

PROCEEDINGS OF THE 40<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER 30, 2015 AT NANI KALAI ARANGAM, MANI HIGHER SECONDARY SCHOOL PREMISES, PAPPANAICKENPALAYAM, COIMBATORE-641037 AT 10.00 AM.

Number of Shareholders present : 41

Directors Present : 6 out of 7 Directors of the Board were present.

In Attendance : Smt Suguna Ravichandran  
Partner  
M/s. N. R. Doraswami & Co  
Chartered Accountants  
Statutory Auditors

: Sri B. Krishnamoorthi  
Chartered Accountant  
Scrutinizer

: Sri V.K. Swaminathan  
Company Secretary

A total of 41 shareholders were present in person at the Meeting. No proxies were present.

Sri V.J. Jayaraman, Chairman and Managing Director took the Chair.

The quorum being present the Chairman declared the Meeting open. The Meeting commenced at 10.05 AM.

The Chairman warmly welcomed the members present to the 40<sup>th</sup> Annual General Meeting of the Company.

The Chairman informed the members present that the Register giving details of shareholding of Directors and Key Managerial Personnel maintained in terms of Section 170 and the Register of Contracts or Arrangements maintained pursuant to Section 189 of the Companies Act, 2013 were kept open for inspection by the members.

The Notice for the Meeting and the Auditors' Report were taken as read with the consent of the members present.

The Chairman then briefly apprised the members of the method of voting on the subjects, namely by remote e-voting and voting by ballot by those present at the Meeting by marking their choice against each subject in the ballot forms provided to them and put the same in the ballot box.

For VEEJAY LAKSHMI ENGINEERING WORKS LIMITED

  
Company Secretary

The members were informed further that Sri B.Krishnamoorthi, Chartered Accountant was appointed as scrutinizer and that the result of voting will be announced at the registered Office of the Company within three days from the conclusion of the Meeting and same will also be posted on the company's website.

The business of the Meeting was then taken up.

The Chairman read out the subjects to be dealt one by one.

Subject No. 1:

To consider and adopt Annual Financial Statements including Statement of Profit and Loss, Cash Flow Statement for the year ended 31<sup>st</sup> March 2015, the Balance Sheet as on that date, the report of Board of Directors and the Auditors' Report thereon – Ordinary Resolution

Subject No. 2:

To consider appointment of a Director in the place of Sri D.Ranganathan, who retires by rotation and being eligible offers himself for reappointment. – Ordinary Resolution

Subject No. 3:

To consider reappointment of M/s.N.R.Doraiswami & Co, Chartered Accountants for the financial year 2015-16 and to authorise the Board of Directors to fix their remuneration. – Ordinary Resolution

Subject No. 4:

To appoint Smt Arthi Anand as a Director of the Company. – Ordinary Resolution

Subject No. 5:

To consider and pass the Resolution for the reappointment of Sri V.J. Jayaraman as Chairman and Managing Director as per draft resolution given in the notice of AGM. – Special Resolution

The Chairman then informed that no request for any clarification in connection with the Annual Report was received from the members. He invited the members present to express their views and suggestions and seek clarification on the financial statements and other subjects in the agenda.

There was no request for any clarification.

The Chairman then briefed the Meeting of the situation faced by the Company and the textile industry in general affecting the profitability during the last few years. He informed the gathering of the actions already taken by the management with a view to reduce the borrowings and related costs and that the management expected to revive the working and ensure adequate returns.

The Chairman asked the members to vote by ballot and take refreshments.

He thanked all the Members for their participation in the Meeting.

The Meeting concluded at 10.25 AM.

For VEEJAY LAKSHMI ENGINEERING WORKS LIMITED

  
Company Secretary

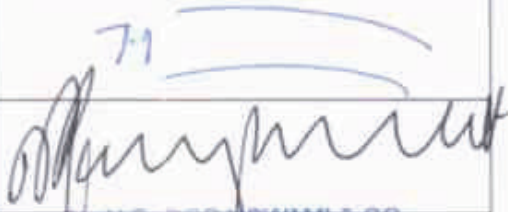
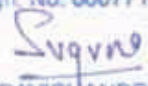
VEEJAY LAKSHMI ENGINEERING WORKS LIMITED

Regd. Office:  
Sengalipalayam  
NGGO Colony Post  
Coimbatore – 641022

FORM A

(Clause 31 of Listing Agreement)

Format of Covering Letter for filing of Annual Report with Stock Exchange

1.	Name of the Company	VEEJAY LAKSHMI ENGINEERING WORKS LIMITED
2.	Annual Financial Statements for the year ended	March 31, 2015
3.	Type of Audit Observation	Unqualified
4.	Frequency of Observation	Nil
5.	To be signed by :	
	CEO / Managing Director (J. ANAND)	
	Chief Financial Officer (D. RANGANATHAN)	
	Statutory Auditors N.R.Doraiswami & Co. Chartered Accountants (SUGUNA RAVICHANDRAN) M.No.207893	For N.R. DORAI SWAMI & CO Chartered Accountants (Firm Regn. No. 000771S)  (SUGUNA RAVICHANDRAN) Partner (Membership No. 207893)
	Audit Committee Chairman (N.M.ANANTHAPADMANABHAN)	