

Kovilpatti Lakshmi Roller Flour Mills Limited

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Ref: AGM/2025-26/

10th September, 2025

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Scrip Code: 507598

Dear Sir/Madam,

Sub: Proceedings of the 63rd Annual General Meeting of the Company held on Wednesday, the 10th September, 2025 through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

Pursuant to Regulation 30 read with Para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), it is hereby informed that the 63rd Annual General Meeting of the Company was duly held on Wednesday, the 10th day of September, 2025 at 09:00 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 in accordance with the relevant Circular(s) issued by the Ministry of Corporate Affairs (“MCA Circulars”) and the Securities and Exchange Board of India (“SEBI Circulars”) from time to time and the proceedings of the said meeting is given hereunder:

Present:

The following Directors were present at the 63rd Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM):

Name of the Director	Designation
Sri. Sharath Jagannathan (DIN: 07298941)	Chairman and Managing Director
Sri. Rajkumar Agarwal (DIN: 09399020)	Executive Director
Sri. Ashwin Chandran (DIN: 00001884)	Independent Director and Chairman of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee

Name of the Director	Designation
Smt. Kalyani Jagannathan (DIN: 02371318)	Independent Director
Sri. Ramasamy Kannan (DIN: 00951451)	Non-Executive Director
Sri. Harsha Varadaraj (DIN: 06856957)	Independent Director
Sri. Vijayraghunath (DIN: 00002963)	Independent Director

In attendance:

Sri. R. Nagarajan, Chief Financial Officer
Sri. S. Piramuthu, Company Secretary and Compliance Officer

Sri. CA. P. Marimuthu of M/s. Marimuthu and Associates, Statutory Auditor, Sri. M. D. Selvaraj, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Secretarial Auditors and Scrutinizer, were also present at the 63rd Annual General Meeting through VC/OAVM.

A total of 65 members representing 69,14,746 equity shares has attended the meeting through the video conferencing / other audio-visual means.

Sri. S. Piramuthu, Company Secretary, welcomed all the members, Directors, Statutory Auditors, Secretarial Auditors and Scrutinizer and informed that the 63rd Annual General Meeting of Kovilpatti Lakshmi Roller Flour Mills Limited was being conducted through Video Conferencing / Other Audio-Visual Means ("VC/OAVM") facility.

Thereafter, the Company Secretary briefed certain procedural and technical information regarding the participation by the members through video conferencing / other audio-visual means. The 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 63rd AGM through remote e-voting facility provided by MUFG Intime India Private Limited (formerly "Link Intime India Private Limited") (MIPL), which had commenced at 09:00 am (IST) on Sunday, 7th September, 2025 and ended at 05:00 pm (IST) on Tuesday, 9th September, 2025. He informed that the shareholders, who are present at the AGM and who had not cast their vote through remote e-voting, have been provided with an opportunity to cast their votes through e-voting at the Meeting. In this regard, the Board of Directors has appointed Sri.M.D.Selvaraj, FCS, Managing Partner of M/s.MDS & Associates LLP, Company Secretaries, Coimbatore as the Scrutinizer to conduct both the remote e-voting and the e-voting process at the 63rd AGM in a fair and transparent manner and to ascertain the requisite majority. He also informed that based on the reasons of business exigency / urgency, the Board of Directors of the Company had decided that the 'Special Business Items' included in the notice convening the meeting is unavoidable and hence, the same was being considered in this meeting.

The Company Secretary further informed certain procedural information to facilitate the registered Speaker Shareholder/s to express their views. He also stated that the management would restrict itself from making any forward-looking statements or any future projections adhering to the SEBI regulations / guidelines.

The Company Secretary then introduced the Chairman and Managing Director, Executive Director, the Chairman of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee and the other Directors, Statutory Auditor, Secretarial Auditors, Scrutiniser and the Chief Financial Officer, who were present in the meeting through VC/OAVM facility.

Thereafter, the Company Secretary requested Sri. Sharath Jagannathan (DIN: 07298941), Chairman and Managing Director of the Company to occupy the Chair and conduct the proceedings of the 63rd Annual General Meeting.

Sri. Sharath Jagannathan (DIN: 07298941), Chairman and Managing Director occupied the Chair. He then introduced himself to the members and announced that the requisite quorum is present and he called the meeting to order. Further, he welcomed all the Directors, Auditors, Scrutinizer and the shareholders for the 63rd Annual General Meeting held through Video Conferencing / Other Audio-Visual Means ("VC/OAVM") facility. He further informed that since there is no physical attendance of the members, the requirement of appointment of proxies is not applicable. He also expressed his satisfaction with the facilities provided to the members of the Company for participating in this meeting through video conferencing facility. The Chairman further informed that the statutory registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM.

The Chairman further informed that since the notice of the AGM along with the audited financial statements and the Directors report for the year ended 31st March, 2025 has already been circulated to all the members, the same was taken as read.

Further, he informed that as there are no qualifications or reservations or adverse remarks in the Statutory Auditors' Report for the financial year ended 31st March, 2025, the same was taken as read. He further informed that with respect to the observations made by the Secretarial Auditors in their Report for the financial year ended 31st March, 2025, which are self-explanatory, the Company has taken necessary steps to ensure compliance with the applicable requirements and necessary response has been included in the Directors' report and circulated to all the members and accordingly, with the consent of the members, the same was taken as read.

Before moving on to the agenda items, the Chairman, on behalf of the Board and the Shareholders, extended his sincere gratitude to Mrs. Kalyani Jagannathan, Independent Director, who is retiring from the Board effective from the closure of the business hours of 15th September, 2025 upon completion of her second tenure, for her immense contribution and guidance to the Company during her tenure.

Thereafter, the Chairman requested the Company Secretary to read the summary of the resolutions set out in the agenda Item No.1 to 7 of the Notice of the 63rd Annual General Meeting dated 29th May, 2025. Accordingly, the following agenda items were transacted at the meeting;

Ordinary Business:

1. Adoption of the Audited Financial Statements of the company for the year ended 31st March, 2025 including audited Balance Sheet as at 31st March, 2025, Statement of Profit and Loss (including other comprehensive income) along with Cash Flow Statement and Statement of Changes in Equity for the year ended on that date together with notes and the reports of the Board of Directors and Auditors thereon (Ordinary Resolution)
2. Declaration of dividend of Rs.0.50 per equity share for the financial year ended 31st March 2025 (Ordinary Resolution)

3. Re-appointment of Sri. R. Kannan (DIN: 00951451) as a Director on retirement by rotation (Ordinary Resolution)

Special Business:

4. Appointment of Sri. Rajkumar Agarwal (DIN: 09399020) as Director of the Company (Ordinary Resolution)
5. Approval of the appointment of Sri. Rajkumar Agarwal (DIN: 09399020) as Whole-time Director (designated as “Executive Director”) of the Company for a period of 3 (three) years with effect from 1st July, 2025 and the remuneration payable to him (Ordinary Resolution)
6. 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 financial years commencing from FY 2025-26 till FY 2029-30 and the remuneration payable to them (Ordinary Resolution)
7. Ratification of the remuneration payable to M/s P. Mohankumar & Co., (Firm Registration No. 100490), Cost Auditor of the Company for the financial year 2025-26 (Ordinary Resolution)

The Company Secretary then 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 he requested the members to cast their votes through the e-voting platform provided at the meeting.

The Company Secretary then informed that there are 12 shareholders registered as speakers for this 63rd Annual General Meeting and he requested the moderator to facilitate the session. Accordingly, the Chairman asked the moderator to invite the registered speaker shareholders to express their views and also, he invited queries through chat box. Accordingly, the speaker shareholders, who were available in the meeting, raised their queries and the same were suitably answered by the Chairman and Managing Director. The moderator further informed that there were no queries through chat box.

The Chairman then asked the Company Secretary to inform the members about the e-voting facility at the meeting and propose the vote of thanks.

The Company Secretary informed that the e-voting facility provided by MUFG Intime India Private Limited (MI IPL) (formerly “Link Intime India Private Limited”) would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting and who had not cast their votes through remote e-voting facility, to cast their votes electronically. He informed further that the results of the e-voting process shall be declared within the prescribed time and the consolidated scrutinizer’s report along with the voting results would be submitted to BSE Limited (<https://www.bseindia.com>) and would also be placed on the website of MUFG Intime India Private Limited (formerly “Link Intime India Private Limited”) (<https://instavote.linkintime.co.in>) and on the Company’s website (www.klrf.in) within the stipulated time.

He further informed that the resolutions as set forth in the notice shall be deemed to be passed at this 63rd Annual General Meeting, subject to the receipt of requisite majority.

The Company Secretary then thanked all the shareholders, Directors, Auditors and the Scrutinizer who had joined the 63rd Annual General Meeting through video conferencing facility/other audio-visual means.

The proceedings of the 63rd AGM was concluded at 09:45 AM (IST) and the e-voting facility provided at the meeting was extended for another 15 minutes to enable the members to cast their votes. Thereafter, the e voting facility provided at the meeting was disabled at 10:00 AM (IST).

Kindly take the above on record.

Thank you.

Yours faithfully

For Kovilpatti Lakshmi Roller Flour Mills Limited

S. Piramuthu

Company Secretary & Compliance Officer

Membership No: FCS: 9142