending March 31, 2021.

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	95	2,05,28,263	100.00
E-Voting at AGM	10	1,01,194	88.66
Total Voting	105	2,06,29,457	99.94

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	0	0	0.00
E-Voting at AGM	3	12,940	11.34
Total Voting	3	12,940	0.06

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.

Yours faithfully

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

For L.G. BALAKRISHNAN & BROS LTD.

P.PRABAKARAN
MANAGING DIRECTOR
DIN No.: 01709564

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

Place : Coimbatore
Date : 21st August, 2020

UDIN: F000960B000600636