

Kovilpatti Lakshmi Roller Flour Mills Limited

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| Regd.Office & Flour Mill | Phone:+91 462 248 6532 (4 Lines) |
| 75/8, Benares Cape Road | Mobile:+ 91 944 337 5445 |
| Gangaikondan – 627352 | Fax : +91 462 248 6132 |
| Tirunelveli District | E-Mail: ho@klrf.in |
| Tamil Nadu | Web : www.klrf.in |
| CIN : L15314TN1961PLC004674 | GSTN : 33AAACK6029N1ZF |
| REF/BSE/2025-26/ | 29 th May 2025 |

BSE Limited
BSE's Corporate Relationship Department
First Floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Mumbai – 400001.

Dear Sir/Madam,

Scrip Code: 507598

Sub : Submission of outcome of Board meeting under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we would like to inform that the Board of Directors of the Company, at their meeting held on 29th May 2025, have inter-alia approved the following:

1. Audited Financial Results for the quarter and year ended 31st March 2025

Pursuant to Regulation 33 of the Listing Regulations, we enclose herewith the audited financial results for the quarter and year ended 31st March 2025 along with Statement of Assets and Liabilities, Statement of Cash Flows, Segment reports and Report of the Statutory Auditor containing unmodified audit opinion dated 29th May 2025. Pursuant to Regulation 33(3)(d) of the Listing Regulations, we hereby inform that the statutory auditor has expressed an unmodified audit opinion on the above results. Declaration regarding the same is attached herewith.

Pursuant to Regulation 47 of the Listing Regulations, an extract of the audited financial results for the quarter and year ended 31st March 2025 will be published in the prescribed format in English and Tamil newspapers within the stipulated time. The financial results of the Company will also be placed on the website of the Company www.klrf.in.

Further, we hereby declare and confirm that the Company does not have any subsidiary / associate / joint venture company as on 31st March, 2025, and hence, the requirement of submission of consolidated financial results is not applicable.

2. Recommendation of dividend for FY 2024-25

The Board of Directors have recommended a dividend of Rs.0.50/- per equity share having a face value of Rs.10/- for the financial year ended 31st March 2025. The dividend, if approved by the shareholders at the ensuing 63rd Annual General Meeting, will be paid to those shareholders whose names appear in the register of members / list of beneficial owners as on the Record Date within the prescribed time, after deducting applicable TDS.

3. Re-appointment of Cost Auditor for the Engineering division of the Company for the financial year 2025-26.

Based on the recommendation of the Audit Committee, the Board has approved the re-appointment of M/s P Mohan Kumar & Co (Firm Registration Number 100490), Cost Accountants, Coimbatore, as Cost Auditor to conduct the audit of cost records of the Engineering division of the Company and approved the remuneration payable to him. The remuneration payable to the Cost Auditor shall be subject to ratification by the shareholders at their ensuing 63rd Annual General Meeting. The disclosure required under Regulation 30 read with Schedule III of the Listing Regulations and the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is given as **Annexure-A**.

4. Re-appointment of Internal Auditors of the Foods division of the company at Gangaikondan for the financial year 2025-26

Based on the recommendation of the Audit Committee, the Board has approved the re-appointment of M/s. Arun & Co., (Firm Registration Number: 014464S), Chartered Accountants, Tirunelveli, as Internal Auditor of the Foods division of the company at Gangaikondan for the financial year 2025-26. The disclosure required under Regulation 30 read with Schedule III of the Listing Regulations and the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is given as **Annexure-B**.

5. Re-appointment of Internal Auditors of the Foods division at Puducherry and Engineering division at Coimbatore for the financial year 2025-26

Based on the recommendation of the Audit Committee, the Board has approved the re-appointment of M/s BM & Associates (Firm Registration Number 015344S), Chartered Accountants, Coimbatore, as Internal Auditors of the Foods division at Puducherry and Engineering division at Coimbatore for the financial year 2025-26. The disclosure required under Regulation 30 read with Schedule III of the Listing Regulations and the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is given as **Annexure-C**.

6. Appointment of Secretarial Auditors of the Company for a period of five consecutive financial years from FY 2025-26, subject to the approval of the members at the ensuing 63rd Annual General Meeting of the Company.

The Board has recommended the appointment of M/s MDS & Associates LLP (LLPIN: ABZ8060), Company Secretaries, Coimbatore, who are having a valid peer review certificate, as the Secretarial Auditors of the Company for a period of five consecutive financial years from FY 2025-26 to FY 2029-30, subject to the approval of the members at the ensuing 63rd Annual General Meeting to 68th Annual General Meeting of the Company. The disclosure required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is given as **Annexure-D**.

7. Appointment of Additional Director and Whole-time Director (designated as “Executive Director”) with effect from 1st July 2025, subject to the approval of the members at the ensuing 63rd Annual General Meeting of the Company.

Based on the recommendation of the Nomination and Remuneration Committee and the approval of the Audit Committee, the Board of Directors has approved the appointment of Sri. Raj Kumar Agarwal (DIN: 09399020), who is currently serving as Business Head (Senior Management) of the Company, as an Additional Director with effect from 1st July 2025 and further approved his appointment as Whole-time Director (designated as “Executive Director”) of the Company for a period of 3 years with effect from 1st July 2025, subject to the approval of the members by means of a special resolution at the ensuing 63rd Annual General Meeting. The Company has also received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director. Further, Sri. Raj Kumar Agarwal (DIN: 09399020) is not debarred from holding the office of Director by virtue of any order of the SEBI or any other statutory authority under any laws. The disclosure required under Regulation 30 read with Schedule III of the Listing Regulations and the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is given as **Annexure-E**.

8. Annual General Meeting

In pursuance of Section 96 of the Companies Act, 2013 read with relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the 63rd Annual General Meeting of the Company (“AGM”) is scheduled to be held on Wednesday, 10th September 2025 at 09:00 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The details regarding the manner of attending the AGM through VC / OAVM and casting votes by shareholders through electronic means will be set out in the Notice of the AGM.

The cut-off date for determining the eligibility to vote by electronic means shall be Wednesday, 3rd September 2025 (“cut-off date”).

The remote e-voting period begins on Sunday, 7th September 2025 at 09:00 AM (IST) and ends on Tuesday, 9th September 2025 at 05:00 PM (IST).

9. Book Closure & Record Date

The Register of Members and Share Transfer Books of the Company will be closed from Thursday, 4th September 2025 to Wednesday, 10th September 2025 (both days inclusive) for the purpose of the ensuing 63rd Annual General Meeting and for payment of dividend for the financial year 2024-25, if approved by the shareholders at the ensuing 63rd Annual General Meeting.

The record date for determining the members eligible to receive the aforesaid dividend will be Wednesday, 3rd September 2025 (“Record Date”).

The dividend, if approved, will be paid to those shareholders whose name appears on the Register of Members maintained by the Company / List of Beneficial Owners as received from the depositories as on 3rd September 2025 (Record Date).

10. Approval of the sale of unused vacant land (non-material and non-substantial) of the Company

Based on the approval of the Audit Committee and subject to requisite approvals, sanctions and permissions as may be required in this regard, the Board of Directors has approved the sale of unused vacant land property admeasuring 8 acres (approx.) situated at Gangaikondan, Tirunelveli District, to Arva Storage Solutions Private Limited, a related party (non-material) on an arm’s length basis for cash consideration not less than the prevailing market price and on

such other terms as may be mutually agreed in the best interest of the Company. The disclosure required under Regulation 30 read with Schedule III of the Listing Regulations and the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is given as **Annexure-F**.

The Board meeting commenced at 10:00 AM (IST) and concluded at 3.15 PM (IST).

Kindly take the above on record.

Thanking you,

Yours faithfully,

For Kovilpatti Lakshmi Roller Flour Mills Limited

SANKARACURTALAM PIRAMUTHU  Digitally signed by
SANKARACURTALAM PIRAMUTHU
Date: 2025.05.29 15:16:18 +05'30'

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

Encl: As above

ANNEXURE-A

DISCLOSURE REQUIRED UNDER REGULATION 30 READ WITH SCHEDULE III OF THE LISTING REGULATIONS AND THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, 2024

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| Reason for change viz., appointment, re-appointment, resignation, removal, death or otherwise | Re-appointment |
| Date of appointment / re-appointment / cessation (as applicable) & term of appointment / re-appointment | Based on the recommendation of the Audit Committee, the Board at their meeting held on 29-05-2025 has approved the re-appointment of M/s P Mohan Kumar & Co., (Firm Registration Number 100490), Cost Accountants, Coimbatore, as Cost Auditor for the Engineering division of the Company for the financial year 2025-26 and the remuneration payable to him shall be subject to ratification by the members at the ensuing 63 rd Annual General Meeting. |
| Brief profile (in case of appointment) | M/s P. Mohan Kumar & Co., Cost Accountants, Coimbatore is a sole proprietorship firm established during the year 2004 and registered with The Institute of Cost Accountants of India vide FRN: 100490. Mr. P. Mohan Kumar (Membership Number: 18692), Fellow Member of the said Institute, is the sole proprietor and he has extensive experience of over 26 years as a Cost Accountant. The firm provides Cost Audit and various other accounting and related services to Listed and Unlisted entities. |
| Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |

ANNEXURE-B

DISCLOSURE REQUIRED UNDER REGULATION 30 READ WITH SCHEDULE III OF THE LISTING REGULATIONS AND THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, 2024

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| Reason for change viz., appointment, re-appointment, resignation, removal, death or otherwise | Re-appointment |
| Date of appointment / re-appointment / cessation (as applicable) & term of appointment / re-appointment | Based on the recommendation of the Audit Committee, the Board at their meeting held on 29-05-2025 has approved the re-appointment of M/s Arun & Co., (Firm Registration Number: 014464S), Chartered Accountants, Tirunelveli, as an Internal Auditor for the Foods division of the company at Gangaikondan for the financial year 2025-26. |
| Brief profile (in case of appointment) | M/s Arun & Co., Chartered Accounts, Tirunelveli is a sole proprietorship firm established during the year 2011 and registered with The Institute of Chartered Accountants of India vide FRN: 014464S. The appointee Internal Auditor has extensive experience of over 14 years in providing Audit, Tax and Advisory Services to Listed and Unlisted entities. |
| Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |

ANNEXURE-C

DISCLOSURE REQUIRED UNDER REGULATION 30 READ WITH SCHEDULE III OF THE LISTING REGULATIONS AND THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, 2024

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| Reason for change viz., appointment, re-appointment, resignation, removal, death or otherwise | Re-appointment |
| Date of appointment / re-appointment / cessation (as applicable) & term of appointment | Based on the recommendation of the Audit Committee, the Board at their meeting held on 29-05-2025 has approved the re-appointment of M/s BM & Associates (Firm Registration Number 015344S), Chartered Accountants, Coimbatore, as Internal Auditors of the Foods division at Puducherry and Engineering division at Coimbatore for the financial year 2025-26. |
| Brief profile (in case of appointment) | M/s. B M & Associates, Chartered Accountants is a leading professional service firm with 11 years of experience as a Partnership Firm and overall, 31 years of experience in offering Assurance, Management Consulting and Information Systems Services. B M & Associates combines over 40 professionals led by 4 partners. The firm specializes in Internal Audit and has been associated with several large industrial houses & listed companies as their internal auditors. |
| Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |

ANNEXURE-D

DISCLOSURE REQUIRED UNDER REGULATION 30 READ WITH SCHEDULE III OF THE LISTING REGULATIONS AND THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, 2024

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| Reason for change viz., appointment, re-appointment, resignation, removal, death or otherwise | Appointment |
| Date of appointment / re-appointment / cessation (as applicable) & term of appointment | The Board at their meeting held on 29-05-2025 has recommended the appointment of M/s MDS & Associates LLP (LLPIN: ABZ8060), Company Secretaries, Coimbatore, as the Secretarial Auditors of the Company for a period of 5 consecutive financial years commencing from the FY 2025-26, subject to approval of the members at the ensuing 63 rd Annual General Meeting of the Company. |
| Brief profile (in case of appointment) | M/s. MDS & Associates LLP, Company Secretaries, a Limited Liability Partnership, is a Practicing Company Secretaries firm based in Coimbatore, Tamil Nadu. Presently it has 3 partners and houses a team of qualified and seasoned professionals who bring together more than 36 years of rich experience and expertise knowledge in the field of Corporate and allied laws. The firm undertakes Board Process Audits, Corporate Governance Audits, Secretarial Audits and Corporate Actions / Transactions based Due Diligence Audits for wide clientele including numerous listed companies. The firm serves a wide array of clients across India in varied industries and has rich experience in undertaking secretarial audit assignments and also holds a valid Peer Review Certificate (bearing number 6468/2025) issued by the Institute of Company Secretaries of India and meets the criteria of appointment as prescribed under Regulation 24A of the Listing Regulations. |
| Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |

ANNEXURE- E

DISCLOSURE REQUIRED UNDER REGULATION 30 READ WITH SCHEDULE III OF THE LISTING REGULATIONS AND THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, 2024

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| Reason for change viz., appointment, re-appointment, resignation, removal, death or otherwise | Appointment |
| Date of appointment / re-appointment / cessation (as applicable) & term of appointment | Based on the recommendation of the Nomination and Remuneration Committee and the approval of the Audit Committee, the Board of Directors at their meeting held on 29-05-2025 has approved the appointment of Sri. Raj Kumar Agarwal (DIN: 09399020) as an Additional Director with effect from 1 st July 2025 and further appointed him as Whole-time Director (designated as "Executive Director") of the company for a period of 3 years with effect from 1 st July 2025, subject to the approval of the members by means of a special resolution. |
| Brief profile (in case of appointment) | Sri. Raj Kumar Agarwal (DIN: 09399020) is a milling technologist with 21 years of experience in the area of production, process optimization, quality control, material handling and manpower handling. He holds a Bachelor's degree in Commerce from M.G. University, Kerala, Diploma in Flour Milling Technology from Central Food Technological Research Institute (CFTRI), Mysore and he has won a Gold Medal from CFTRI for Cereal Science. Prior to his appointment in the Board, as mentioned above, he was serving as Business Head (Senior Management) of the Company. |
| Disclosure of relationships between directors (in case of appointment of a director) | Not related |

ANNEXURE- F

DISCLOSURE REQUIRED UNDER REGULATION 30 READ WITH SCHEDULE III OF THE LISTING REGULATIONS AND THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, 2024

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| a. | Amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year | Proposal for sale of unused vacant land (non-substantial), being immovable properties and hence, the disclosure under this clause is not applicable |
| b | Date on which the agreement for sale has been entered into | Based on the approval of the Audit Committee and subject to requisite approvals, sanctions and permissions as may be required in this regard, the Board of Directors at their meeting held on 29-05-2025 has approved the sale of unused vacant land property admeasuring 8 acres (approx.) situated at Gangaikondan, Tirunelveli District, to Arva Storage Solutions Private Limited, a related party (non-material) on an arm's length basis for cash consideration not less than the prevailing market price and on such other terms as may be mutually agreed in the best interest of the Company. However, the Company is yet to enter into necessary agreement or deed for the proposed sale. |
| c | Expected date of completion of sale/disposal | The proposed sale shall be subject to requisite consents, approvals and other procedures and is expected to complete on or before 31 st December 2025 |
| d | Consideration received from such sale/disposal | The Company is yet to enter into necessary agreement or deed for the proposed sale. However, the consideration will not be less than the prevailing market price and the terms and conditions of the transaction will be on arm's length basis and in the best interest of the Company. |
| e | Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof | The Company intends to sell or dispose off the unused vacant land property (as mentioned above) to Arva Storage Solutions Private Limited (CIN: U52109TZ2024PTC032481), a related party company in which the Promoter/Promoter Group is interested. Except to the extent of shares held by the Promoter/Promoter Group in Arva Storage Solutions Private Limited (buyer), it does not have any other interest in the Company. |
| f | Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length" | Yes, the transaction would fall within the purview of related party transactions (non-material) and the same is being carried out at an arm's length basis and in the best interest of the Company. |
| g | Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the | Yes, the proposed sale of unused vacant land property (as mentioned above) is outside the Scheme of Arrangement. Further, the aforementioned sale of unused vacant land |

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| | same including compliance' with regulation 37A of LODR Regulations | property is non-substantial and does not constitute as an undertaking and hence, the compliance regarding Regulation 37A of the Listing Regulations does not apply to this transaction. |
| h | Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/ merger, shall be disclosed by the listed entity with respect to such slump sale | Not applicable |