

**LAKSHMI MACHINE WORKS LIMITED**

Our Ref : Sec/275/0391/2014

Date : 07.08.2014

Madras Stock Exchange Limited  
Listing Department  
New No.30 (Old No.11)  
Second Line Beach, CHENNAI-600 001

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

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

Dear Sirs,

**Sub: Submission of details regarding the voting results for the 51<sup>st</sup> Annual General Meeting of the Members of the Company held on 6<sup>th</sup> August 2014**

**Ref: Clause 35A of the Listing Agreement with NSE, BSE and MSE**

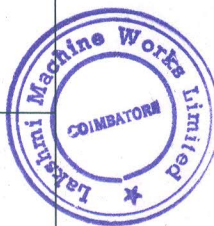
This is to inform that 51<sup>st</sup> Annual General Meeting of the Members of the Company was held on Wednesday, 6<sup>th</sup> August 2014 at 3:30 P:M at "Nani Kalai Arangam", Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore – 641 037 to transact the business mentioned in the notice of the Annual General Meeting dated 23<sup>rd</sup> May 2014.

As required by the provisions of the Section 108 of the Companies act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, facility of voting through electronic means and postal ballot for shareholders who do not have access to e-voting facility on all proposals contained in the Annual General Meeting Notice dated 23<sup>rd</sup> May 2014 was provided to the members. The e-voting was held between 31<sup>st</sup> July, 2014 to 2<sup>nd</sup> August, 2014 and postal ballots were received up to 2<sup>nd</sup> August, 2014.

All the items of business as mentioned in the Annual General Meeting Notice have been transacted and based on the report of the Scrutinizer, the resolutions indicated below were declared as duly passed by requisite majority by e-voting and through postal ballot.

Details of voting result in the specified format pursuant to Clause 35A of the listing agreement are given below:

1.	Date of AGM	6 <sup>th</sup> August 2014
2.	Total number of shareholders on record date	23,277
3.	Number of shareholders present in the meeting in person or through proxy -Promoter or Promoter Group -Public Number of shareholders who participated in e-voting and postal ballot in lieu of E-voting as per Clause 35B of the listing agreement.	180  3 177 234
4.	Number of shareholders attended the meeting through Video Conferencing - Promoter or Promoter Group - Public	Not Arranged



CORPORATE OFFICE : 34-A, Kamaraj Road, Coimbatore 641 018. Phone: 2221680 to 682,3028100 Fax: 0422-2220912

E-Mail: corp.off@lmw.co.in www.lakshmimach.com  
REGISTERED OFFICE: Perianaickenpalayam, Coimbatore 641 020.

CIN-L29269TZ1962PLC000463



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5.	Detail of the Agenda	Resolution required	Mode of Voting
1.	To receive, consider and adopt the Balance Sheet as at 31 <sup>st</sup> March, 2014 and the Statement of Profit and Loss for the year ended on that date and the Report of the Directors and the Auditors thereon.	Ordinary Resolution	e-voting & Postal Ballot
2	To declare Dividend for the financial year ended 31st March, 2014	Ordinary Resolution	e-voting & Postal Ballot
3	To appoint a Director in the place of Sri. V.Sathyakumar who retires by rotation, and being eligible, offers himself for reappointment.	Ordinary Resolution	e-voting & Postal Ballot
4	To re-appoint Auditors for the financial year 2014-2015 and to fix their remuneration	Ordinary Resolution	e-voting & Postal Ballot
5	To appoint Sri.M.V.Subbiah as an Independent Director of the Company for a period of one year.	Ordinary Resolution	e-voting & Postal Ballot
6	To appoint Sri.Basavaraju as an Independent Director of the Company for a period of five years	Ordinary Resolution	e-voting & Postal Ballot
7	To appoint Sri. Aditya Himatsingka as an Independent Director of the Company for a period of five years.	Ordinary Resolution	e-voting & Postal Ballot
8	To appoint Dr.Mukund Govind Rajan as an Independent Director of the Company for a period of five years	Ordinary Resolution	e-voting & Postal Ballot
9	To amend the Articles of Association of the Company.	Special Resolution	e-voting & Postal Ballot
10	To modify the terms of appointment of Sri.R.Rajendran, Director Finance.	Special Resolution	e-voting & Postal Ballot

Further the following details of e-voting and Poll are given below:

**Item No.1 Ordinary Resolution** - To receive, consider and adopt the Balance Sheet as at 31<sup>st</sup> March, 2014 and the Statement of Profit and Loss for the year ended on that date and the Report of the Directors and the Auditors thereon

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= {(2)/(1)} *100	(4)	(5)	(6)= {(4)/(2)} *100	(7)= {(5)/(2)} *100
<b>Promoter and Promoter Group</b>	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
<b>Public - Institutional holders</b>	28,69,338	22,32,613	77.81%	22,32,613	0	100.00%	0.00%
<b>Public - Others</b>	52,03,541	23,31,648	44.81%	23,31,623	25	100.00%	0.00%
<b>Total</b>	112,66,504	77,56,666	68.85%	77,56,641	25	100.00%	0.00%

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

**Item No.2 Ordinary Resolution** - To declare Dividend for the financial year ended 31<sup>st</sup> March, 2014.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= {(2)/(1)} *100	(4)	(5)	(6)= {(4)/(2)} *100	(7)= {(5)/(2)} *100
Promoter and Promoter Group	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
Public - Institutional holders	28,69,338	22,72,063	79.18%	22,72,063	0	100.00%	0.00%
Public – Others	52,03,541	23,31,648	44.81%	23,31,623	25	100.00%	0.00%
<b>Total</b>	<b>112,66,504</b>	<b>77,96,116</b>	<b>69.20%</b>	<b>77,96,091</b>	<b>25</b>	<b>100.00%</b>	<b>0.00%</b>

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

**Item No.3 Ordinary Resolution** - To appoint a Director in the place of Sri. V.Sathyakumar who retires by rotation, and being eligible, offers himself for reappointment.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= {(2)/(1)} *100	(4)	(5)	(6)= {(4)/(2)} *100	(7)= {(5)/(2)} *100
Promoter and Promoter Group	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
Public - Institutional holders	28,69,338	22,72,063	79.18%	22,71,842	221	99.99%	0.01%
Public – Others	52,03,541	23,31,648	44.81%	23,28,533	3,115	99.87%	0.13%
<b>Total</b>	<b>112,66,504</b>	<b>77,96,116</b>	<b>69.20%</b>	<b>77,92,780</b>	<b>3,336</b>	<b>99.96%</b>	<b>0.04%</b>

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





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**Item No.4 Ordinary Resolution** - To re-appoint Auditors for the financial year 2014-2015 and to fix their remuneration

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= $\{(2)/(1)\}$ *100	(4)	(5)	(6)= $\{(4)/(2)\}$ *100	(7)= $\{(5)/(2)\}$ *100
Promoter and Promoter Group	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
Public - Institutional holders	28,69,338	22,72,063	79.18%	22,31,160	40,903	98.20%	1.80%
Public – Others	52,03,541	23,31,648	44.81%	23,31,535	113	100.00%	0.00%
<b>Total</b>	<b>112,66,504</b>	<b>77,96,116</b>	<b>69.20%</b>	<b>77,55,100</b>	<b>41,016</b>	<b>99.47%</b>	<b>0.53%</b>

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

**Item No.5 Ordinary Resolution** - To appoint Sri.M.V.Subbiah as an Independent Director of the Company for a period of one year.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= $\{(2)/(1)\}$ *100	(4)	(5)	(6)= $\{(4)/(2)\}$ *100	(7)= $\{(5)/(2)\}$ *100
Promoter and Promoter Group	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
Public - Institutional holders	28,69,338	22,72,063	79.18%	22,31,160	40,903	98.20%	1.80%
Public – Others	52,03,541	23,31,638	44.81%	23,31,498	140	99.99%	0.01%
<b>Total</b>	<b>112,66,504</b>	<b>77,96,106</b>	<b>69.20%</b>	<b>77,55,063</b>	<b>41,043</b>	<b>99.47%</b>	<b>0.53%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.



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**Item No.6 Ordinary Resolution** - To appoint Sri.Basavaraju as an Independent Director of the Company for a period of five years

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= $\{(2)/(1)\}$ *100	(4)	(5)	(6)= $\{(4)/(2)\}$ *100	(7)= $\{(5)/(2)\}$ *100
Promoter and Promoter Group	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
Public - Institutional holders	28,69,338	22,72,063	79.18%	22,70,610	1,453	99.94%	0.06%
Public – Others	52,03,541	23,31,638	44.81%	23,31,395	243	99.99%	0.01%
<b>Total</b>	<b>112,66,504</b>	<b>77,96,106</b>	<b>69.20%</b>	<b>77,94,410</b>	<b>1,696</b>	<b>99.98%</b>	<b>0.02%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

**Item No. 7 Ordinary Resolution** - To appoint Sri. Aditya Himatsingka as an Independent Director of the Company for a period of five years.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= $\{(2)/(1)\}$ *100	(4)	(5)	(6)= $\{(4)/(2)\}$ *100	(7)= $\{(5)/(2)\}$ *100
Promoter and Promoter Group	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
Public - Institutional holders	28,69,338	22,69,463	79.09%	22,69,463	0	100.00%	0.00%
Public – Others	52,03,541	23,31,638	44.81%	23,31,408	230	99.99%	0.01%
<b>Total</b>	<b>112,66,504</b>	<b>77,93,506</b>	<b>69.17%</b>	<b>77,93,276</b>	<b>230</b>	<b>100.00%</b>	<b>0.00%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.





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**Item No. 8 Special Resolution** - To appoint Dr.Mukund Govind Rajan as an Independent Director of the Company for a period of five years

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= $\{(2)/(1)\}$ *100	(4)	(5)	(6)= $\{(4)/(2)\}$ *100	(7)= $\{(5)/(2)\}$ *100
Promoter and Promoter Group	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
Public - Institutional holders	28,69,338	22,72,063	79.18%	22,72,063	0	100.00%	0.00%
Public – Others	52,03,541	23,31,638	44.81%	23,31,458	180	99.99%	0.01%
<b>Total</b>	112,66,504	77,96,106	69.20%	77,95,926	180	100.00%	0.00%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

**Item No. 9 Special Resolution** - To amend the Articles of Association of Association of the Company

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= $\{(2)/(1)\}$ *100	(4)	(5)	(6)= $\{(4)/(2)\}$ *100	(7)= $\{(5)/(2)\}$ *100
Promoter and Promoter Group	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
Public - Institutional holders	28,69,338	22,67,457	79.02%	22,66,004	1,453	99.94%	0.06%
Public – Others	52,03,541	23,31,638	44.81%	23,31,613	25	100.00%	0.00%
<b>Total</b>	112,66,504	77,91,500	69.16%	77,90,022	1,478	99.98%	0.02%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.



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**Item No.10 Special Resolution** To modify the terms of appointment of Sri.R.Rajendran, Director Finance.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= $\{(2)/(1)\}$ *100	(4)	(5)	(6)= $\{(4)/(2)\}$ *100	(7)= $\{(5)/(2)\}$ *100
<b>Promoter and Promoter Group</b>	31,93,625	31,92,405	99.96%	31,92,405	0	100.00%	0.00%
<b>Public - Institutional holders</b>	28,69,338	22,72,063	79.18%	22,72,063	0	100.00%	0.0%
<b>Public – Others</b>	52,03,541	23,31,638	44.81%	23,31,406	232	99.99%	0.01%
<b>Total</b>	112,66,504	77,96,106	69.20%	77,95,874	232	100.00%	0.00%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

Thanking You,

Yours faithfully,  
For LAKSHMI MACHINE WORKS LIMITED

(K.DURASAMI)  
Company Secretary



Encl: as above

cc : Bombay Stock Exchange Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P.J.Towers,  
Dalal Street, MUMBAI - 400 001.