

August 09, 2016

**REPORT OF SCRUTINIZER**

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

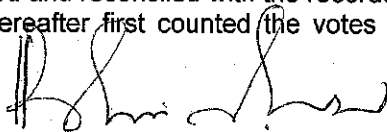
The Chairman  
Lakshmi Electrical Control Systems Limited  
Regd. Office: 34-A, Kamaraj Road  
Coimbatore – 641018.

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 35<sup>th</sup> (Thirty Fifth) Annual General Meeting of the Equity Shareholders of "**Lakshmi Electrical Control Systems Limited**" held on 8<sup>th</sup> August 2016 at 3.00 pm at Nani Kalai Arangam, Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore 641037 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 8<sup>th</sup> July, 2016 to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice of the Annual General Meeting of "Lakshmi Electrical Control Systems Limited" (Item No.1 (One) to 5 (Five) of the Notice of Annual General Meeting of Lakshmi Electrical Control Systems Limited. The Members holding equity shares as on the cut-off date i.e. 1<sup>st</sup> August, 2016 were considered for e-voting and for voting at the meeting venue.
2. The E-Voting period remained open from 09.00 AM on Friday 5<sup>th</sup> August, 2016 upto 05.00 PM on Sunday 7<sup>th</sup> August, 2016.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.



**B. KRISHNAMOORTHI, F.C.A.,**  
Chartered Accountant  
Membership No: 20439

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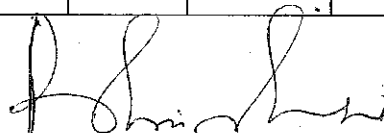
Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com

Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

**B. Krishnamoorthi** B.Sc., F.C.A.  
Chartered Accountant

5. The Votes cast through E-Voting were unblocked on 8<sup>th</sup> August, 2016 around 5.30 PM in the presence of two witnesses, namely Mr.K.Marimuthu and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions contained in the instructions given for e-voting sent along with the Notice dated 1<sup>st</sup> July, 2016, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Ballot Form.
7. One shareholder had abstained from voting for resolution no.3 totaling for 100 shares and two shareholders had abstained from voting for resolution no.5 totaling for 497437 shares
8. 2 Ballot Forms involving 503 which were incomplete and/ or were otherwise defective had been kept separately.
9. I have collated the votes received through E-Voting process and Physical Ballot forms voted at venue and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Adoption of Annual Financial Statements for the year ended 31 <sup>st</sup> March 2016. (Ordinary resolution)	E-Voting	4	166	76.147	1	52	23.853
		Ballot form at the AGM venue	51	935440	100.000	0	0	0.000
		<b>Total</b>	<b>55</b>	<b>935606</b>	<b>99.994</b>	<b>1</b>	<b>52</b>	<b>0.006</b>
2	Declaration of Dividend, of the year ended 31 <sup>st</sup> March 2016. (Ordinary resolution)	E-Voting	5	218	100.000	0	0	0.000
		Ballot form at the AGM venue	51	935440	100.000	0	0	0.000
		<b>Total</b>	<b>56</b>	<b>935658</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>
3	Reappointment of Sri. Sanjay Jayavarthanavelu (holding DIN 00004505) Director, retiring by rotation. (Ordinary resolution)	E-Voting	3	66	55.932	1	52	44.068
		Ballot form at the AGM venue	51	935440	100.000	0	0	0.000
		<b>Total</b>	<b>54</b>	<b>935506</b>	<b>99.994</b>	<b>1</b>	<b>52</b>	<b>0.006</b>
4	Appointment of Auditors and to fix their remuneration. (Ordinary resolution)	E-Voting	4	166	76.147	1	52	23.853
		Ballot form at the AGM venue	51	935440	100.000	0	0	0.000
		<b>Total</b>	<b>55</b>	<b>935606</b>	<b>99.994</b>	<b>1</b>	<b>52</b>	<b>0.006</b>



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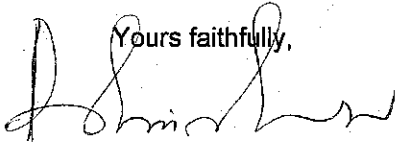
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5	Approval of reappointment and remuneration payable to Smt. Nethra J.S.Kumar Chairperson and Managing Director, for the period 01.07.2017 to 31.03.2022. (Ordinary resolution)	E-Voting	3	66	55.932	1	52	44.068
		Ballot form at the AGM venue	50	438103	100.000	0	0	0.000
		<b>Total</b>	<b>53</b>	<b>438169</b>	<b>99.988</b>	<b>1</b>	<b>52</b>	<b>0.012</b>

10. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 35<sup>th</sup> Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Lakshmi Electrical Control Systems Limited, for safe custody.

Thanking you,

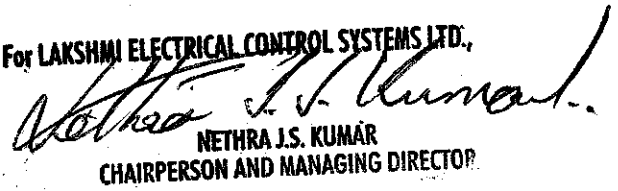
Yours faithfully,



(B. KRISHNAMOORTHI)  
SCRUTINIZER

**B. KRISHNAMOORTHI, F.C.A.,**  
Chartered Accountant  
Membership No: 20438

For LAKSHMI ELECTRICAL CONTROL SYSTEMS LTD.,



**NETHRA J.S. KUMAR**  
CHAIRPERSON AND MANAGING DIRECTOR

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

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