



# LML LIMITED

**LML**

An ISO 9001:2008 Company  
C-10, Panki Industrial Estate  
Kanpur - 208022, INDIA  
Tel. : +91-512-6660300, 2691381  
Fax : +91-512-6660301, 2691391  
E-mail : lmlknp@lml-india.com

LML: SEC: SE

September 25, 2015

The Manager,  
Capital Market (Listing),  
National Stock Exchange of India Ltd,  
Exchange Plaza, Bandra-Kurla Complex  
Bandra (E)  
**MUMBAI - 400 051**

The Manager (Listing),  
The Corporate Relationship Department,  
BSE Limited,  
Floor 25<sup>th</sup>, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**MUMBAI - 400 001**

Dear Sirs,

**Sub: Declaration of Result of Postal Ballot**  
**Scrip Code: - BSE- 500255 & NSE-LML**

This is further to our letter Ref LML: SH: BS dated 07.08.2015 enclosing therewith Postal Ballot Notice along with Postal Ballot form, seeking consent of the Shareholders by postal ballot vide Notice dated 29.05.2015 for approval for making any investment/ giving any loans or guarantee or providing securities or acquisition of securities of any other body corporate by way of subscription, purchase or otherwise as a Special Resolution.

Pursuant to provision of Section 110 of the Companies Act, 2013 and Clause 35B of the Listing Agreement, Company has provided voting facility to its shareholders electronically and physically.

Mr Dharmendra Srivastava (M. No. 77529) of M/s Dharmendra Srivastava & Associates, Chartered Accountant (FRN No. 009796-C) appointed as Scrutinizer has submitted his report on the Postal Ballot on 25<sup>th</sup> September, 2015. In this connection, we would like to inform you that the aforesaid resolution is passed by the shareholders of the Company by the requisite majority.

Please find attached herewith a copy of Scrutinizer's Report in respect of votes cast by e-voting and physical ballots on resolution given as Item No. 1 of the Postal Ballot Notice dated 29<sup>th</sup> May, 2015.

Please take the same on records and bring it to the notice of all the concerned.

Thanking you,

Yours Faithfully,  
For LML Limited

**KC Agarwal**  
**Senior President (commercial) &**  
**Company Secretary**



# DHARMENDRA SRIVASTAVA & ASSOCIATES

Office : 13/392, (I) Civil Lines, Kanpur - 208 001

E-mail : dharmendrac@rediffmail.com

dharmendrac2009@gmail.com

(O) 0512-2530210 (M) 9839037675, 9956408794

Ref. No.

Date 25/9/2015

## SCRUTINIZERS' REPORT

To,  
The Chairman  
Board of Directors of LML Limited  
C-3, Panki Industrial Estate, Site-I, Kanpur – 208 022 (U.P.)

Dear Sir,

I, Dharmendra Srivastava (M. No. 77529) partner of M/s Dharmendra Srivastava & Associates, Chartered Accountant (FRN No. 009796-C), have been appointed by the Board of Directors of the Company at its meeting held on 29<sup>th</sup> May, 2015, as Scrutinizer for conducting the postal ballot voting process. We submit our report as under:-

1. The Company has completed on 7<sup>th</sup> August, 2015 the dispatch of postal ballot notice along with postal ballot form and postage prepaid business reply envelope to all its members whose names appeared in the Register of Members/ list of Beneficiaries as on 18<sup>th</sup> July, 2015. Pursuant to Clause 35B of the Listing Agreement, the Company has also made arrangement for e-voting with Karvy Computershare Pvt. Ltd. (hereinafter referred as "Karvy").
2. The postal ballot forms received from shareholders were kept under my safe custody and duly opened in my presence and scrutinized. Thereafter, particulars of ballot forms are entered on electronic portal provided by Karvy categorizing them as valid and invalid forms.
3. All postal ballot forms received upto the close of working hours on 23<sup>rd</sup> September, 2015 the last date fixed by the Company for receipt of the Postal Ballot Forms were considered for my scrutiny and any envelopes containing postal ballot forms received thereafter were not considered.
4. Envelopes containing postal ballot forms returned undelivered aggregating to about 5966 copies. These envelopes were not opened and kept separately.
5. I did not find any defaced or mutilated postal ballot forms.
6. Summary of the postal ballot forms received for following resolution are as under:-

### RESOLUTION:

Special Resolution for approval for making any investment/ giving any loans or guarantees or providing securities or acquisition of securities of any other body corporate, by way of subscription, purchase or otherwise.

Sl. No.	Particulars	No. of Ballot Forms	No. of Shares	% of total paid up equity capital	% of total votes polled
	<b>Physical Mode:</b>				
A	Total Postal Ballot Forms received	149	21849366	26.651000	
B	Less: Invalid Postal Ballot forms	22	868	0.001000	
B(1)	Less Voted		0	0	
C	Net Valid Postal Ballot in physical (A-B)	127	21848498	26.650000	
	<b>Electronic Mode</b>				

*JK 02*

D	Total Postal Ballot Forms received	26	136991	0.167000	
E	Less: Invalid Postal Ballot forms	0	0	0.000000	
E(1)	Less Voted		0	0	
F	Net Valid Postal Ballot in Electronic (D-E)	26	136991	0.167000	
	<b>Total Net Valid Postal Ballot in physical and electronic mode (C+F)</b>	<b>153*</b>	<b>21985489</b>	<b>26.817000</b>	<b>100</b>
G	Postal Ballot Forms with Assent as Special Resolution _ Physical	119	21846658	26.647000	
H	Postal Ballot Forms with Assent as Special Resolution _ Electronic	22	129031	0.157000	
	<b>Total Postal Ballot with ASSENT in physical and electronic mode</b>	<b>141*</b>	<b>21975689</b>	<b>26.804000</b>	<b>99.96</b>
I	Postal Ballot Forms with Dissent as Special Resolution – Physical	8	1840	0.002000	
J	Postal Ballot Forms with Dissent as Special Resolution _ Electronic	5	7960	0.010000	
	<b>Total Postal Ballot with DISSENT in physical and electronic mode</b>	<b>13*</b>	<b>9800</b>	<b>0.012000</b>	<b>0.04</b>
	In brief, Total Votes polled FOR-RESOLUTION is 99.96 % and total Votes polled Against Resolution is 0.04%				


Voted Assent and Dissent Cases Physical: 0 Electronic: 1

\* One Shareholder with shareholding of 100 equity shares has voted 50 shares in Favour and with balance 50 shares against the resolution. Hence it will be counted as one Net Valid Postal Ballot.

7. The postal ballot forms and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Place: Kanpur  
Date: 25.09.2015

Yours Faithfully  
For Dharmendra Srivastava & Associates  
(EBN 009796-C)

  
Dharmendra Srivastava  
Chartered Accountant  
(FCA 77529)

*Handwritten signature and date:* 25/9/2015