



L.G. BALAKRISHNAN & BROS LIMITED

LGB/SEC/STK-AGM-2026

30.07.2026

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	National Stock Exchange of India Limited "Exchange Plaza" Bandra Kurla Complex, Bandra (E) Mumbai - 400 051
Scrip Code: 500250	Scrip Code: LGBBROSLTD

Dear Sirs,

Sub: Notice of 70th Annual General Meeting

Pursuant to Regulation 30 read with paragraph A of Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached herewith the Notice and the Explanatory Statement of the **70th Annual General Meeting of the Company to be held on Wednesday, August 26, 2026 at 10.00 a.m. (IST) via two-way Video Conference / Other Audio Visual Means**. The said Notice forms part of the Integrated Annual Report FY 2025-2026 and is being sent through electronic mode to the shareholders of the Company.

It is further confirmed that in compliance with the Circulars, the Notice convening the 70th AGM along with Annual Report for the financial year 2025-2026 is sent only through emails to all those shareholders whose email addresses are registered with the Company/Registrars and Transfer Agent/Depository Participant(s).

The schedule of remote e-voting facility is set out as under (both days inclusive):

Event	Day, Date and Time
Date and time of AGM	Wednesday, August 26, 2026 (10.00 a.m. IST)
Cut-off date for e-voting	Wednesday, August 19, 2026
Commencement of remote e-voting	Sunday, August 23, 2026 (9:00 a.m. IST)
End of remote e-voting	Tuesday, August 25, 2026 (5:00 p.m. IST)

Kindly take the same on record

Thanking you,
Yours faithfully,

For L.G.Balakrishnan & Bros Limited

M.Lakshmi Kanth Joshi

Senior General Manager (Legal) and Company Secretary

NOTICE OF 70TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE SEVENTIETH ANNUAL GENERAL MEETING (“AGM” / 70TH AGM) OF THE MEMBERS OF L.G. BALAKRISHNAN & BROS LIMITED (“THE COMPANY”) WILL BE HELD ON WEDNESDAY, 26TH DAY OF AUGUST 2026 AT 10.00 AM (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) FACILITY WITHOUT THE IN-PERSON PRESENCE OF SHAREHOLDERS AT A COMMON VENUE TO TRANSACT THE FOLLOWING BUSINESS:

AGENDA**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements (including Standalone and Consolidated Financial Statements) including the Statement of Profit and Loss (including other comprehensive income) along with the Cash Flow Statement, the Statement of Changes in Equity for the Financial Year ended March 31, 2026, Balance Sheet as at that date together with notes and the report of the Board of Directors and the Statutory Auditors thereon, including Annexures thereto.
2. To declare a Dividend of ₹ 22/- per equity share for the Financial Year ended March 31, 2026.
3. To appoint a Director in place of Sri.B.Vijayakumar (DIN: 00015583) who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Smt.Rajsri Vijayakumar (DIN: 00018244) who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS

5. **Approval for the continuation of Sri.S.Sivakumar (DIN: 00016040) as a Non-Executive Non-Independent Director of the Company notwithstanding him attaining the age of 75 years.**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to Regulation 17(1A) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other relevant rules, if any (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the members of the Company be and is hereby accorded for the continuation of Sri.S.Sivakumar (DIN: 00016040), who will be attaining the age of 75 (seventy five) years on 30th November, 2026, as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. **Ratification of the remuneration payable to the Cost Auditor of the Company for the financial year 2026-27.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any amendment(s), statutory modification(s) or any re-enactment(s) thereof, for the time being in force) the remuneration payable to Dr.G.L.Sankaran, Cost Accountant (Membership No.4482), who was re-appointed by the Board of Directors based on the recommendation of the Audit Committee as Cost Auditors to conduct the audit of the cost records of the company for the Financial

Year ending March 31, 2027, amounting to ₹ 3,00,000/- (Rupees Three Lakhs Only) plus applicable taxes and reimbursement of travelling and other out-of-pocket expenses incurred by him in connection with the said audit, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors (including any committee thereof) of the company be and are hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.

STATEMENT SETTING OUT THE MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following statements sets out the material facts relating to the special business mentioned under Item No.5 to 6 in the accompanying Notice dated May 2, 2026, and shall be taken as forming part of the Notice.

ITEM NO. 5

Sri.S.Sivakumar (DIN: 00016040) has been associated with the Company as a Non-Executive Non-Independent Director since 29th June 1996 and he will attain the age of 75 (seventy five) years on 30th November, 2026.

Pursuant of Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), no listed Company shall appoint or continue the appointment of a Non-Executive Director, who has attained the age of 75 years, unless a special resolution is passed prior to the Non-Executive Director attaining the age of 75 years. Sri.S.Sivakumar (DIN: 00016040) has more than 39 years of rich industrial experience and during his long association with the Company, he has made valuable insights, and governance oversight, thereby contributing to the Company's overall growth. Considering his varied experience and skills, deep understanding of the industry in which the Company operates, and his knowledge, the Board is of the opinion that Sri. S. Sivakumar (DIN: 00016040) has been an integral part of the Board and his continuation as a Non-Executive Non-Independent Director beyond the age of 75 years would be beneficial to the Company. Accordingly, the Nomination and Remuneration Committee, at their meeting held on 30th April 2026 and the Board of Directors, at their meeting held on 02nd May 2026, has recommended the continuation of Sri.S.Sivakumar (DIN: 00016040) as a Non-Executive Non-Independent Director of the Company beyond the age of 75 years, liable to retire by rotation, after taking into account the performance evaluation and Sri.S.Sivakumar's knowledge, expertise, vast experience and his contribution to the growth of the Company during his tenure. Therefore, the Board recommends the special resolution as set out in the Item No. 5 of this notice for the approval of the members.

The above shall also be treated as the justification for the continuation of Sri.S.Sivakumar (DIN: 00016040) as a Non-Executive Non-Independent Director of the Company in accordance with Regulation 17(1A) of the Listing Regulations.

The disclosure as required under Regulation 36 of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Companies Secretaries of India is annexed and forms part of this notice.

Except Sri.S.Sivakumar (DIN: 00016040) and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their relatives, financially or otherwise, is concerned or interested in the Special Resolution as set out at Item No.5 of this notice.

Item No.6:

The Board of Directors, on the recommendation of the Audit Committee, has approved the re-appointment of Dr. G. L. Sankaran, Cost Accountant (Membership No.4482) as Cost Auditor and the remuneration payable to him to conduct the audit of the cost records of the Company for the Financial Year 2026-2027, subject to ratification by the Members. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, and the Companies (Cost Records and Audit) Rules, 2014 the remuneration payable to the Cost Auditor must be ratified by the Members of the Company by means of passing an ordinary resolution.

Accordingly, the approval of the Members is sought for passing an Ordinary Resolution as set out in Item No.6 of the Notice for ratification of the remuneration payable to the Cost Auditor for conducting the Cost Audit of the Company for the Financial Year ending on March 31, 2027. The Board recommends the Ordinary Resolution as set out in Item No.6 of the notice for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company or their relatives, financially or otherwise, is concerned or interested in the Ordinary Resolution as set out at Item No.6 of this notice.

NOTES:

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act") in respect of Item No. 5 and 6 of the accompanying Notice, is annexed hereto. Further, disclosures in relation to Item No. 3, 4, 5 & 6 of the Notice, pursuant to Regulation 36(3) of the the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and 'Secretarial Standard 2 on General Meetings' issued by the Institute of Company Secretaries of India ("SS-2") forms an integral part of this Notice.
2. The Ministry of Corporate Affairs ('MCA') vide its General Circular No. 03/2025 dated September 22, 2025 read with other relevant circulars issued from time to time ("MCA Circulars") has allowed to hold the Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM). In compliance with MCA Circulars, applicable provisions of the Act and the Listing Regulations, the 70th AGM of the Company shall be conducted through VC/ OAVM facility, which does not require in-person presence of members at a common venue. The deemed venue for the 70th AGM shall be the Registered Office of the Company situated at 6/16/13 Krishnarayapuram Road, Ganapathy, Coimbatore-641006, Tamil Nadu.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THE 70TH AGM IS BEING HELD THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR THE APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE 70TH AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE. MEMBERS ATTENDING THE AGM THROUGH VC / OAVM SHALL BE COUNTED FOR THE PURPOSE OF RECKONING THE QUORUM UNDER SECTION 103 OF THE ACT.**
4. Since the AGM will be held through VC/OAVM, the Route Map to the venue of the AGM is not annexed to this Notice.
5. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), as the authorized agency for conducting the AGM through VC/OAVM and providing remote e-Voting and e-Voting facility at/ during the AGM of the Company. The instructions for participation by Members are given in the subsequent notes.
6. Electronic copy of the Annual Report for FY 2025-26 and Notice of AGM are uploaded at 'Investor Relations' section on the Company's website <https://www.lgb.co.in/investor-relations/annual-reports/> and is being sent to all the Members whose email IDs are registered with the Company/ Depository Participants(s)/RTA for communication purposes and also on the website of BSE Ltd., and National Stock Exchange of India Ltd. In respect of Members who have not registered their email address, the weblink including exact path, where the above details are uploaded will be informed by a letter. Further, Notice of AGM is available on the website of CDSL, the agency engaged for providing e-voting facility, i.e. www.evotingindia.com. Members can attend and participate in the Annual General Meeting through VC/ OAVM facility only.

In case any Member is desirous of obtaining hard copy of the Annual Report for the financial year 2025-2026 and Notice of the 70th AGM of the Company, he / she may send request to the Company's mail-id secretarial@lgb.co.in mentioning Folio No. / DP ID and Client ID.

7. Members of the Company under the category of Institutional/Corporate Shareholders are encouraged to attend and vote at the AGM through VC. Institutional / Corporate Members intending to authorize their representatives to participate, and vote are requested to send a certified copy of the Board / Governing Body resolution / authorization letter to the Scrutinizer by e-mail at lgb@mdsassociates.in and the same should also be uploaded on the VC portal / e-Voting portal of CDSL.
8. The Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, August 20, 2026, to Wednesday, August 26, 2026** (both days inclusive) for the purpose of determining the eligibility of the Members to receive the dividend for the financial year ended March 31, 2026, if declared at the AGM.
9. Dividend as recommended by the Board of Directors, if declared at the ensuing Annual General Meeting will be **paid on or before September 18, 2026** from the date of declaration, to those Members whose names appear on the Register of Members in respect of shares held in physical form as well as in respect of shares held in electronic form as per the details received from the depositories for this purpose as at the close of the business hours on **August 19, 2026 (record date)**.
10. Pursuant to the Income Tax Act, 2025, dividend income is taxable in the hands of shareholders and the Bank is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Income Tax Act, 2025 and the amendments thereof. The shareholders are requested to update their PAN with the DP (if shares held in electronic form) and RTA (if shares held in physical form). Resident individual shareholders who had registered their valid PAN and who are not liable to pay income tax, can submit an annual declaration in Form No. 121, to avail the benefit of non-deduction of tax at source. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form 121 along with PAN, at investor@cameoindia.com & secretarial@lgb.co.in on or **before August 19, 2026 (upto 5:00 PM)**. Shareholders are requested to note that in case their PAN is not registered, tax will be deducted at a higher rate of 20%. Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 41, any other document which may be required to avail the tax treaty benefits at investor@cameoindia.com & secretarial@lgb.co.in on or **before August 19, 2026 (upto 5:00 PM)**. As per the guidelines issued by Ministry of Corporate Affairs and SEBI, communications to the shareholders is necessarily to be sent via email. Hence shareholders who have not yet registered their e-mail address with the Bank/RTA or in their Demat accounts, are requested to update the same.

Key documents to be submitted/uploaded as per Income Tax Rules 2026 for TDS Exemption Declaration:

Category of Shareholder	Document(s) to be submitted/uploaded
Members Resident individual shareholders with PAN* and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax not having valid PAN	i) Form 121 (erstwhile Form No. 15G or Form No. 15H)
Non-resident shareholders [including Foreign Portfolio Investors (FPIs)] who can avail beneficial rates under tax treaty between India and their country of tax residence	i) No Permanent Establishment Declaration ii) Beneficial Ownership Declaration iii) Tax Residency Certificate iv) Copy of electronically filed Form 41 (erstwhile Form 10F) v) Any other document which may be required

*If PAN is not correct/invalid/inoperative/not linked to Aadhar then tax will be deducted at higher rates and credit of TDS will not be available. [Section 397 of the Income Tax Act, 2025]

11. The Company will arrange to issue the soft copy of TDS certificate to its shareholders at their registered email ID in accordance with the provisions of the Income Tax Act, 2025 after filing of the quarterly TDS Returns of the Company, post payment of the said Dividend. Shareholders will be able to download Form 168 from the Income Tax Department's website <https://www.incometax.gov.in/>.
12. The Company has sent necessary intimation with regard to TDS on dividend with all details to all the members through e-mail, whose e-mail IDs are registered with the Company / RTA.
13. Members who have not registered their Bank particulars with the Depository Participant(s) ("DP") / Company are advised to utilize the electronic solutions provided by National Automated Clearing House ("NACH") for receiving dividends. Members holding shares in electronic form are requested to contact their respective Depository Participant(s) for availing this facility. Members holding shares in physical form are requested to download the NACH form from the website of the Company viz., <https://www.lgb.co.in/investor-relations/investor-services-forms-for-download/> and the same, duly filled up and signed along with original cancelled cheque leaf may be sent to the Company or to the Registrar and Share Transfer Agent ("RTA").
14. In accordance with SEBI's Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, Members holding shares in physical form, whose folio(s) are updated with PAN, nomination details, contact details, Bank Account details or updated specimen signature, will only be eligible for payment of dividend, through electronic mode effective from 1st April 2024. Therefore, Members holding shares in physical form are requested to update the above-mentioned details by providing the appropriate requests through ISR forms with the Registrar and Share Transfer Agent to ensure receipt of dividend.
15. The relevant formats for Nomination and Updation of KYC details viz; **Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14** and SEBI circular are available on Company's website as well as the website of Cameo Corporate Services Limited, the Registrar and Share Transfer Agent of the Company. Original cancelled cheque leaf bearing the name of the first holder failing which first security holder is required to submit copy of bank passbook / statement attested by the bank which is mandatory for registering the new bank details.
16. The Company has entered into agreements with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"). The Depository System envisages the elimination of several problems involved in the scrip- based system such as bad deliveries, fraudulent transfers, fake certificates, thefts in postal transit, delay in transfers, mutilation of share certificates, etc. Simultaneously, Depository System offers several advantages like exemption from stamp duty, elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc. Members, therefore, now have the option of holding and dealing in the shares of the Company in electronic form through NSDL or CDSL. Members are encouraged to convert their physical holding to electronic mode.
17. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form w.e.f. 01st April 2019, except in case of request received for transmission or transposition of securities. In view of this, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Cameo Corporate Services Limited, Company's Registrar and Share Transfer Agent for assistance in this regard.

In addition to above, Members may please note that SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly Shareholders are requested to make service requests by submitting a duly filled and signed Form

ISR- 4, the format of which is available on the Company's website under the weblink at <https://www.lgb.co.in/investorrelations/investor-services-forms-for-download/>

It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. Members can contact the Company or RTA for assistance in this regard.

Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialization. Members can contact the Company or RTA for assistance in this regard.

18. As per the provisions of Section 72 of the Act, the facility for submitting nomination is available for members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The form can be downloaded from <https://www.lgb.co.in/investor-relations/investor-services-forms-for-download/>. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the Company's RTA, in case the shares are held in physical form.
19. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company Secretary of the Company or its RTA, namely M/s. Cameo Corporate Services Limited, Subramanian Building, #1, Club House Road, Chennai 600 002, by quoting the Folio number or the Client ID number with DP ID number.
20. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
21. A Member who needs any clarification on accounts or operations of the Company shall send his/her queries addressed to the **Company Secretary at lk.joshi@lgb.co.in**, so as to reach him on or before August 19, 2026. Such queries will be replied by the Company suitably during the AGM or through a separate e-mail.
22. Members who wish to claim dividends, which remain unclaimed, are requested to correspond with the Company / Registrar & Share Transfer Agent of the Company. Members are requested to note that pursuant to Section 124 of the Companies Act, 2013 dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government under Section 125 of the Companies Act, 2013. The details of unpaid/ unclaimed dividend can be viewed on the Company's website. As per the provisions of Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules 2016, the Company will be transferring the share(s) on which the beneficial owner has not encashed any dividend during the last seven years to the IEPF demat account as identified by the IEPF Authority.

Details of shareholders whose shares are liable to be transferred to IEPF are available at the Company website: <https://www.lgb.co.in/investor-relations/transfer-of-shares-to-iepf/> The shareholders whose unclaimed dividend/share has been transferred to the 'Investor Education and Protection Fund', may claim the same from IEPF authority by filing Form IEPF-5 along with requisite documents. Mr. M. Lakshmi Kanth Joshi, Senior General Manager (Legal) and Company Secretary, is the Nodal Officer of the Company for the purpose of verification of such claims.
23. Soft copies of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members during the AGM

24. Process and manner for members opting for voting through electronic means:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and pursuant to the relevant MCA Circulars and the Secretarial Standard on General Meetings (SS-2), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), as the authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL.
2. The members can join the AGM through VC / OAVM mode 30 minutes before the scheduled time of the AGM and within 15 minutes after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 members on first come first serve basis. This will be in addition to large members (members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.
3. The attendance of the members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. A person whose name is recorded in the Register of Members / List of Beneficial Owners maintained by the depositories as on **August 19, 2026**, being the cut-off date shall be entitled to avail the facility of remote e-voting or e-voting during the AGM. Persons who are not members as on the cut-off date, but have received this Notice, should treat receipt of this Notice for information purpose only.
5. A person who has acquired the shares and has become a member of the Company after the despatch of the Notice of the AGM and prior to the **Cut-off date i.e. Wednesday, August 19, 2026**, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the procedure mentioned in this part.
6. The members who have cast their vote by remote e-voting prior to AGM may also attend the AGM but shall not be entitled to cast their vote again.
7. Eligible members who have acquired shares after sending the Notice electronically and holding shares as on the cut-off date may approach the Company for issuance of the User Id and Password for exercising their right to vote by electronic means.

25. Process for those members whose e-mail ids / mobile numbers are not registered with the Company / Depositories:

1. For physical equity shareholders, please provide necessary details like Folio No., name of equity shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by emails to secretarial@lgb.co.in and investor@cameoindia.com.
2. For demat shareholders, please update your email id and mobile number with the respective Depository Participant.

3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

26. Instructions for Members for remote voting, e-voting during AGM and joining the AGM through VC / OAVM are as under:

1. The voting period begins on **Sunday, August 23, 2026, at 9.00 am (IST) and ends on Tuesday, August 25, 2026, at 5.00 pm (IST)**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) of Wednesday August 19, 2026** may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. Pursuant to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, and in accordance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

4. In terms of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL:https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at :022 - 4886 7000.

Step 2

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

5. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID

a.	For CDSL: 16 digits beneficiary ID,
b.	For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c.	Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and have logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric. - PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) - Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

7. After entering these details appropriately, click on “SUBMIT” tab.
8. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on the EVSN for the relevant **L.G.BALAKRISHNAN & BROS LIMITED** on which you choose to vote.
11. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

12. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
13. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
14. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
15. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
16. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
17. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

27. Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.

1. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
3. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
4. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
5. It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board / Governing Body Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at lgb@mdsassociates.in and to the Company at the email address viz; secretarial@lgb.co.in if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at lk.joshi@lgb.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at lk.joshi@lgb.co.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

28. Other Instructions

1. Sri. M. D. Selvaraj (FCS: 960, CP: 411), Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore has been appointed as the Scrutinizer to scrutinize both the remote e-voting process and e-voting process during the meeting in a fair and transparent manner.
2. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolutions have been carried or not, and such report shall then be sent to the Chairman or a person authorized by him, within 2 (two) working days from the conclusion of the AGM, who shall then countersign and declare the result of the voting within the prescribed time.
3. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at <https://www.lgb.co.in/investor-relations/general-meeting-notice/> and on the website of CDSL at www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited in the prescribed manner within the stipulated time.

By Order of the Board,

M. LAKSHMI KANTH JOSHI
Senior General Manager (Legal) and
Company Secretary
ACS No. 14273

Place : Coimbatore
Date : 02.05.2026

Brief profile and other particulars of Director(s) seeking re-appointment at the 70th Annual General Meeting of the Company pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (“ICSI”).

Name of Director	Sri.B.Vijayakumar	Smt. Rajsri Vijayakumar	Sri. S. Sivakumar
Director Identification Number	00015583	00018244	00016040
Date of Birth /Age	22.01.1953 / 73 years	11.09.1981 / 45 years	30.11.1952 / 74 years
Nationality	Indian	Indian	Indian
Qualifications	B.Sc.,	B.B.A.,	B.Com.,
Date of first appointment on the Board	25.11.1986	30.10.2006	28.06.1996
Board Position Held	Executive Chairman	Non-Executive Non-Independent Director	Non-Executive Non-Independent Director
Brief profile including educational qualification, areas of expertise and experience	More than 45 years as an industrialist and more than 36 years as Managing Director of the Company	More than 28 years experience in General Administration	More than 39 years experience as an Industrialist
Justification for choosing the appointee as an Independent Director	Not applicable	Not applicable	Not applicable
Summary of Performance evaluation in case of re-appointment of Independent Director	Not applicable	Not applicable	Not applicable
Terms and conditions of appointment/re-appointment	Re-appointed as Executive Chairman of the Company for a period of 5 years effective from 1 st January, 2025. Liable to retire by rotation.	Liable to retire by rotation	Liable to retire by rotation
No. of Board Meetings attended during the financial year (FY 2025-26)	4 of 4	3 of 4	4 of 4
Remuneration sought to be paid	As approved by Shareholders	Sitting Fees Only	Sitting Fees Only
Remuneration last drawn upto 31.03.2026	₹ 523.96 Lakhs	NIL	NIL
Details of inter-se relationship with other Directors, Manager and Key Managerial Personnel of the Company.	Smt. Rajsri Vijayakumar - Daughter Sri. Rajiv Parthasarathy - Daughter's Husband	Daughter of Sri.B.Vijayakumar and wife of Sri.Rajiv Parthasarathy	Not applicable

Name of Director	Sri.B.Vijayakumar	Smt. Rajsri Vijayakumar	Sri. S. Sivakumar
Details of shares held in the Company (including shareholding as a beneficial owner) (as on date of the Notice)	36,58,745	23,29,156	1,194
List of Directorships held in other companies as on the date of the Notice	1. LGB Forge Limited 2. South Western Engineering India Private Limited 3. LG Sports Private Limited 4. L.G.B. Auto Products Private Limited 5. LG Farm Products Private Limited 6. Super Speeds Private Limited 7. Super Transports Private Limited 8. Magriver Private Limited 9. Primekart Zone Private Limited	1. LGB Forge Limited 2. Super Transports Private Limited 3. L.G.B.Auto Products Private Limited 4. ELGI Automotive Services Private Limited 5. Silent Chain India Private Limited 6. LG Farm Products Private Limited 7. Super Speeds Private Limited 8. Paatimaachi Private Limited 9. Rajvirdhan Private Limited	1. Prime Kart Zone Private Ltd 2. L.G.B. Auto Products Private Ltd 3. South Western Engineering India Private Ltd 4. L G Sports Private Ltd
Name of Listed Companies from which the Director has resigned in the past three years	Elgi Equipments Limited (retired due to completion of tenure on 01-08-2024)	NIL	NIL
Membership / Chairmanship of Committees of other Boards as on date of the AGM Notice	NIL	Member of Audit Committee and Stakeholder Relationship Committee in LGB Forge Limited	NIL