



# L.G. BALAKRISHNAN & BROS LIMITED

21<sup>st</sup> August, 2025

To

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

To

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai - 400 001  
Scrip Code: **500250**

**Dear Sir/Madam,**

**Sub: Proceedings of the 69<sup>th</sup> Annual General Meeting of the Company held on Thursday, 21<sup>st</sup> August, 2025 through video conferencing / other audio visual means**

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 69<sup>th</sup> Annual General Meeting of the Company was duly held on Thursday, the 21<sup>st</sup> day of August, 2025 at 10:00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of Section 96 and 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 the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") from time to time and the proceedings of the said meeting is given hereunder:

**Directors Present:**

The following Directors were present at the 69<sup>th</sup> Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM):

Name of the Director	DIN	Designation
Mr. B. Vijayakumar	00015583	Executive Chairman
Mr. P. Prabakaran	01709564	Managing Director

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Name of the Director	DIN	Designation
Mr. Rajiv Parthasarathy	02495329	Executive Director
Mr. J. Dinesh Kumar	10586227	Independent Director and Chairman of the Audit Committee
Mr. G. D. Rajkumar	00197696	Independent Director and Chairman of the Nomination and Remuneration Committee
Dr. Vinay Balaji Naidu	09232643	Independent Director and Chairman of the Stakeholders Relationship Committee
Ms. Kanchana Manavalan	07497403	Independent Director
Smt. Sadhana Vidhya Shankar	10753376	Independent Director
Mrs. Rajsri Vijayakumar	00018244	Non-Executive Director
Mr. S. Sivakumar	00016040	Non-Executive Director

### In attendance:

Mr. N Rengaraj, Chief Financial Officer

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

Mr. M. Sivaram, Partner of M/s. Suri & Co., Chartered Accountants, the Statutory Auditors, Mr. M. D. Selvaraj, Managing Partner and Mr. John Manoj A, Designated Partner of M/s. MDS & Associates LLP, Company Secretaries, the Secretarial Auditors and Mr. M. D. Selvaraj, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, in the capacity of Scrutinizer, were also present at the 69<sup>th</sup> Annual General Meeting through VC/OAVM.

A total of 77 members representing 1,20,39,276 equity shares attended the meeting through the Video Conferencing / Other Audio-Visual Means.

Mr. B. Vijayakumar, Executive Chairman, occupied the Chair and welcomed the Directors, Auditors, Scrutinizer and the shareholders for the 69<sup>th</sup> Annual General Meeting. Requisite quorum being present, Executive Chairman called the meeting to order and mentioned that since there is no physical attendance of the members, the





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requirement of appointing proxies is not applicable. The Executive Chairman then introduced the Directors, Statutory Auditors, Secretarial Auditors and Scrutinizer and the Key Managerial Personnel present in the meeting through Video Conferencing / Other Audio-Visual Means ("VC/OAVM") facility. He also expressed his satisfaction with the facilities provided to the members of the Company for participating in this meeting through video conferencing facility. 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 Executive Chairman further informed that since the notice of the 69<sup>th</sup> AGM along with the Annual Report comprising of the audited standalone and consolidated financial statements and the Directors report for the year ended 31<sup>st</sup> March, 2025 has already been circulated to all the members, the same was taken as read. Further, he stated that as there are no qualifications or comments or remarks in the Statutory Auditors' Report for the financial year ended 31<sup>st</sup> March 2025, the same was taken as read. Further, he stated that as there are no qualifications or comments or remarks in the Secretarial Auditors' Report for the financial year ended 31<sup>st</sup> March 2025, the same was taken as read.

He further informed that there were 15 registered speaker shareholder(s) and thereafter, he briefed the members regarding the question and answer session. He also stated that the management would restrict itself from commenting on any information, which is confidential and proprietary in nature. The Executive Chairman then delivered his speech to the shareholders.

The Executive Chairman thereafter requested Mr. M. Lakshmi Kanth Joshi, Sr. GM (Legal) & Company Secretary to continue the proceedings for conducting the 69<sup>th</sup> Annual General Meeting of the Company.





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Mr. M. Lakshmikanth Joshi, Senior General Manager (Legal) and Company Secretary, briefed certain procedural and technical information regarding the participation by the members including the registered speaker shareholders through video conferencing / other audio-visual means. He informed that the proceedings of the meeting are being recorded and the recorded video would be made available on the website of the Company. The Senior General Manager (Legal) and Company Secretary informed further that the Company had provided to the Shareholders, the facility to cast their vote electronically on all the resolution(s) set forth in the Notice of the 69<sup>th</sup> AGM through remote e-voting facility provided by the Central Depository Services (India) Limited ("CDSL"), which had commenced on Monday, August 18, 2025 at 9:00 a.m. (IST) and ended on Wednesday, August 20, 2025 at 5:00 p.m. (IST). He further informed that the shareholders, who are present at the 69<sup>th</sup> AGM and had not cast their vote through remote e-voting, has been provided an opportunity to cast their votes through e-voting at the Meeting. In this regard, the Board of Directors has appointed Mr. M. D. Selvaraj, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore as the Scrutinizer to conduct the remote e-voting and e-voting process at the 69<sup>th</sup> AGM in a fair and transparent manner and to ascertain the requisite majority.

The Senior General Manager (Legal) and Company Secretary informed the members that based on the reasons of business exigency / urgency, the Board of Directors of the Company have decided that the 'Special Business Items' included in the notice convening the meeting are unavoidable, hence the same are being considered in this meeting.

Thereafter, with the permission of the Chairman, the Senior General Manager (Legal) and Company Secretary informed 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 6 of the Notice of the 69<sup>th</sup> Annual General Meeting dated April 30, 2025, as given below:





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### Ordinary Business:

1. Adoption of the audited standalone financial statements of the company along with consolidated financial statements including statement of profit and loss (including other comprehensive income) along with the statement of cash flows and the statement of changes in equity for the financial year ended March 31, 2025 together with notes and the reports of the board of directors and the auditors thereon. (Ordinary Resolution)
2. Declaration of dividend of Rs.20/- per Equity Share for the financial year ended 31<sup>st</sup> March, 2025. (Ordinary Resolution)

*At this stage, Mr. B. Vijayakumar, Executive Chairman, vacated the Chair and at the request, Mr. P. Prabakaran, Managing Director, occupied the Chair to preside on the following agenda.*

3. Re-appointment of Sri. Rajiv Parthasarathy (DIN: 02495329) as a Director on retirement by rotation. (Ordinary Resolution)

*At this stage, Mr. P. Prabakaran, Managing Director vacated the Chair and Mr. B. Vijayakumar, Executive Chairman occupied the Chair and presided over the meeting.*

4. Re-appointment of Sri. S. Sivakumar (DIN: 00016040) as a Director on retirement by rotation. (Ordinary Resolution)

### Special Business:

5. Approval of the appointment of M/s. MDS & Associates LLP (LLPIN: ABZ - 8060), Company Secretaries, Coimbatore as Secretarial Auditors of the Company for a period of 5 (five) consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30 and the remuneration payable to them. (Ordinary Resolution)





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6. Ratification of the remuneration payable to Dr. G. L. Sankaran (Membership No.4482), Cost Auditor for the financial year 2025-26. (Ordinary Resolution)

The Senior General Manager (Legal) and Company Secretary informed that the text of the resolutions along with necessary statement setting out the material facts were already provided in the Notice circulated to the members and requested the members to cast their votes through the e-voting platform provided at the meeting.

The Senior General Manager (Legal) and Company Secretary then asked the moderator to invite the registered speaker shareholder(s) to express their views and raise queries, if any. The moderator informed that there were 15 registered speaker shareholder(s) and accordingly, the speaker shareholders, who had joined the meeting, raised their queries. The queries received from the shareholders by email and the queries raised by the speaker shareholders during the meeting were suitably answered by Mr. B. Vijayakumar, Executive Chairman, Mr. P. Prabakaran, Managing Director, Mr. Rajiv Parthasarathy, Executive Director and Mr. N. Rengaraj, Chief Financial Officer of the Company. There were no queries received through chat box.

With the permission of the Chairman, the Senior General Manager (Legal) and Company Secretary informed that the e-voting facility provided by the Central Depository Services (India) Limited ("CDSL") would remain open for the next 15 minutes to enable the shareholders, who are present at the 69<sup>th</sup> AGM and who have not cast their votes through remote e-voting, to cast their votes electronically. He informed further that that the results of the voting shall be declared within the prescribed time and the consolidated scrutinizer's report along with the voting results 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)).

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The Senior General Manager (Legal) and Company Secretary then thanked all the shareholders, Directors, Auditors and Scrutinizer, who have joined the 69<sup>th</sup> Annual General Meeting through video conferencing facility/other audio-visual means.

The proceedings of the 69<sup>th</sup> AGM were concluded at 12:09 PM (IST) and the e-voting facility was extended for another 15 minutes to the members to cast their votes.

Kindly take the above on record.

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

**M. Lakshmi Kanth Joshi  
Senior General Manager (Legal) & Company Secretary  
ACS No.14273**

