



LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

SEC/DIR/61/2014-2015

August 9, 2014

Sri. A.Palaniappan,
35, 5th Avenue,
Besant Nagar,
Chennai, 600090.

Dear Sir,

Sub: Appointment as Independent Director.

We are pleased to inform you that the members of the Company at the Annual General Meeting duly convened and held on 08.08.2014 have resolved to appoint your good self as an Independent Director of the Company.

The tenure of office is for a term of five years commencing from the conclusion of the said Annual General Meeting.

Your role, functions, duties and A responsibilities as Independent Director shall be as per the provisions of Clause 49 of the Listing Agreement read with the provisions of Section 166, Schedule IV of the Companies Act, 2013 and the Rules made thereunder. An extract of the Section 166 and Schedule IV of the Companies Act, 2013 are enclosed herewith for your kind reference.

Your appointment is also governed by the code of Conduct for Directors and Employees adopted by the Board of Directors of the Company.

During the said tenure of office, as may be decided by the Board, your may also be required to serve on all or any of the sub committees of the Board such as, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee etc.

To protect the interest or all the Directors, the Company has taken a "Directors and Officers Liability Insurance Policy" to cover all the statutory liabilities of the Directors and Officers of the Company.

The dates of meeting of Board of Directors and the committees thereof will be informed to you well in advance to enable you to attend the meetings.

As per the remuneration policy of the Company, you are entitled to remuneration consisting of sitting fees for attending the meetings of Board and Board sub - Committees and reimbursement of all travelling and out of pocket expenses incurred for attending the meetings. The present sitting fees Rs.5,000/- per meeting of the Board and Committees thereof.

Receipt of this letter of appointment may kindly be acknowledged.

Thanking You,

Yours faithfully,

FOR LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED


NETHRA J.S. KUMAR

CHAIRPERSON AND MANAGING DIRECTOR

