

Kovilpatti Lakshmi Roller Flour Mills Limited

Regd.Office & Flour Mill
75/8, Benares cape Road
Gangaikondan – 627 352
Tirunelveli District
Tamil Nadu
CIN : L15314TN1961PLC004674

Phone: +91 462 248 6532 (4 Lines)
Mobile: + 91 944 337 5445
Fax : +91 462 248 6132
E-Mail: ho@klrf.in
Web : www.klrf.in
GSTN : 33AAACK6029N1ZF

10th September, 2024

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

Scrip Code: 507598

Dear Sir / Madam,

Sub : Submission of Voting Results of the 62nd Annual General Meeting along with the Scrutinizer's Report pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 44 of the Listing Regulations, we enclose herewith the declaration of voting results dated 10th September, 2024 in respect of the 62nd Annual General Meeting of the Company held on Monday, 9th September, 2024 at 09:15 AM (IST) through video conferencing / Other Audio-Visual Means along with the Combined Scrutinizer's Report dated 10th September, 2024.

A copy of the above would be placed on the website of the Company (www.klrf.in) and on the website of Link Intime India Private Limited (LIPL), the e-voting agency (<https://instavote.linkintime.co.in>).

Kindly take the same on record.

Thanking you,
For Kovilpatti Lakshmi Roller Flour Mills Limited

S. Piramuthu
Company Secretary & Compliance Officer
Membership No: FCS: 9142

Encl: As above

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Declaration of results of the voting on resolution(s) set out in the Notice of the 62nd Annual General Meeting of the Company held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 9th September, 2024

The 62nd Annual General Meeting of the Company was held on Monday, 9th September, 2024, at 09:15 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 in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (“MCA Circulars”) and the Securities and Exchange Board of India (“SEBI Circulars”) from time to time, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 22nd May, 2024.

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 62nd 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 Sri. M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting provided at the 62nd 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 62nd Annual General Meeting dated 10th September, 2024, which has been attached hereto.

Based on the consolidated report of the Scrutinizer dated 10th September, 2024, it is hereby declared that the Resolution(s) under Item No(s).1 to 4 set out in the Notice dated 22nd May, 2024, as detailed herein below, have been passed by the shareholders with requisite majority.

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Item No.1 – Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2024 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	64	69,17,823	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	64	69,17,823	100.00
- Assent	64	69,17,823	100.00
- Dissent	0	0	0.00

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

Item No.2 – Ordinary Resolution

Declaration of dividend of Rs. 1.25 per equity share for the financial year ended 31st March 2024

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	64	69,17,823	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	64	69,17,823	100.00
- Assent	64	69,17,823	100.00
- Dissent	0	0	0.00

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

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Item No.3 – Ordinary Resolution

Re-appointment of Sri. Sharath Jagannathan (DIN:07298941), who retires by rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	65	69,17,823	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	65	69,17,823	100.00
- Assent	64	69,17,768	100.00
- Dissent	1	55	Negligible

➤ *1 shareholder holding 110 equity shares has partially voted in favour of the resolution for 55 equity shares and partially voted against the resolution for 55 equity shares*

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

Item No.4 – Ordinary Resolution

Ratification of the remuneration payable to M/s. P. Mohan Kumar & Co., (FRN 100490), Cost Auditor of the Company for the financial year 2024-25

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	65	69,17,823	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	65	69,17,823	100.00
- Assent	64	69,17,738	100.00
- Dissent	1	85	Negligible

➤ *1 shareholder holding 110 equity shares has partially voted in favour of the resolution for 25 equity shares and partially voted against the resolution for 85 equity shares*

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

For Kovilpatti Lakshmi Roller Flour Mills Limited

Suresh Jagannathan

DIN: 00011326

Executive Chairman

Dated this 10th September, 2024



**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 Executive Chairman

62nd Annual General Meeting of the Equity Shareholders of

M/s. KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED

(CIN: L15314TN1961PLC004674)

Held on Monday, 9th September, 2024, at 09:15 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 62nd Annual General Meeting of M/s. Kovilpatti Lakshmi Roller Flour Mills Limited held on 9th September, 2024

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED** ("the Company") as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 62nd 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 62nd Annual General Meeting on the resolution(s) as set out in the Notice convening the 62nd Annual General Meeting of the Company held on Monday, 9th September, 2024 at 09:15 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") respectively from time to time permitting the conduct of the Annual General Meeting through VC/OAVM facility.



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 62nd Annual General Meeting dated 22nd May, 2024.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 62nd 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. 4 in the Notice convening the 62nd Annual General Meeting of the Company dated 22nd May, 2024, based on the reports generated from the e-voting system provided by Link Intime India Private Limited (LI IPL), the Authorized Agency, engaged by the Company for providing e-voting facilities.

Further, since the meeting was held through VC / OAVM facility in accordance with the said MCA Circulars and SEBI Circulars, the facility of appointment of proxies was not applicable for the meeting. Accordingly, no proxy registers were made or maintained by the Company in respect of the said meeting.

Further, in addition to the above, I submit my report as under

- a. The Notice dated 22nd May, 2024 convening the 62nd 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 62nd Annual General Meeting of the Company, were sent by the Registrar & Share Transfer Agent viz. M/s. Link Intime India Private 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 62nd Annual General Meeting on its website.
- b. The Company has availed the e-voting services offered by the Link Intime India Private Limited (LI IPL) 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 Friday, the 6th day of September, 2024 at 09:00 AM (IST) and ended on Sunday, the 8th day of September, 2024 at 05:00 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. 2nd September, 2024 were entitled to vote on the resolution(s) set out in the Notice of the 62nd Annual General Meeting. The remote e-voting module of Link Intime India Private Limited (LI IPL) was disabled on Sunday, 8th September, 2024 at 05:00 PM (IST).



MDS & Associates LLP

Company Secretaries

Continuation Sheet...

- d. Upon the commencement of the 62nd Annual General Meeting, the e-voting platform was made available to the shareholders, who were present at the 62nd 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 62nd Annual General Meeting. After the conclusion of the proceedings at 10:02 AM (IST), the e-voting facility was extended for another 15 minutes to enable the members to cast their votes. 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 9th September, 2024 at 10:22 AM (IST) in the presence of Mr. John Manoj A (Witness No.1) and Ms. Sahitya 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 Link Intime India Private Limited (LIPL).
- 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 Link Intime India Private Limited (LIPL), 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.4 in the Notice convening the 62nd Annual General Meeting as under:



Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2024 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	53	69,04,897	100.00
E-Voting at AGM	11	12,926	100.00
Total Voting	64	69,17,823	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

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as unanimously passed.



MDS & Associates LLP

Company Secretaries
Ordinary Business

Continuation Sheet...

Resolution No: 2

Ordinary resolution

Declaration of dividend of Rs. 1.25 per equity share for the financial year ended 31st March 2024

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	53	69,04,897	100.00
E-Voting at AGM	11	12,926	100.00
Total Voting	64	69,17,823	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

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as unanimously passed.



Resolution No: 3

Ordinary resolution

Re-appointment of Sri. Sharath Jagannathan (DIN:07298941), 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	53	69,04,842	100.00
E-Voting at AGM	11	12,926	100.00
Total Voting	64	69,17,768	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	1	55	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	55	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

- 1 shareholder holding 110 equity shares has partially voted in favour of the resolution for 55 equity shares and partially voted against the resolution for 55 equity shares

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



MDS & Associates LLP

Company Secretaries
Special Business

Continuation Sheet...

Resolution No: 4

Ordinary resolution

Ratification of the remuneration payable to M/s. P. Mohan Kumar & Co., (FRN 100490), Cost Auditor of the Company for the financial year 2024-25

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	53	69,04,812	100.00
E-Voting at AGM	11	12,926	100.00
Total Voting	64	69,17,738	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	1	85	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	85	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

- 1 shareholder holding 110 equity shares has partially voted in favour of the resolution for 25 equity shares and partially voted against the resolution for 85 equity shares

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

Based on the Scrutinizer's Report, the Resolution Nos.1 to 4 have been passed with requisite majority

For Kovilpatti Lakshmi Roller Flour Mills Limited

Suresh Jagannathan
DIN: 00011326
Executive Chairman

For MDS & Associates LLP
Company Secretaries



M. D. Selvaraj

M D Selvaraj
Managing Partner
FCS No: 960 / CP No: 411
Peer Review No: 3030/2023
UDIN: F000960F001181766

Place : Coimbatore
Date : 10th September, 2024