



L.G. BALAKRISHNAN & BROS LIMITED

26th August, 2022

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 66th Annual General Meeting of the Company held on 25th August, 2022.

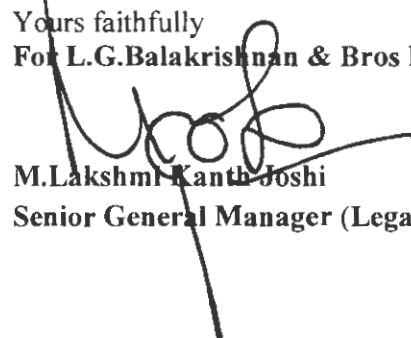
This is to inform that the 66th Annual General Meeting (AGM) of the Company was held on Thursday 25th August, 2022 through Video conferencing (VC) / Other Audio-Visual Means (OAVM), in this regard please find enclosed the following.

1. Voting Results under Regulation 44(3) of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015.
2. Combined Scrutinizer Report dated 25th August, 2022 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
Senior General Manager (Legal) & Company Secretary



L.G. BALAKRISHNAN & BROS LIMITED

**Declaration of results of the voting on resolution(s) set out in the
Notice of the 66th Annual General Meeting of the Company held through
Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 25th August 2022**

The 66th Annual General Meeting of the Company was held on Thursday, 25th August 2022, at 10:30 AM (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 the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") during the year(s) 2020, 2021 & 2022 respectively permitting the conduct of the Annual General Meeting through VC/OAVM facility, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 30th April 2022.

Further, pursuant to the provisions of Section 108 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 Disclosures Requirements) Regulations, 2015 read with the MCA Circulars and SEBI 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 66th 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 had 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 66th 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 66th Annual General Meeting dated 25th August 2022 which has been attached hereto.

Based on the consolidated report of the Scrutinizer dated 25th August 2022, it is hereby declared that the Resolution(s) under Item No(s).1 to 6 set out in the Notice dated 30th June 2022, as detailed herein below, have been duly passed by the shareholders with requisite majority.





L.G. BALAKRISHNAN & BROS LIMITED

(2)

Item No.1 – Ordinary Resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 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	242	1,70,48,293	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	242	1,70,48,293	100.00
- Assent	242	1,70,48,293	100.00
- Dissent	0	0	0.00

➤ Note: 1 shareholder holding 86,197 equity shares has abstained from voting through remote e-voting facility

Accordingly, the above Resolution is declared as unanimously passed as an **Ordinary Resolution**.

Item No.2 – Ordinary Resolution

Declaration of dividend of Rs.15/- per equity share for the financial year ended March 31, 2022

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	243	1,71,34,490	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	243	1,71,34,490	100.00
- Assent	241	1,71,34,261	100.00
- Dissent	2	229	Negligible

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

Cont...3





L.G. BALAKRISHNAN & BROS LIMITED

(3)

Item No.3 – Ordinary Resolution

Re-appointment of Sri. Rajiv Parthasarathy, (DIN: 02495329) as a Director, who retires by rotation

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	238	1,71,34,167	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	238	1,71,34,167	100.00
- Assent	176	1,49,83,164	87.45
- Dissent	62	21,51,003	12.55

➤ Note: 5 shareholders holding 323 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.4 – Ordinary Resolution

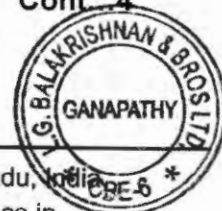
Re-appointment of Sri. S. Sivakumar (DIN: 00016040) as a Director, who retires by rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	239	1,71,34,286	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	239	1,71,34,286	100.00
- Assent	174	1,49,66,935	87.35
- Dissent	65	21,67,351	12.65

➤ Note: 4 shareholders holding 204 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.

Cont. 4





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(4)

Item No.5 – Ordinary Resolution

Re-appointment M/s.Suri & Co Chartered Accountants (Firm Registration No.004283S), for a second term of five consecutive years from the conclusion of the Sixty Sixth AGM until the conclusion of Seventy First AGM and approval of the remuneration payable to them.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	239	1,71,34,277	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	239	1,71,34,277	100.00
- Assent	237	1,71,34,048	100.00
- Dissent	2	229	Negligible

➤ Note: 4 shareholders holding 213 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.

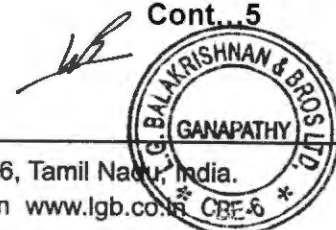
Item No.6 – Ordinary Resolution

Ratification of the remuneration payable to Dr.G.L.Sankaran (Membership No.4482), who was appointed by the Board of Directors as Cost Auditor for the financial year 2022-23.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	241	1,71,34,403	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	241	1,71,34,403	100.00
- Assent	237	1,71,33,170	99.99
- Dissent	4	1,233	0.01

➤ Note: 2 shareholders holding 87 equity shares has abstained from voting through remote e-voting facility

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Regd. Office : 6/16/13, Krishnarayapuram Road, Ganapathy, Coimbatore - 641 006, Tamil Nadu, India.

CIN : L29191TZ1956PLC000257 Ph : (0422) 2532325 E-mail : info@lgb.co.in www.lgb.co.in



L.G. BALAKRISHNAN & BROS LIMITED

(5)

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

For **L.G. BALAKRISHNAN & BROS LTD.**


E. VIJAYAKUMAR
Chairman and Managing Director
DIN No.: 00015583

Date : 26.08.2022

Place : Coimbatore



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
E-VOTING AT THE ANNUAL GENERAL MEETING
(Pursuant to Section 108 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 and Managing Director
66th Annual General Meeting of the Equity Shareholders of
M/s. L G BALAKRISHNAN & BROS LIMITED
(CIN: L29191TZ1956PLC000257)
Held on Thursday, 25th August, 2022, at 10:30 AM (IST)
Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

**Sub: Scrutinizer's report on remote e-voting process and e-voting conducted at
the 66th Annual General Meeting of M/s. L G Balakrishnan & Bros Limited
held on 25th August, 2022**

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 66th 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 at the 66th Annual General Meeting on the resolution(s) as set out in the Notice convening the 66th Annual General Meeting of the Company held on Thursday, 25th August, 2022, at 10:30 AM (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 the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") during the year(s) 2020, 2021 & 2022 permitting the conduct of the Annual General Meeting through VC/OAVM facility.



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 66th Annual General Meeting dated 30th April, 2022.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 66th 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. 6 in the Notice convening the 66th Annual General Meeting of the Company dated 30th April, 2022, 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 30th April 2022 convening the 66th 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 66th 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 and SEBI Circulars. The Company has also placed the notice of the 66th 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 22nd day of August, 2022 at 9:00 AM (IST) and ended on Wednesday, the 24th day of August, 2022 at 5:00 PM (IST). 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. 18th August 2022 were entitled to vote on the resolution(s) set out in the Notice of the 66th Annual General Meeting. The remote e-voting module of Central Depository Services (India) Limited (CDSL) was disabled on Wednesday, 24th August 2022 at 05:00 PM (IST).



- d. Upon the commencement of the 66th Annual General Meeting, the e-voting platform was made available to the shareholders, who were present at the 66th Annual General Meeting through video conferencing / other audio-visual means and who had not cast their vote on the resolution(s) through remote e-voting, to cast their vote through e-voting facility at the said 66th Annual General Meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting.
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 25th August 2022 at 12:08 PM in the presence of Mr. John Manoj A (Witness No.1) and Ms. Sindhuja S (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).
- 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.6 in the Notice convening the 66th Annual General Meeting as under:



Ordinary BusinessResolution No: 1Ordinary resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 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	234	1,70,40,428	100.00
E-Voting at AGM	8	7,865	100.00
Total Voting	242	1,70,48,293	100.00

VOTES CAST AGAINST THE RESOLUTION

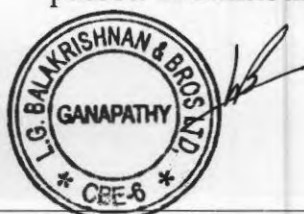
Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total Voting	0	0	0.00

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 86,197 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 unanimously.



Resolution No: 2**Ordinary resolution**

Declaration of dividend of Rs.15/- per equity share for the financial year ended March 31, 2022.

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	233	1,71,26,396	100.00
E-Voting at AGM	8	7,865	100.00
Total Voting	241	1,71,34,261	100.00

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	2	229	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	2	229	Negligible

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.



Resolution No: 3**Ordinary resolution**

Re-appointment of Sri. Rajiv Parthasarathy, (DIN: 02495329) as a Director, who retires 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	168	1,49,75,299	87.45
E-Voting at AGM	8	7,865	100.00
Total Voting	176	1,49,83,164	87.45

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	62	21,51,003	12.55
E-Voting at AGM	0	0	0.00
Total Voting	62	21,51,003	12.55

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

- 5 shareholders holding 323 equity shares has abstained from voting through remote e-voting facility

Note: Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed with requisite majority.



Resolution No: 4**Ordinary resolution**

Re-appointment of Sri. S. Sivakumar (DIN: 00016040) as a Director, who retires 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	166	1,49,59,070	87.35
E-Voting at AGM	8	7,865	100.00
Total Voting	174	1,49,66,935	87.35

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	65	21,67,351	12.65
E-Voting at AGM	0	0	0.00
Total Voting	65	21,67,351	12.65

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

- 4 shareholders holding 204 equity shares has abstained from voting through remote e-voting facility

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.



Ordinary Business**Resolution No: 5****Ordinary resolution**

Re-appointment M/s. Suri & Co Chartered Accountants (Firm Registration No.004283S), for a second term of five consecutive years from the conclusion of the Sixty Sixth AGM until the conclusion of Seventy First AGM and approval of the remuneration payable to them.

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	229	1,71,26,183	100.00
E-Voting at AGM	8	7,865	100.00
Total Voting	237	1,71,34,048	100.00

VOTES CAST AGAINST THE RESOLUTION

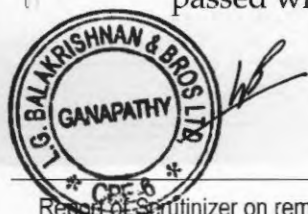
Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	2	229	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	2	229	Negligible

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

- 4 shareholders holding 213 equity shares has abstained from voting through remote e-voting facility

Note: Thus, the Ordinary Resolution as given in Item No. 5 may be considered as passed with requisite majority.



Resolution No: 6**Ordinary resolution**

Ratification of the remuneration payable to Dr.G.L.Sankaran (Membership No.4482), who was appointed by the Board of Directors as Cost Auditor for the financial year 2022-23.

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	229	1,71,25,305	99.99
E-Voting at AGM	8	7,865	100.00
Total Voting	237	1,71,33,170	99.99

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	4	1,233	0.01
E-Voting at AGM	0	0	0.00
Total Voting	4	1,233	0.01

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

➤ 2 shareholders holding 87 equity shares has abstained from voting through remote e-voting facility

Note: Thus, the Ordinary Resolution as given in Item No. 6 may be considered as passed with requisite majority.

Based on the Scrutinizer's Report, the Resolution Nos.1 to 6 have been duly passed with requisite majority

For **L.G. BALAKRISHNAN & BROS LTD.**

Place : Coimbatore

Date : 25th August 2022

B. VIJAYAKUMAR
Chairman and Managing Director
DIN No.: 00015583

Yours faithfully

U.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: F000960D000848917