L.G. BALAKRISHNAN & BROS LIMITED

To

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

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

12.09.2015

Dear Sir

Sub : **Proceedings of 59th Annual General Meeting of the Company held on 10th September 2015**

Symbol : **LGBBROSLTD**

Pursuant to the provision of the clause 31(d) of the Listing Agreement, it is hereby informed that the 59th Annual General Meeting of the Company was duly held on Thursday 10th September 2015 at 10:30 A:M at Ardra Convention Centre, Kaanchan, 9, North Huzur Road, Coimbatore 641 018, Tamilnadu, India.

The proper quorum was present and all the items of business as mentioned in the Annual General Meeting Notice dated 30th April 2015 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as passed by requisite majority by remote e-voting and through poll at Annual General Meeting.

1.	**Detail of the Agenda:**	**Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2015 together with the Reports of the Board of Directors and Auditors thereon.**
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM
2.	**Detail of the Agenda:**	**Confirmation of the Interim Dividend already paid and declaration of Final Dividend on the Equity Shares for the financial year ended 31st March, 2015.**
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM

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 Website : www.lgb.co.in

3	**Detail of the Agenda:**	**Appointment of a Director in the place of Smt.V. Rajsri (DIN 00018244), who retires by rotation and being eligible, offers herself for re-appointment.**
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM
4	**Detail of the Agenda:**	**Appointment of a Director in the place of Sri.P.Prabakaran (DIN 01709564), who retires by rotation and being eligible, offers himself for re-appointment.**
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM
5	**Detail of the Agenda:**	**Ratification of the appointment of Deloitte Haskins & Sells (Firm Registration No. 008072S), Chartered Accountants as Statutory Auditors of the Company**
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM
6	**Detail of the Agenda:**	**Re-appointment of Sri.B.Vijayakumar (DIN: 00015583) as Chairman Cum Managing Director of the Company**
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM
7	**Detail of the Agenda:**	**Approval to invite / accept / renew from time to time deposits from public and / or members of the Company.**
	Resolution Required:	Special Resolution
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM
8	**Detail of the Agenda:**	**Ratification of the appointment and the payment of remuneration to Cost Auditor of the Company**
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM

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9	**Detail of the Agenda:**	**Approval for entering into related party transactions with M/s.Renold Chain India Private Limited under Section 188 of the Companies Act, 2013**
	Resolution Required:	Special Resolution
	Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM

Please note that the voting results were intimated to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement.

A copy of the Scrutinizer Report is also attached.

Kindly take this intimation on record.
Thanking you
Yours faithfully

For L.G. BALAKRISHNAN & BROS LTD.

M. LAKSHMI KANTH JOSHI
General Manager cum Company Sec...

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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 E-VOTING AND POLL

(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 – as amended)

To
The Chairman
59th Annual General Meeting of the Equity Shareholders of
M/s. L G BALAKRISHNAN & BROS LIMITED
(L29191TZ1956PLC000257)
Held on Thursday the 10th day of September, 2015 at 10:30 A:M at
Ardra Convention Centre, Kaanchan, 9, North Huzur Road, Coimbatore – 641018.

Dear Sir,

Sub: Passing of Resolution through Electronic means and Poll conducted at the 59th Annual General Meeting of M/s. L G BALAKRISHNAN & BROS LIMITED held on 10th September, 2015

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 remote e-voting process held between Monday, the 7th day of September, 2015 at 9.00 A:M to Wednesday, the 9th Day of September 2015 till 5:00 P:M and for poll taken at the 59th Annual General Meeting of the Company held on Thursday the 10th day of September, 2015 at 10:30 A:M at Ardra Convention Centre, Kaanchan, 9, North Huzur Road, Coimbatore – 641018 on the Resolution Nos 1 to 9 as set out in the Notice dated 30th April 2015 convening the said meeting.

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 and poll on the Resolution(s) as set out in the Notice convening the 59th Annual General Meeting dated 30th April, 2015.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the e-voting process and for the poll at the 59th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the Notice convening the 59th Annual General Meeting, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing e-voting facilities and also at the time of poll at the 59th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 11th September, 2015 on the remote e-voting process and also a separate Scrutinizer's Report dated 11th September, 2015 in the prescribed Form MGT-13 on the Poll taken at the 59th Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Result of the E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2015 together with the Reports of the Board of Directors and Auditors thereon.

VOTES CAST IN **FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	48	9511045	100.00
Poll	59	19392	100.00
Total Voting	107	9530437	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	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
E-voting	0	0
Poll	0	0
Total Voting	0	0

Resolution No: 2

Ordinary resolution

Confirmation of the Interim Dividend already paid and declaration of Final Dividend on the Equity Shares for the financial year ended 31st March, 2015.

VOTES CAST IN **FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	48	9511045	100.00
Poll	59	19392	100.00
Total Voting	107	9530437	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	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
E-voting	0	0
Poll	0	0
Total Voting	0	0



Resolution No: 3

Ordinary resolution

Appointment of a Director in the place of Smt. V. Rajsri (DIN 00018244), who retires by rotation and being eligible, offers herself for re-appointment.

VOTES CAST IN **FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	47	9511043	100.00
Poll	58	19391	99.99
Total Voting	105	9530434	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	2	0.00
Poll	1	1	0.01
Total Voting	2	3	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Resolution No: 4

Ordinary resolution

Appointment of a Director in the place of Sri. P. Prabakaran (DIN 01709564), who retires by rotation and being eligible, offers herself for re-appointment.

VOTES CAST IN **FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	47	9511043	100.00
Poll	59	19392	100.00
Total Voting	106	9530435	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	2	0.00
Poll	0	0	0.00
Total Voting	1	2	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0



Resolution No: 5

Ordinary resolution

Ratification of the appointment of Deloitte Haskins & Sells (Firm Registration No. 008072S), Chartered Accountants as Statutory Auditors of the Company.

VOTES CAST IN **FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	48	9511045	100.00
Poll	59	19392	100.00
Total Voting	107	9530437	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	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
E-voting	0	0
Poll	0	0
Total Voting	0	0



Special Business

Resolution No: 6

Ordinary resolution

Re-appointment of Sri.B.Vijayakumar (DIN: 00015583) as Chairman Cum Managing Director of the Company.

VOTES CAST IN **FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	48	9511045	100.00
Poll	59	19392	100.00
Total Voting	107	9530437	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	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
E-voting	0	0
Poll	0	0
Total Voting	0	0



Resolution No: 7

Special resolution

Approval to invite / accept / renew from time to time deposits from public and / or members of the Company.

VOTES CAST IN **FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	46	8971633	94.33
Poll	56	19192	98.97
Total Voting	102	8990825	94.33

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	539412	5.67
Poll	3	200	1.03
Total Voting	5	539612	5.67

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0



Resolution No: 8

Ordinary resolution

Ratification of the appointment and the payment of remuneration to Cost Auditor of the Company.

VOTES CAST IN **FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	48	9511045	100.00
Poll	59	19392	100.00
Total Voting	107	9530437	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	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
E-voting	0	0
Poll	0	0
Total Voting	0	0



Resolution No: 9

Special resolution

Approval for entering into related party transactions with M/s.Renold Chain India Private Limited under Section 188 of the Companies Act, 2013.

VOTES CAST IN **FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	44	6699474	95.65
Poll	58	19292	99.48
Total Voting	102	6718766	95.66

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	3	304571	4.35
Poll	1	100	0.52
Total Voting	4	304671	4.34

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Yours faithfully

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

Place : Coimbatore
Date : 11th September , 2015