

LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

Accordingly, the Board recommends the Special Resolution in relation to eligibility and appointment of Sri. N.R. Selvaraj as an Independent Director for the first term of five (5) consecutive years, for approval by the Shareholders of the Company.

He has not resigned from any listed Company during the past three years.

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 Disclosures Requirements) Regulations, 2015.

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

The disclosures as required under Listing Regulations and Secretarial Standard 2 are furnished and form a part of this Notice.

Interest of Directors:

Except Sri. N.R.Selvaraj being the proposed appointee, none of the Directors and the Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution as set out as Item No. 7 of the Notice of the AGM.

Profiles of the Directors seeking appointment / re-appointment.

A. Profile of Sri N.R Selvaraj (DIN: 00013954) – Appointment as an Independent Director

Date of Birth / Nationality: 05.10.1947 / Indian

Date of the first 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 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 ceased to be Managing Director of Super Sales India Limited on 23.10.2018.

Sri N.R.Selvaraj possess skills and capabilities required for the role of the Independent Director like Board services and Corporate Governance, Financial literacy, Accounting, Leadership skills, Human resources, etc.

He holds Directorship in the following companies:

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

No. of Shares held in the Company (including shareholding as a beneficial owner): NIL

No. of Shares held in Subsidiary Company: Not Applicable

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 Private 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.

Sitting fee paid to him during the year 2021-22 was ₹ 1,00,000/-

Number of Board meetings attended by him during 2021-22 was 5.

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.

B. Profile of Sri D.Senthilkumar (DIN: 00006172) - Director retiring by rotation

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.

Experience : He is having rich experience in managing Spinning Mills in all its facets such as Production, Marketing, Finance, administration, etc.,

He holds Directorships in the following companies:

1. Ramlakshmi Agro Plantations Private Limited	2. Harshni Textiles Private Limited
3. Supreme Dairy Products India Private Limited	4. Ramlakshmi Agro Farms Private Limited
5. Ramlakshmi Holdings Private Limited	6. Integrated Electrical Controls India Private Limited
7. Ramlakshmi Plantations Private Limited	8. Ramalinga Exports Private Limited
9. Lakshmi Precision Technologies Limited (formerly known as Lakshmi Precision Tools Limited)	10. Shri Ramalinga Builders Private Limited
11. Lakshmi Electrical Drives Private Limited	12. Shri Ramalinga Mills Private Limited
13. Muhavai Auto Mobiles Private Limited	14. Aruppukottai Mari Chemicals Private Limited

No. of Shares held in the Company (including shareholding as a beneficial owner): He holds 100 Shares in his name. 4.11% as a beneficial interest.

No. of Shares held in Subsidiary Company: Not Applicable

He has not resigned from any listed Company during the past three years.

Membership in Committees

Name of the Company	Name of the Committee	Member / Chairman
Harshni Textiles Private Limited	Audit Committee	Chairman
	Nomination and Remuneration Committee	Chairman
Lakshmi Electrical Control Systems Limited	Corporate Social Responsibility Committee	Chairman
	Stakeholders Relationship Committee	Member
	Share Transfer Committee	Member
Lakshmi Precision Technologies Limited	Corporate Social Responsibility Committee	Member
	Share Transfer Committee	Member
Lakshmi Electrical Drives Private Limited	Corporate Social Responsibility Committee	Chairman

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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 2021-22 was ₹ 1.75 Lakhs.

Number of Board meetings attended by him during 2021-22 was 5.

Place : Coimbatore

Date : May 25, 2022

By order of the Board

S. Sathyanarayanan

Company Secretary