

LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

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- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
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(xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Explanatory statement pursuant to Section 102 of the Companies Act, 2013

Item no.4

Based on the recommendation of the Nomination and Remuneration Committee. Sri N.R. Selvaraj was appointed as an additional director of the Company by the Board of Directors with effect from 01st February 2019. He holds office until conclusion of this Annual General Meeting. He is eligible for appointment as a Director of the Company. Pursuant to the provisions of Section 160 of the Companies Act, 2013, a notice from a member of the Company signifying the intention of candidature of Sri N.R. Selvaraj as a Director has been received by the Company.

Considering the skills, experience and expertise knowledge, the Board is of the opinion that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Sri N.R. Selvaraj as a Non-Executive Non Independent Director. He is liable to retire by rotation.

Accordingly, the Board recommends this ordinary resolution for the approval of the shareholders in relation to appoint Sri N.R. Selvaraj as Non-Executive Non Independent Director as set out in item No. 4 of the notice for approval of shareholders.

Profile of Sri N.R.Selvaraj

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 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 Directorships in the following unlisted companies:

| | |
|--|-----------------------------------|
| 1. Lakshmi Cargo Company Limited | 2.Lakshmi Life Sciences Limited |
| 3. Quattro Engineering India Limited | 4.Revantha Holdings Limited |
| 5. Hermes Academy of Training Limited | 6. Sowbarnika Enterprises Limited |
| 7. Chakradhara Aerospace and Cargo Private Limited | |

No. of Shares held in the Company : NIL

No. of Shares held in Subsidiary Company : NA

Memberships 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 |

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, whose appointment is considered.

Sitting fee paid to him during the year 2018-19 was Rs 25,000/-

Number of Board meetings attended by him during 2018-19 was 1.

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 provisions 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 Obligation and Disclosure Requirements) Regulations, 2015.

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

Item no.5

As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all Related Party Transactions shall require prior approval of the Audit Committee and all material Related Party Transactions shall require approval of the Members.

Company is purchasing Control Panel Components and Selling Control Panels and Engineering Plastics Components manufactured by the Company to Lakshmi Machine Works Limited on arms length basis. Company is also rendering job work services to Lakshmi Machine Works Limited on arms length basis.

The aggregate of all purchases, sales and earnings out of rendering services exceeds the 10% of Annual Consolidated Turnover of the Company in a financial year. As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all related party transactions which exceeds 10% of the Annual Consolidated Turnover needs to be approved by the shareholders.

Directors recommend the resolution at item No.5 for the approval of the Members of the Company.

Interest of Directors :

None of the Directors, Key Managerial Personnel or their relatives other than Sri.Sanjay Jayavarthanavelu, Director, Smt. Nethra J.S. Kumar, Chairperson and Managing Director and Sri.D.Senthilkumar, Director is concerned or interested in the resolution.

Item no.6

As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all Related Party Transactions shall require prior approval of the Audit Committee and all material Related Party Transactions shall require approval of the Members.

Company is purchasing Control Panel Components and Selling Engineering Plastics Components / Electrical spares manufactured by the Company to Lakshmi Precision Tools Limited on arms length basis. The aggregate of all purchases, sales and earnings out of rendering services exceeds / may exceed the 10% of Annual Consolidated Turnover of the Company in a financial year.

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As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all related party transactions which exceeds 10% of the Annual Consolidated Turnover needs to be approved by the shareholders.

Directors recommend the resolution at item No.6 for the approval of the Members of the Company.

Interest of Directors :

None of the Directors, Key Managerial Personnel or their relatives other than Smt. Nethra J.S. Kumar, Chairperson and Managing Director and Sri.D.Senthilkumar, Director is concerned or interested in the resolution.

Item no.7

Sri.N. Suryakumar was appointed as an Independent Director of the Company for a period of five years with effect from 08th August 2014 (first term) as per the provisions of the Companies Act, 2013. As such the tenure of Sri.N. Suryakumar, as an Independent Director of the Company expires on 08th August, 2019 and he is eligible for re-appointment as an Independent Director for a further period of two consecutive years on passing of special resolution at the ensuing Annual General Meeting.

Pursuant to the provisions of Section 160 of the Companies Act, 2013, a notice from a member of the Company signifying the intention of the candidature of Sri N. Suryakumar as an Independent Director has been received by the Company. Accordingly, he is proposed to be appointed as an Independent Director of the Company for a further period of two consecutive years with effect from 09th August 2019 (Second Term).

The Company has received a declaration from Sri N. Suryakumar that he met the criteria for independence as prescribed in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. Sri N. Suryakumar is not disqualified from being appointed as director in terms of Section 164 of the Act and not debarred from holding the office of director by virtue of any SEBI order or any other authority.

Nomination and Remuneration Committee of Directors and the Board were of the opinion, after evaluating the performance, appropriate mix of skills, experience, competency and other attributes that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Sri N. Suryakumar as an Independent Director. He is not liable to retire by rotation.

Board is of the opinion that Sri N. Suryakumar fulfills the conditions and criteria of independence as specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for his re-appointment as an Independent Director of the Company and independent of the Management. Copy of the draft letter of appointment of Sri N. Suryakumar as an Independent Director of the Company would be available for inspection without any fee by the members at the registered office of the Company.

As per Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a non-executive director of the Company who has attained the age of seventy-five years can continue the directorship only with the approval of shareholders through a special resolution with effect from 01st April, 2019. Sri N. Suryakumar is presently aged of 78 years.

Accordingly, the Board recommends this special resolution for the approval of the shareholders in relation to re-appointment of Independent Director and also for continuation of directorship of Sri N. Suryakumar, as an Independent Director as set out in item No. 7 of the notice for approval of shareholders.

Profile of Sri.N.Suryakumar

Date of Birth / Nationality : 15.06.1940 / Indian

Date of appointment in the Board: 30.09.1982

Sri.N. Suryakumar, presently aged 78 years is a Science Graduate and holds a Degree in Textile Engineering (Philadelphia University, USA) and has submitted two thesis on Textile Technology to SITRA.

He holds Directorships in the following unlisted companies:

| | |
|--|-------------------------|
| 1. Sri Venkatram Fabricators Private Limited | 2. Sova Private Limited |
| 3. Ayla Ventures Private Limited | |

No. of Shares held in the Company : NIL

No.of Shares held in Subsidiary Company : NA

Memberships in Committees:

| Name of the Company | Name of the Committee | Member/Chairman |
|--|---------------------------------------|-----------------|
| Lakshmi Electrical Control Systems Limited | Audit Committee | Chairman |
| | Nomination and Remuneration Committee | Chairman |

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.Suryakumar, whose term for continuation as an Independent Director is considered.

Sitting fee paid to him during the year 2018-19 was Rs 2.50 lakhs.

Number of Board meetings attended by him during 2018-19 was 4.

He is an 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 provisions 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 Obligation and Disclosure Requirements) Regulations, 2015.

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

Item no.8

Sri. Ramesh Rudrappan was appointed as an Independent Director of the Company for a period of five years with effect from 08th August 2014 (first term) as per the provisions of the Companies Act, 2013. As such the tenure of Sri. Ramesh Rudrappan, as an Independent Director of the Company expires on 08th August, 2019 and he is eligible for re-appointment as an Independent Director for a further period of five consecutive years on passing of special resolution at the ensuing Annual General Meeting.

Pursuant to the provisions of Section 160 of the Companies Act, 2013, a notice from a member of the Company signifying the intention of the candidature of Sri Ramesh Rudrappan, as an Independent Director has been received by the Company. Accordingly Sri Ramesh Rudrappan is proposed to be appointed as an Independent Director of the Company for a further period of five consecutive years with effect from 09th August 2019 (Second Term).

The Company has received a declaration from Sri Ramesh Rudrappan that he met the criteria for independence as prescribed in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. Sri.Ramesh Rudrappan is not disqualified from being appointed as director in terms of Section 164 of the Act and not debarred from holding the office of director by virtue of any SEBI order or any other authority.

Nomination and Remuneration Committee of Directors and the Board were of the opinion, after evaluating the performance, appropriate mix of skills, experience, competency and other attributes that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Sri Ramesh Rudrappan as an Independent Director. He is not liable to retire by rotation.

Board is of the opinion that Sri Ramesh Rudrappan fulfills the conditions and criteria of independence as specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for his re-appointment as an Independent Director of the Company and independent of the Management. Copy of the draft letter of appointment of Sri Ramesh Rudrappan as an Independent Director of the Company would be available for inspection without any fee by the members at the registered office of the Company.

Accordingly, the Board recommends this special resolution for the approval of the shareholders in relation to re-appointment of Independent Director and also for continuation of directorship of Sri Ramesh Rudrappan, as an Independent Director as set out in item No. 8 of the notice for approval of shareholders.

Profile of Sri. Ramesh Rudrappan

Date of Birth/Nationality: 03.06.1955 / Indian

Date of appointment in the Board : 23.05.2011

Sri. Ramesh Rudrappan, is a Business Management Graduate (Rider University, New Jersey - USA)

He was former Chairman of CII Coimbatore Zone.

He holds Directorships in the following unlisted companies:

- | |
|---------------------------------------|
| 1. Tulya Alloy Castings Limited |
| 2. Titan Paints and Chemicals Limited |

No of Shares held in the Company: NIL

No of Shares in Subsidiary Company: NA

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Memberships in Committees:

| Name of the Company | Name of the Committee | Member/Chairman |
|--|---------------------------------------|-----------------|
| Lakshmi Electrical Control Systems Limited | Audit Committee | Member |
| | Stakeholders Relationship Committee | Chairman |
| | Nomination and Remuneration 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. Ramesh Rudrappan, whose term for continuation as an Independent Director is considered.

Sitting fee paid to him during the year 2018-19 was Rs 3.00 lakhs.

Number of Board meetings attended by him during 2018-19 was 4.

He is an 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 provisions 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 Obligation and Disclosure Requirements) Regulations, 2015.

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

Item no.9

Sri. A.Palaniappan was appointed as an Independent Director of the Company for a period of five years with effect from 08th August 2014 (first term) as per the provisions of the Companies Act, 2013. As such the tenure of Sri. A.Palaniappan, as an Independent Director of the Company expires on 08th August, 2019 and he is eligible for re-appointment as an Independent Director for a further period of five consecutive years on passing of special resolution at the ensuing Annual General Meeting.

Pursuant to the provisions of Section 160 of the Companies Act, 2013, a notice from a member of the Company signifying the intention of the candidature of Sri A.Palaniappan as an Independent Director has been received by the Company. Accordingly, Sri A.Palaniappan is proposed to be appointed as an Independent Director of the Company for a further period of five consecutive years with effect from 09th August 2019 (Second Term).

Company has received a declaration from Sri A.Palaniappan that he met the criteria for independence as prescribed in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. Sri.A.Palaniappan is not disqualified from being appointed as director in terms of Section 164 of the Act and not debarred from holding the office of director by virtue of any SEBI order or any other authority.

Nomination and Remuneration Committee of Directors and the Board were of the opinion, after evaluating the performance, appropriate mix of skills, experience, competency and other attributes that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Sri A.Palaniappan as an Independent Director. He is not liable to retire by rotation.

Board is of the opinion that Sri A.Palaniappan fulfills the conditions and criteria of independence as specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for his re-appointment as an Independent Director of the Company and independent of the Management. Copy of the draft letter of appointment of Sri A.Palaniappan as an Independent Director of the Company would be available for inspection without any fee by the members at the registered office of the Company.

Accordingly, the Board recommends this special resolution for the approval of the shareholders in relation to re-appointment of Independent Director and also for continuation of directorship of Sri A.Palaniappan, as an Independent Director as set out in item No. 9 of the notice for approval of shareholders.

Profile of Sri. A.Palaniappan

Date of Birth/Nationality : 29.06.1968 / Indian

Date of appointment in the Board: 28.01.2013

Sri. A.Palaniappan is a Science Graduate from University of Maryland at Towson (Baltimore), USA.

Since 2005, he is the Managing Director of M/s Sree Karpagambal Mills Limited. Sri. A.Palaniappan was working with HCL

and Hewlett Packard, New Delhi, in software development for about 5 years. Sri. A.Palaniappan has also worked with US Army's Chemical Research Development and Engineering Centre at Edgewood Arsenal, Maryland, USA, as a System Analyst and Developer between 1987 and 1991.

He holds Directorships in the following unlisted companies:

| | |
|---|---|
| 1. Kaimabetta Estates Private Limited | 2. Karthikeya Estate Private Limited |
| 3. Kwaliteit Floritech Private Limited | 4. Chess Management Services Private Limited |
| 5. Halidon Marketing Limited | 6. Chess Global Advisory Services Private Limited |
| 7. Sree Karpagambal Mills Limited | 8. Halidon Logistics Limited |
| 9. SIMA Textile Processing Centre Limited | |

No of shares held in the Company : NIL

No of shares held in Subsidiary Company : NA

Membership in Committees:

Lakshmi Electrical Control Systems Limited - Audit 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.A.Palaniappan, whose term for continuation as an Independent Director is considered.

Sitting fee paid to him during the year 2018-19 was Rs 2.25 lakhs.

Number of Board meetings attended by him during 2018-19 was 4.

He is an 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 provisions 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 Obligation and Disclosure Requirements) Regulations,2015.

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

Item no.10

Sri. Arun Selvaraj was appointed as an Independent Director of the Company for a period of five years with effect from 08th August 2014 (first term) as per the provisions of the Companies Act, 2013. As such the tenure of Sri. Arun Selvaraj, as an Independent Director of the Company expires on 08th August, 2019 and he is eligible for re-appointment as an Independent Director for a further period of five consecutive years on passing of special resolution at the ensuing Annual General Meeting.

Pursuant to the provisions of Section 160 of the Companies Act, 2013, a notice from a member of the Company signifying the intention of the candidature of Sri Arun Selvaraj as an Independent Director has been received by the Company. Accordingly, Sri. Arun Selvaraj is proposed to be appointed as an Independent Director of the Company for a further period of five consecutive years with effect from 09th August 2019 (Second Term).

Company has received a declaration from Sri Arun Selvaraj that he met the criteria for independence as prescribed in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. Sri.Arun Selvaraj is not disqualified from being appointed as director in terms of Section 164 of the Act and not debarred from holding the office of director by virtue of any SEBI order or any other authority.

Nomination and Remuneration Committee of Directors and the Board were of the opinion, after evaluating the performance, appropriate mix of skills, experience, competency and other attributes that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Sri Arun Selvaraj as an Independent Director. He is not liable to retire by rotation.

Board is of the opinion that Sri Arun Selvaraj fulfills the conditions and criteria of independence as specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for his re-appointment as an Independent Director of the Company and independent of the Management. Copy of the draft letter of appointment of Sri Arun Selvaraj as an Independent Director of the Company would be available for inspection without any fee by the members at the registered office of the Company.

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Accordingly, the Board recommends this special resolution for the approval of the shareholders in relation to re-appointment of Independent Director and also for continuation of directorship of Sri Arun Selvaraj as an Independent Director as set out in Item No. 10 of the notice for approval of shareholders.

Profile of Sri. Arun Selvaraj

Date of Birth/Nationality : 30.11.1968 / Indian

Date of appointment in the Board: 28.01.2013

Sri.Arun Selvaraj is a Textile Marketing and Management Graduate from Philadelphia University, USA.He has more than 10 years of experience in administration of Textile and Aerospace Industries.

He holds Directorships in Ravilla Aerospace Industries Private Limited

No.of shares held in the Company : Nil

No of shares held in Subsidiary Company : NA

Memberships in Committees:

| Name of the Company | Name of the Committee | Member/Chairman |
|--|---|-----------------|
| Lakshmi Electrical Control Systems Limited | Corporate Social Responsibility Committee | Member |
| | Nomination and Remuneration 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 Arun Selvaraj, whose term for continuation as an Independent Director is considered.

Sitting fee paid to him during the year 2018-19 was Rs 1.50 lakhs.

Number of Board meetings attended by him during 2018-19 was 3.

He is an 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 provisions 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 Obligation and Disclosure Requirements) Regulations,2015.

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

Item no.11

In order to align the Articles of Association of the Company with the provisions of the Companies Act, 2013 and Schedules made thereunder, it is proposed to replace the existing Articles of Association of the Company by substitution of new set of Articles of Association.

The Board of Directors at their meeting held on 29th May, 2019 has proposed, subject to the approval of members, to adopt a new set of Articles of Association in place of and to the exclusion of existing Articles of Association of the Company.

Copy of the proposed Articles of Association of the Company and the existing Articles of Association is available for inspection by members at the registered office of the Company and also available in the website of the Company. The Board of Directors recommend and seek approval of the members for the adoption of Articles of Association of the Company by passing a Special Resolution as set out at Item No. 11 of this AGM Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 11 of the Notice. The Board recommends the Special Resolution set out at Item No. 11 of the Notice for approval by the members.

Annexure to Notice of the AGM

Profile of the Director retiring by rotation : Sri D.Senthilkumar

Date of Birth / Nationality : 02.12.1967 / Indian

Date of Appointment in the board : 22.03.1997

Sri D. Senthilkumar holds a Bachelor's Degree in Mechanical Engineering and Master's Degree in Textile Technology. He is having rich experience in managing Spinning Mills in all its facets such as Production, Marketing, Finance etc.,

He holds Directorships in the following unlisted companies:

| | |
|--|--|
| 1.Ramlakshmi Agro Plantations Private Limited | 2.Harshni Textiles Limited |
| 3.Supreme Dairy Products India Private Limited | 4.Ramlakshmi Agro Farms Private Limited |
| 5.Ramlakshmi Holdings Private Limited | 6.Integrated Electrical Controls India Limited |
| 7.Ramlakshmi Plantations Private Limited | 8.Ramalinga Exports Ltd |
| 9.Lakshmi Precision Tools Limited | 10.Shri Ramalinga Builders Ltd. |
| 11.Lakshmi Electrical Drives Limited | 12.Shri Ramalinga Mills Ltd |

No. of Shares held in the Company: 100

No. of Shares held in Subsidiary Company: NA

Memberships in Committees:

| Name of the Company | Name of the Committee | Member / Chairman |
|--|---|-------------------|
| Harshni Textiles Ltd | Audit Committee | Chairman |
| | Nomination & Remuneration Committee | Chairman |
| Lakshmi Electrical Control Systems Ltd | Corporate Social Responsibility Committee | Chairman |
| | Stakeholders Relationship Committee | Member |
| | Share Transfer Committee | Member |
| Lakshmi Precision Tools Ltd | Stakeholders Relationship Committee | Member |
| | Share Transfer Committee | Member |
| Lakshmi Electrical Drives Ltd | Corporate Social Responsibility Committee | Chairman |

Inter-se relationship:

None of the Directors of the Company is related to Sri.D.Senthilkumar except Smt Nethra J.S.Kumar as wife. None of the other KMPs of the Company or their relatives are relative of Sri.D.Senthilkumar, financially or otherwise, concerned or interested in this resolution.

Sitting fee paid to him during the year 2018-19 was Rs 1.75 lakhs.

Number of Board meetings attended by him during 2018-19 was 4.

Place : Coimbatore
Date : May 29, 2019

By order of the Board
S. Sathyanarayanan
Company Secretary