

**vii. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any**

Besides the remuneration being received, the Managing Director does not have any pecuniary relationship with the Company. Smt.Nethra J.S. Kumar is the promoter of the Company. She is related to Sri. D. Senthilkumar & Sri.Sanjay Jayavarthanavelu, Directors of the Company.

**III. OTHER INFORMATION**

**1. Reasons for loss or inadequate profits**

Due to the outbreak of COVID-19 pandemic and its continued impact the economic and business conditions may be uncertain in coming years and may have unpredictable impact on the performance of the Company. The Company may be in a situation of having inadequacy or absence of profits for payment of remuneration to the Managing Director in forthcoming financial year(s).

**2. Steps taken or proposed to be taken for improvement.**

Upgradation of technology, improving the R&D activities, increasing productivity levels and adding new customers.

**3. Expected increase in productivity and profits in measurable terms.**

Based on projections the productivity is expected to improve by 10% and profitability by 15%

**IV. DISCLOSURES**

**(i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension etc. of all the directors**

Please refer to the Corporate Governance Report.

**(ii) Details of fixed component and performance linked incentives along with the performance criteria**

Please refer to the Corporate Governance Report.

**(iii) Service contracts, notice period, severance fees**

Please refer to the Corporate Governance Report.

**(iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable**

The Company has not issued any Stock options.

As required under applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards -2 on General Meetings issued by ICSI the below details are furnished.

Profiles of the Directors seeking appointment / re-appointment.

**A. Profile of Smt. Nethra J.S.Kumar (DIN: 00217906)**

Date of Birth / Nationality: 22.01.1972 / Indian

Date of appointment: 23.10.2000

Smt.Nethra J.S.Kumar, aged 49 years is a Management Degree holder. She has a sound business acumen and has good experience in the manufacturing, administration, finance, etc. She was the past Chairperson of CII, Coimbatore Zone.

She holds Directorships in the following companies:

Lakshmi Electrical Drives Private Limited	Eshaan Enterprises Private Limited
Supreme Dairy Products India Private Limited	Integrated Electrical Controls India Private Limited
Lakshmi Energy and Environment Designs Private Limited	Lakshmi Precision Tools Limited
Harshni Textiles Private Limited	Ramlakshmi Agro Plantations Private Limited
Ramlakshmi Holdings Private Limited	Ramlakshmi Agro Farms Private Limited
Ramlakshmi Plantations Private Limited	Starline Travels Private Limited

## LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

### Membership in Committees:

Lakshmi Electrical Control Systems Limited	Member -Corporate Social Responsibility Committee Stakeholders Relationship Committee Share Transfer Committee
Lakshmi Precision Tools Limited	Chairperson -Stakeholders Relationship Committee Share Transfer Committee
Lakshmi Electrical Drives Private Limited	Corporate Social Responsibility Committee – Member

No. of shares held in the Company: 7,60,903 equity shares of Rs.10/- each

No. of shares held in Subsidiary Company: Not Applicable

Board position held: Chairperson and Managing Director

Terms and conditions of appointment/ re-appointment: The details of the proposed remuneration have been enumerated in Item No.5 of the Notice and the explanatory statement for the Item No.5 of the Notice.

Number of Board Meetings attended during the financial year: 4

Smt.Nethra J.S.Kumar has drawn Salary of Rs. 57.13 lakhs during the financial year 2020-2021. The remuneration proposed to be paid is set out in the AGM Notice and explanatory statement to Item No. 5.

Smt.Nethra J.S.Kumar is related to Sri.D.Senthilkumar & Sri.Sanjay Jayavarthanavelu, Directors of the Company.

The explanatory statement may also be construed as disclosure under Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

### **B.Profile of Sri Arjun Balu (DIN: 00383184)**

Date of Birth / Nationality: 18.01.1975 / Indian

Date of appointment in the Board: 28.05.2021

Sri. Arjun Balu is a business management graduate and has more than 20 years of experience in managing various business activities. He is Joint Managing Director of Sri Balasubramania Mills Limited, a company engaged in yarn spinning activities till 2016 and thereafter with primary focus on real estate infrastructure and leasing activities. He has professional expertise in the field of Automobiles as a Consultant and as Driver / Mentor in the field of Motor Racing since 1992.

He holds Directorships in the following companies:

1.	Sri Balasubramania Mills Ltd
2.	Sujay Spinners Ltd
3.	AGS Auto India (P) Ltd

No. of Shares held in the Company: NIL

No. of Shares held in Subsidiary Company: NA

Membership in Committees - NIL

He is not related to any other director, Manager or Key Managerial Personnel. None of the Directors and Key Managerial Personnel of the Company or their relatives is, financially or otherwise, concerned or interested in this resolution except Sri Arjun Balu.

Sitting fee paid to him during the year 2020-21 – Nil.

Number of Board meetings attended by him during 2020-21 – Nil.

He is a Non-executive and Independent Director and entitled to receive remuneration by way of fees and reimbursement of expenses for participation in the meetings of the Board and / or Committees or any other meeting of directors and profit related commission, if any, in terms of Section 197 and other applicable provision of the Companies Act, 2013, and as determined by the Board from time to time, within the overall limits specified under the Companies Act, 2013 as well as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The explanatory statement may also be construed as disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### C.Profile of Sri N.R Selvaraj (DIN: 00013954) – Director retiring by rotation

Date of Birth / Nationality: 05.10.1947 / Indian

Date of appointment in the Board: 01.02.2019

Sri.N.R.Selvaraj, is a B.Com Graduate and a Member of the Institute of Chartered Accountants of India (A.C.A.) qualified in the year 1971. He has more than 40 years of experience in various roles including Finance, Audit, Administration, etc. He has worked for Canara Bank during the year 1973 to 1990 in various capacities such as Officer and Manager in the Bank's Inspection Department in Mumbai, Coimbatore and Ernakulam. He also worked as Branch Manager in the Bank's Kerala Region Branches and as Senior Manager in the Advances Section of the Bank's Circle Office in Trivandrum.

He has worked for M/s Lakshmi Machine Works Limited from July 1990 to October 2005 as Manager Internal Audit, Senior Manager Internal Audit and DGM / G.M Finance. Subsequently, he became a member of Corporate Strategy Management Team and also as the Internal Auditor from November 2005 till January 2014.

He occupied the position of Whole Time Director of Super Sales India Limited comprising of Agency Division, Textile Division, Gears Manufacturing Unit and Wind Mill Division from February 2014 till January 2017. Subsequently, he was appointed as the Managing Director of Super Sales India Limited from February 2017. He resigned as Managing Director of Super Sales India Limited on 23.10.2018.

He holds Directorship in the following companies:

1.Lakshmi Cargo Company Limited	2.Lakshmi Life Sciences Limited
3.Quattro Engineering India Limited	4.Hermes Academy of Training Limited
5.Sowbarnika Enterprises Limited	6.Chakradhara Aerospace and Cargo Private Limited

No. of Shares held in the Company: NIL

No. of Shares held in Subsidiary Company: NA

Membership in Committees:

Name of the Company	Name of the Committee	Member / Chairman
Chakradhara Aerospace and Cargo Private Limited	Audit Committee	Chairman
	Nomination and Remuneration Committee	Chairman
	Corporate Social Responsibility Committee	Chairman
Lakshmi Life Sciences Limited	Audit Committee	Chairman
	Nomination and Remuneration Committee	Chairman
	Corporate Social Responsibility Committee	Chairman
Lakshmi Cargo Company Limited	Corporate Social Responsibility Committee	Member
Quattro Engineering India Limited	Corporate Social Responsibility Committee	Member

He is not related to any other director, Manager or Key Managerial Personnel. None of the Directors and Key Managerial Personnel of the Company or their relatives is, financially or otherwise, concerned or interested in this resolution except Sri. N.R.Selvaraj.

Sitting fee paid to him during the year 2020-21 was Rs 1,00,000/-

Number of Board meetings attended by him during 2020-21 was 4.

He is a Non-executive and Non-Independent Director and entitled to receive remuneration by way of fees and reimbursement of expenses for participation in the meetings of the Board and / or Committees or any other meeting of directors and profit related commission, if any, in terms of Section 197 and other applicable provision of the Companies Act, 2013, and as determined by the Board from time to time, within the overall limits specified under the Companies Act, 2013 as well as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The explanatory statement may also be construed as disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Place : Coimbatore

Date : May 28, 2021

By order of the Board

**S. Sathyanarayanan**  
Company Secretary