



LAKSHMI MACHINE WORKS LIMITED

Our Ref : Sec/270/0496/2017
Date : 08.08.2017

Bombay Stock Exchange Limited
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, MUMBAI-400 001

BSE Scrip Code : 500252

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex Bandra(E)
MUMBAI - 400 051.

NSE Symbol : LAXMIMACH

Dear Sir/Madam,

Sub : Outcome of 54th Annual General Meeting of the shareholders of the Company as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

We are pleased to report that at the 54th Annual General Meeting (AGM) of the shareholders of the Company held on Monday, 7th August, 2017 at 3.30 pm at "Nani Kalai Arangam", Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore-641037, all the resolutions set out in the AGM Notice dated 22nd May, 2017 have been passed with an overwhelming requisite majority.

In compliance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed the Scrutiniser's Report along with the voting results of the aforesaid meeting.

Yours faithfully,
For LAKSHMI MACHINE WORKS LIMITED

C R SHIV KUMARAN
Company Secretary

cc : BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P.J.Towers,
Dalal Street, MUMBAI - 400 001.

LAKSHMI MACHINE WORKS LIMITED**VOTING RESULTS**

| | |
|---|------------------|
| 1. Date of AGM | 7th August, 2017 |
| 2. Total no. of shareholders on record date | 29,222 |
| 3. Number of shareholders present in the meeting in person or through proxy | |
| - Promoter or Promoter Group | 21 |
| - Public | 154 |
| 4. Number of shareholders attended the meeting through video conferencing | Not arranged |
| - Promoter or Promoter Group | |
| - Public | |

Agenda-wise disclosure :

Item No.1 : To consider and approve annual financial statements, Directors' Report and Auditors' Report for the year 2016-17.

Resolution required

Ordinary

Whether promoter/promoter group are interested in the agenda/resoln.?

No

| | 1 | 2 | 3 | 4 | 5 | 6 | 7 |
|--|------------------------|-------------------------|---|----------------------------|--------------------------|--|--|
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter - E-Voting | 3293955 | - | - | - | - | - | - |
| Promoter - Poll at AGM | | 3292735 | 99.963 | 3292735 | - | 100.000 | - |
| Promoter - Ballot by Post | | - | - | - | - | - | - |
| Total (A) | 3,293,955 | 3,292,735 | 99.963 | 3,292,735 | - | 100.000 | - |
| Public - Institutions - E-Voting | 2706633 | 2191050 | 80.951 | 2191050 | - | 100.000 | - |
| Public - Institutions - Poll at AGM | | - | - | - | - | - | - |
| Public - Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (B) | 2,706,633 | 2,191,050 | 80.951 | 2,191,050 | - | 100.000 | - |
| Public - Non Institutions - E-Voting | 4954916 | 11800 | 0.238 | 11800 | - | 100.000 | - |
| Public - Non Institutions - Poll at AGM | | 2069577 | 41.768 | 2069577 | - | 100.000 | - |
| Public - Non Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (C) | 4,954,916 | 2,081,377 | 42.006 | 2,081,377 | - | 100.000 | - |
| Total (A+B+C) | 10,955,504 | 7,565,162 | 69.054 | 7,565,162 | - | 100.000 | - |

The above resolution was declared to have been passed as an ordinary resolution with requisite majority.



Item No.2 : Declaration of dividend for the year 2016-17 at the rate of Rs.35/- per share (350%).

Resolution required

Ordinary

Whether promoter/promoter group are interested in the agenda/resoln.?

No

| | | | | | | | |
|--|------------|-----------|--------|-----------|---|---------|---|
| Promoter - E-Voting | 3293955 | - | - | - | - | - | - |
| Promoter - Poll at AGM | | 3292735 | 99.963 | 3292735 | - | 100.000 | - |
| Promoetr - Ballot by Post | | - | - | - | - | - | - |
| Total (A) | 3,293,955 | 3,292,735 | 99.963 | 3,292,735 | - | 100.000 | - |
| Public - Institutions - E-Voting | 2706633 | 2191050 | 80.951 | 2191050 | - | 100.000 | - |
| Public - Institutions - Poll at AGM | | - | - | - | - | - | - |
| Public - Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (B) | 2,706,633 | 2,191,050 | 80.951 | 2,191,050 | - | 100.000 | - |
| Public - Non Institutions - E-Voting | 4954916 | 11800 | 0.238 | 11800 | - | 100.000 | - |
| Public - Non Institutions - Poll at AGM | | 2069577 | 41.768 | 2069577 | - | 100.000 | - |
| Public - Non Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (C) | 4,954,916 | 2,081,377 | 42.006 | 2,081,377 | - | 100.000 | - |
| Total (A+B+C) | 10,955,504 | 7,565,162 | 69.054 | 7,565,162 | - | 100.000 | - |

The above resolution was declared to have been passed as an ordinary resolution with requisite majority.

Item No.3 : Reappointment of Sri.V.Sathyakumar, Director retiring by rotation.

Resolution required

Ordinary

Whether promoter/promoter group are interested in the agenda/resoln.?

No

| | | | | | | | |
|--|------------|-----------|--------|-----------|---|---------|---|
| Promoter - E-Voting | 3293955 | - | - | - | - | - | - |
| Promoter - Poll at AGM | | 3292735 | 99.963 | 3292735 | - | 100.000 | - |
| Promoetr - Ballot by Post | | - | - | - | - | - | - |
| Total (A) | 3,293,955 | 3,292,735 | 99.963 | 3,292,735 | - | 100.000 | - |
| Public - Institutions - E-Voting | 2706633 | 2191050 | 80.951 | 2191050 | - | 100.000 | - |
| Public - Institutions - Poll at AGM | | - | - | - | - | - | - |
| Public - Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (B) | 2,706,633 | 2,191,050 | 80.951 | 2,191,050 | - | 100.000 | - |
| Public - Non Institutions - E-Voting | 4954916 | 11800 | 0.238 | 11800 | - | 100.000 | - |
| Public - Non Institutions - Poll at AGM | | 2069577 | 41.768 | 2069577 | - | 100.000 | - |
| Public - Non Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (C) | 4,954,916 | 2,081,377 | 42.006 | 2,081,377 | - | 100.000 | - |
| Total (A+B+C) | 10,955,504 | 7,565,162 | 69.054 | 7,565,162 | - | 100.000 | - |

The above resolution was declared to have been passed as an ordinary resolution with requisite majority.



Item No.4 : Ratify the appointment of S.Krishnamoorthi & Co. Statutory Auditors and fix the remuneration at Rs.15 lakhs for the year 2017-18

Resolution required

Ordinary

Whether promoter/promoter group are interested in the agenda/resoln.?

No

| | | | | | | | |
|--|------------|-----------|--------|-----------|---|---------|---|
| Promoter - E-Voting | 3293955 | - | - | - | - | - | - |
| Promoter - Poll at AGM | | 3292735 | 99.963 | 3292735 | - | 100.000 | - |
| Promoter - Ballot by Post | | - | - | - | - | - | - |
| Total (A) | 3,293,955 | 3,292,735 | 99.963 | 3,292,735 | - | 100.000 | - |
| Public - Institutions - E-Voting | 2706633 | 2191050 | 80.951 | 2191050 | - | 100.000 | - |
| Public - Institutions - Poll at AGM | | - | - | - | - | - | - |
| Public - Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (B) | 2,706,633 | 2,191,050 | 80.951 | 2,191,050 | - | 100.000 | - |
| Public - Non Institutions - E-Voting | 4954916 | 11800 | 0.238 | 11800 | - | 100.000 | - |
| Public - Non Institutions - Poll at AGM | | 2069577 | 41.768 | 2069577 | - | 100.000 | - |
| Public - Non Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (C) | 4,954,916 | 2,081,377 | 42.006 | 2,081,377 | - | 100.000 | - |
| Total (A+B+C) | 10,955,504 | 7,565,162 | 69.054 | 7,565,162 | - | 100.000 | - |

The above resolution was declared to have been passed as an ordinary resolution with requisite majority.

Item No.5 : Appointment of Sri.Arun Alagappan as Independent Director for a period of five consecutive years effective from 26.10.2016.

Resolution required

Ordinary

Whether promoter/promoter group are interested in the agenda/resoln.?

No

| | | | | | | | |
|--|------------|-----------|--------|-----------|---|---------|---|
| Promoter - E-Voting | 3293955 | - | - | - | - | - | - |
| Promoter - Poll at AGM | | 3292735 | 99.963 | 3292735 | - | 100.000 | - |
| Promoter - Ballot by Post | | - | - | - | - | - | - |
| Total (A) | 3,293,955 | 3,292,735 | 99.963 | 3,292,735 | - | 100.000 | - |
| Public - Institutions - E-Voting | 2706633 | 2191050 | 80.951 | 2191050 | - | 100.000 | - |
| Public - Institutions - Poll at AGM | | - | - | - | - | - | - |
| Public - Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (B) | 2,706,633 | 2,191,050 | 80.951 | 2,191,050 | - | 100.000 | - |
| Public - Non Institutions - E-Voting | 4954916 | 11800 | 0.238 | 11800 | - | 100.000 | - |
| Public - Non Institutions - Poll at AGM | | 2069577 | 41.768 | 2069577 | - | 100.000 | - |
| Public - Non Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (C) | 4,954,916 | 2,081,377 | 42.006 | 2,081,377 | - | 100.000 | - |
| Total (A+B+C) | 10,955,504 | 7,565,162 | 69.054 | 7,565,162 | - | 100.000 | - |

The above resolution was declared to have been passed as an ordinary resolution with requisite majority.



Item No.6 : Payment of remuneration to Sri.A.N.Raman, Cost Accountant for the year 2017-18 at Rs.6.0 lakhs

Resolution required

Ordinary

Whether promoter/promoter group are interested in the agenda/resoln.?

No

| | | | | | | | |
|--|------------|-----------|--------|-----------|---|---------|---|
| Promoter - E-Voting | 3293955 | - | - | - | - | - | - |
| Promoter - Poll at AGM | | 3292735 | 99.963 | 3292735 | - | 100.000 | - |
| Promoetr - Ballot by Post | | - | - | - | - | - | - |
| Total (A) | 3,293,955 | 3,292,735 | 99.963 | 3,292,735 | - | 100.000 | - |
| Public - Institutions - E-Voting | 2706633 | 2191050 | 80.951 | 2191050 | - | 100.000 | - |
| Public - Institutions - Poll at AGM | | - | - | - | - | - | - |
| Public - Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (B) | 2,706,633 | 2,191,050 | 80.951 | 2,191,050 | - | 100.000 | - |
| Public - Non Institutions - E-Voting | 4954916 | 11800 | 0.238 | 11800 | - | 100.000 | - |
| Public - Non Institutions - Poll at AGM | | 2069577 | 41.768 | 2069577 | - | 100.000 | - |
| Public - Non Institutions - Ballot by Post | | - | - | - | - | - | - |
| Total (C) | 4,954,916 | 2,081,377 | 42.006 | 2,081,377 | - | 100.000 | - |
| Total (A+B+C) | 10,955,504 | 7,565,162 | 69.054 | 7,565,162 | - | 100.000 | - |



August 08, 2017

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

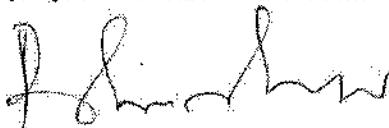
The Chairman
Lakshmi Machine Works Limited
Regd. Office: Perianaickenpalayam
Coimbatore – 641020.

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 54th (Fifty Fourth) Annual General Meeting of the Equity Shareholders of "Lakshmi Machine Works Limited" held on 7th August 2017 at 3.30 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 venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at the 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 23rd June, 2017 to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the Annual General Meeting of "Lakshmi Machine Works Limited" (Item No.1 (One) to 6 (Six) of the Notice of Annual General Meeting of Lakshmi Machine Works Limited. The Members holding equity shares as on the cut-off date i.e. 31st July, 2017 were considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off date is 29222.
2. The E-Voting period remained open from 09.00 AM on Friday 4th August, 2017 upto 05.00 PM on Sunday 6th August, 2017.
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. KRISHNAMOORTHY, F.C.A.,
Chartered Accountant
Membership No: 20439

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

5. The Votes cast through E-Voting were unblocked on 7th August, 2017 around 6.30 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 for e-voting, sent along with the Notice of the Annual General Meeting dated 22nd May, 2017, 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 Physical Ballot Form.
7. 3 Ballot Forms involving 927 shares which were incomplete and / or otherwise defective were treated as invalid.
8. I have collated the votes cast through remote e-voting and votes cast through physical ballot forms at the 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 as on 31st March, 2017. (Ordinary Resolution) | E-Voting | 67 | 2202850 | 100.000 | 0 | 0 | 0.000 |
| | | Ballot form at the AGM venue | 102 | 5362312 | 100.000 | 0 | 0 | 0.000 |
| | | Total | 169 | 7565162 | 100.000 | 0 | 0 | 0.000 |
| 2 | Declaration of Dividend for the financial year 2016-17. (Ordinary Resolution) | E-Voting | 67 | 2202850 | 100.000 | 0 | 0 | 0.000 |
| | | Ballot form at the AGM venue | 102 | 5362312 | 100.000 | 0 | 0 | 0.000 |
| | | Total | 169 | 7565162 | 100.000 | 0 | 0 | 0.000 |
| 3 | Re-appointment of Sri.V.Sathyakumar, Director retiring by rotation. (Ordinary Resolution) | E-Voting | 67 | 2202850 | 100.000 | 0 | 0 | 0.000 |
| | | Ballot form at the AGM venue | 102 | 5362312 | 100.000 | 0 | 0 | 0.000 |
| | | Total | 169 | 7565162 | 100.000 | 0 | 0 | 0.000 |
| 4 | Ratification of appointment of Auditors and fixing their remuneration (Ordinary Resolution) | E-Voting | 67 | 2202850 | 100.000 | 0 | 0 | 0.000 |
| | | Ballot form at the AGM venue | 102 | 5362312 | 100.000 | 0 | 0 | 0.000 |
| | | Total | 169 | 7565162 | 100.000 | 0 | 0 | 0.000 |


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

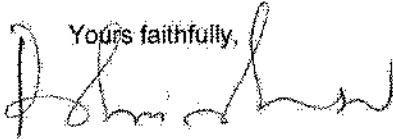
B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

| | | | | | | | | |
|---|--|------------------------------|------------|----------------|----------------|----------|----------|--------------|
| 5 | Appointment of Sri. Arun Alagappan as Independent Director. (Ordinary Resolution) | E-Voting | 67 | 2202850 | 100.000 | 0 | 0 | 0.000 |
| | | Ballot form at the AGM venue | 102 | 5362312 | 100.000 | 0 | 0 | 0.000 |
| | | Total | 169 | 7565162 | 100.000 | 0 | 0 | 0.000 |
| 6 | Confirmation of remuneration payable to the Cost Auditor. (Ordinary Resolution) | E-Voting | 67 | 2202850 | 100.000 | 0 | 0 | 0.000 |
| | | Ballot form at the AGM venue | 102 | 5362312 | 100.000 | 0 | 0 | 0.000 |
| | | Total | 169 | 7565162 | 100.000 | 0 | 0 | 0.000 |

9. 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 54th Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Lakshmi Machine Works Limited, for safe custody.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)
SCRUTINIZER

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

For LAKSHMI MACHINE WORKS LIMITED



SANJAY JAYAVARTHANAVELU
CHAIRMAN AND MANAGING DIRECTOR