



LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

SEC/SE/2026-2027

July 01, 2026

BSE Limited,  
Floor 25  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

Dear Sir / Madam,

**Sub:** 45<sup>th</sup> Annual General Meeting Notice – Reg.

**Ref:** Security Id: LAKSELEC, Security Code: 504258.

We are enclosing herewith 45<sup>th</sup> Annual General Meeting notice of the Company.

Kindly take on record the same.

Thanking you,

**For Lakshmi Electrical Control Systems Limited**

**S. Sathyanarayanan**  
**Company Secretary and Compliance Officer**



**ADMN. OFFICE & WORKS :** Arasur - 641 407, Coimbatore Dist,India.  
**Phone :** +91 422 6616500, **Fax :** +91 422 6616555. **E-Mail :** [contact@lecsindia.com](mailto:contact@lecsindia.com)  
**REGISTERED OFFICE :** 504, Avinashi Road, Peelamedu Post, Coimbatore - 641 004  
**CIN No. :** L31200TZ1981PLC001124, **Website :** [www.lecsindia.com](http://www.lecsindia.com)  
**GSTN :** 33AAACL3737E1ZW

# LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

## LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

Registered office: 504, Avinashi Road, Peelamedu Post, Coimbatore - 641004, Tamil Nadu, India.

CIN: L31200TZ1981PLC001124

Phone: +91 422 6616500

Email: investorscell@lecsindia.com Website: www.lecsindia.com

### NOTICE TO SHAREHOLDERS

Notice is hereby given that the Forty Fifth (45<sup>th</sup>) Annual General Meeting of the shareholders of Lakshmi Electrical Control Systems Limited will be held on Friday, the 31<sup>st</sup> day of July 2026 at 09.45 A.M (IST) at Nani Kalai Arangam, Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore – 641037, Tamil Nadu to transact the following business:

#### Ordinary Business:

1. To consider and adopt Annual Financial Statements including Statement of Profit and Loss, Cash Flow Statement and Statement of changes in equity for the financial year ended 31<sup>st</sup> March 2026, Balance Sheet as on that date, Report of Board of Directors' and the Auditor's Report thereon.
2. To declare dividend for the financial year ended 31<sup>st</sup> March 2026.
3. To appoint a director in the place of Sri. D.Senthilkumar (DIN: 00006172), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. NRD Associates, Chartered Accountants, as Statutory Auditors and fix their remuneration, and in this regard, to consider and if thought fit to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment(s), statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. NRD Associates (Firm Registration No. 005662S), Chartered Accountants, be and are hereby appointed as the Statutory Auditors of the Company in the place of M/s. Subbchar & Srinivasan (Firm Registration No. 004083S), the retiring Statutory Auditors for a term of 5 (five) consecutive years from the financial year 2026-2027 to 2030 - 2031 and shall hold office from the conclusion of the 45<sup>th</sup> Annual General Meeting of the Company till the conclusion of the Annual General Meeting to be held in the year 2031 at a remuneration mentioned in the statement annexed herewith and as may be decided by the Board of Directors from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (which expression shall include any Committee thereof, whether constituted or to be constituted) be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose, without being required to seek any further consent or approval of the members of the Company."

#### Special Business:

5. To consider and if thought fit, to pass the following resolution for ratification of remuneration for Cost Auditor, as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Sri.S.Subbaraman, Proprietor of S.Subbaraman & Associates, (Firm Registration No: 100526) Cost Accountant, who was appointed as Cost Auditor by the Board of Directors of the Company on the recommendation of the Audit Committee, to conduct the audit of the cost accounting records of the Company for the financial year 2026-2027 on a remuneration of ₹ 40,000/- (Rupees Forty Thousand only) exclusive of applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit fixed by the Board of Directors be and is hereby ratified and confirmed."

6. To consider and if thought fit, to pass the following resolution for approval of material related party transactions with LMW Limited (formerly Lakshmi Machine Works Limited) as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ("Listing Regulations"), the applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rules made thereunder, (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force) the Company's Policy on Related Party Transactions, and pursuant to the approval of the Audit Committee and on the recommendation of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into agreement/ contract/ business transactions with LMW Limited (formerly Lakshmi Machine Works Limited), an entity falling within the definition of 'Related Party' under Regulation 2(1)(zb) of the Listing Regulations, for an amount not exceeding ₹ 450 Crores (Rupees Four Hundred and Fifty Crores only) for the period from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting as per the details more particularly described in the statement pursuant to Section 102 of the Companies Act, 2013, annexed to this notice notwithstanding that such transactions either taken individually or together with previous transactions during the financial year may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements as specified in Schedule XII of the Listing Regulations or such other materiality threshold as may be specified under applicable laws/ regulations from time to time.

RESOLVED FURTHER THAT Board of Directors (including its Committee thereof) be and are hereby severally authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the aforesaid party, and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution."

7. To consider and if thought fit, to pass the following resolution for approval of material related party transactions with Lakshmi Precision Technologies Limited, as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ("Listing Regulations"), the applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rules made thereunder, (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force) the Company's Policy on Related Party Transactions, and pursuant to the approval of the Audit Committee and on the recommendation of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into agreement/ contract/ business transactions with Lakshmi Precision Technologies Limited, an entity falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for an amount not exceeding ₹ 100 Crores (Rupees One Hundred Crores only) for the period from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting as per the details more particularly described in the statement pursuant to Section 102 of the Companies Act, 2013, annexed to this notice notwithstanding that such transactions either taken individually or together with previous transactions during the financial year may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements as specified in Schedule XII of the Listing Regulations or such other materiality threshold as may be specified under applicable laws/ regulations from time to time.

RESOLVED FURTHER THAT Board of Directors (including its Committee thereof) be and are hereby severally authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the aforesaid party, and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution."

8. To consider and if thought fit, to pass the following resolution for amendment of Articles of Association, as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made there under (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force), and subject to such other approvals as may be required in this regard, the approval of the members of the Company be and is hereby accorded to amend the Articles of Association of the Company by substituting the existing Article 84 with the following new Article 84 as set out below:

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*"84. The Board of Directors of the Company may, subject to the provisions of the Companies Act, 2013, or any modification thereof from time to time, appoint one or more of their body to the office of Chairman, Vice Chairman, Managing Director, Joint Managing Director or Whole Time Director for such period and on such terms as it thinks fit.*

*The Chairman, Vice Chairman or Chairman cum Managing Director (CMD) shall not be subject to retirement by rotation at the Annual General Meeting(s). The Board of Directors may entrust to and confer upon the Chairman, Vice Chairman, Managing Director, Joint Managing Director or Whole Time Director all or any of the powers exercisable by them with such restrictions as they may think fit, either collaterally with or to the exclusion of their own powers and subject to their superintendence, control and direction. The remuneration payable to such persons shall be approved by the Company in the General Meeting. The appointment of such persons shall also be subject to the approval of the Central Government in case such appointment is at variance to the conditions specified in Part I of Schedule V of the Companies Act, 2013 as may be amended from time to time."*

RESOLVED FURTHER THAT the amended Articles of Association of the Company incorporating the aforesaid amendment, as placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

Place : Coimbatore

Date : May 20, 2026

By order of the Board

**S. Sathyanarayanan**  
Company Secretary

### NOTES:

- 1. The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business(es) set out in the Notice is annexed hereto.**
- 2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE AGM INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- 3. THE INSTRUMENT APPOINTING THE PROXY, DULY COMPLETED, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM. PROXY FORM FOR THE AGM IS ENCLOSED.**
- 4. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**
5. Members / proxies should bring the duly filled attendance slip enclosed herewith to attend the AGM. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [bk.scrutiniser@gmail.com](mailto:bk.scrutiniser@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com)
7. The Register of Members and share transfer books of the Company will remain closed from Saturday, 25<sup>th</sup> July 2026 to Friday, 31<sup>st</sup> July 2026 (both days inclusive) as per Section 91 of the Companies Act, 2013.

8. The dividend as recommended by the Board of Directors, if declared at the AGM will be paid, subject to deduction of tax at source, to those Members whose names appear in the Register of Members as on Friday, 24<sup>th</sup> July 2026 in respect of shares held in physical form and in respect of shares held in dematerialized form, the dividend shall be paid on the basis of the beneficial ownership as per the details furnished by the Depositories for this purpose at the end of the business hours on Friday, 24<sup>th</sup> July 2026.
9. Members who wish to claim dividends, which remain unclaimed, are requested to correspond with Registrars and Share Transfer Agents of the Company. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Companies Act, 2013 be transferred to the Investor Education and Protection Fund. As per Section 124 of the Companies Act, 2013, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to Investor Education and Protection Fund (IEPF) established under the Ministry of Corporate Affairs. Subsequently, the members shall be entitled to claim the shares from IEPF Authority in accordance with procedure and on submission of documents as may be prescribed by IEPF Authority from time to time. Hence, members are requested to encash the dividends which are unclaimed for the financial years from 2018-2019 to 2024-2025.
10. Apart from the above, as per the communication of IEPF Authority the Company has initiated second 100 Days campaign "Saksham Niveshak" starting from 1<sup>st</sup> April 2026 to 9<sup>th</sup> July 2026. During this campaign all the shareholders who have not claimed their dividend for any Financial Years from 2018-2019 to 2024-2025 or have not updated their KYC, bank mandates, Nominee and contact information may write to the Company's RTA. The Shareholders may claim their dividend for the aforementioned Financial Years, subject to the completion of KYC formalities, in order to prevent their dividend and shares from being transferred to Investor Education and Protection fund Authority (IEPF). The shareholders who hold shares in demat form are requested to approach their Depository Participants where they maintain their demat accounts for updating their KYC requirements. The Company has already placed the information regarding this Campaign on its website and made publications in the newspapers during the month of April 2026.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN), bank account details and other KYC details by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the KYC details to their Depository Participants with whom they are maintaining their demat account(s). Members holding shares in physical mode are requested to update the KYC details at the earliest pursuant to the SEBI circulars by coordinating with the Registrars and Share Transfer Agents (RTA), MUFG Intime India Private Limited (formerly Link Intime India Private Limited), "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028, Tamil Nadu, India. Similarly, members holding shares in Demat form shall intimate the above details to their respective Depository Participants. The Shareholders are also requested to take note of investors services request related points in the SEBI Master Circular dated 6<sup>th</sup> February 2026 (as amended from time to time). The shareholders may also note that as per advisory of SEBI, the Company's RTA has launched an investors' self-service portal 'SWAYAM' to access investor requests / services at <https://swayam.in.mpms.mufg.com/>
12. Pursuant to SEBI Master Circular dated 6<sup>th</sup> February 2026, Members holding shares in physical form, whose folio(s) lack PAN, contact details, Bank Account details or updated specimen signature, will be eligible for payment of dividend only through electronic mode with effect from 1<sup>st</sup> April 2024 upon updating the aforementioned details with MUFG Intime India Private Limited (formerly Link Intime India Private Limited), the Registrar and Share Transfer Agent of the Company. Therefore, Members holding shares in physical form are requested to update the mentioned details by providing the appropriate requests through relevant ISR forms with the Registrar and Share Transfer Agent to ensure receipt of dividend. Members may also note that in the absence of any of the aforementioned details, they will not be able to lodge grievances or avail any investor services until all required information and documents are duly submitted. A copy of the said circular(s) is available on the Company's website <https://www.lecsindia.com/investors/investors-services/> The shareholders are requested to co-ordinate with the Company's RTA.
13. Brief profile, details of shareholding and inter-se relationship of Directors seeking election/re-election as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards are provided as Annexure to this notice.
14. Pursuant to the provisions of Income Tax Act, 2025, dividend income will be taxable in the hands of Shareholders and the Company is required to deduct tax at source from dividend paid to the Shareholders at the prescribed rates. For the prescribed rates for various categories, the Shareholders are requested to refer to the Income Tax Act, 2025 and

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amendments thereof. Members are requested to submit the required documents by sending the same to the Registrars and Share Transfer Agents, M/s. MUFG Intime India Private Limited (formerly Link Intime India Private Limited), "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028, Tamilnadu, India.

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 121, to avail the benefit of non-deduction of tax at source on or before the end of the business hours of 25<sup>th</sup> July 2026. Shareholders are requested to note that in case their PAN is not registered or 393 of the Income Tax Act, 2025 attracts, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, any other document which may be required to avail the tax treaty benefits by submitting the documents to the Registrars and Share Transfer Agents. The aforesaid declarations and documents need to be submitted by the shareholders on or before the end of business hours of 25<sup>th</sup> July 2026.

15. Pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025 the Company shall make the payment of Dividend to the Shareholders only in Electronic mode and payment of Dividend by way of cheque/warrant have been dispensed with.
16. Securities and Exchange Board of India ("SEBI") had earlier mandated that the transfer of securities held in physical form, except in case of transmission or transposition, shall not be processed by the listed entities / Registrar and Share Transfer Agents with effect from 1<sup>st</sup> April 2019. Pursuant to the SEBI Master Circular dated 6<sup>th</sup> February 2026, and the operational guidelines issued by the SEBI, listed entities are mandated to effect the issuance of securities only in dematerialised (demat) form for various investor service requests (including transfer, transmission, transposition, and issue of duplicate certificates). Accordingly, for all valid service requests, the Company/Registrar and Share Transfer Agent (RTA) will now directly credit the shares to the demat account provided by the Shareholder.
17. As per the provisions of Section 72 of the Act, facility for making nominations is now available to Individual(s) holding shares in the Company. Members holding shares in physical form may coordinate with the Registrars and Share Transfer Agents of the Company. Members holding shares in electronic form have to approach their depository participants for completing the nomination formalities.
18. Members who require any clarifications on accounts or operations of the Company are requested to write to the Company before 24<sup>th</sup> July 2026 (5.00 pm IST). The queries will be answered accordingly.
19. As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register their e-mail address with the Company in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in electronic form to enable the Company to serve documents in electronic form.
20. The electronic copy of the AGM Notice and the Annual Report containing Financial Statements, Boards Report, Auditors Report, Corporate Governance Report and other documents is being sent only by email to members of the Company who have registered their e-mail id with their depository participants (for members holding shares in demat form) and to their e-mail id registered with the Registrar and Share Transfer Agent of the Company (for members holding shares in physical form). Members may note that the Notice and Annual Report 2025-2026 will also be available on the Company's website [www.lecsindia.com](http://www.lecsindia.com) and website of the BSE Limited at [www.bseindia.com](http://www.bseindia.com). For members who have not registered their E-mail ID, physical copies of Annual Report and AGM Notice for the financial year 2025-2026 are being sent through the permitted mode separately. Further, the Company will be sending a hard copy of the Annual Report to those Shareholders who request the same through email or letter.
21. The results of the remote e-voting and ballot at the Annual General Meeting will be announced by the Chairperson or person authorised by the Chairperson within two working days from the date of conclusion of the Annual General Meeting. A copy of which will be posted on the Company's website and forwarded to the Stock Exchange.
22. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
23. Members are requested to bring their copy of the Annual Report with them to the Annual General Meeting. The route map of AGM Venue is provided elsewhere in the Annual Report.

24. a. Members may kindly note that in accordance with SEBI Circular dated 31<sup>st</sup> July 2023, the Company has registered on the SMART ODR (Securities Market Approach for Resolution through Online Disputes Resolution) Portal. This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution institutions for addressing complaints. Members can access the SMART ODR Portal via: <https://smartodr.in/login>. Members may utilise this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA).
- b. A Member shall first take up his / her / their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the Member may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the Member is not satisfied with the outcome, he / she / they can initiate dispute resolution through the Online Dispute Resolution ('ODR') Portal. Members are requested to take note of the same.

### **Voting through electronic means**

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modifications, clarifications, exemptions or re-enactments thereof for the time being in force), the Company is pleased to provide the members the facility to exercise their votes for all the resolutions detailed in the Notice of the 45<sup>th</sup> Annual General Meeting scheduled to be held on Friday, 31<sup>st</sup> July 2026 at 09.45 A.M. (IST) by electronic means and the business may be transacted through remote e-voting.

The Company has engaged the services of NSDL as the authorized agency to provide the remote e-voting as per the instructions given below:

### **Vote by Remote e-Voting and voting during the AGM**

Sri. B. Krishnamoorthi, Chartered Accountant, and failing him Smt. V.Indira, Chartered Accountant having office at "No.16, Bharathi Park Road, 2<sup>nd</sup> Cross Street, Saibaba Colony, Coimbatore – 641011, Tamil Nadu, India have been appointed as Scrutinizer by the Board of Directors to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

Any person who acquires Shares of the Company and becomes Member of the Company after sending the Notice and holding Shares as of the cut-off date i.e., 24<sup>th</sup> July 2026, may obtain login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com). However, if he / she is already registered with NSDL to remote e-voting then he / she can use his / her existing user ID and password for casting vote. Any person who ceases to be a member of the Company as on cut-off date and in receipt of this notice, shall treat this AGM Notice for information purpose only.

The facility for voting through polling paper shall also be made available at the meeting and the Members, who have not voted through remote e-voting and present at the AGM in person or by proxy, can vote through the ballot conducted at the AGM.

Kindly note that members can opt for only one mode of voting i.e., either by through remote e-voting or by ballot at the AGM. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

Votes cast by members who hold shares on the cutoff date ie. 24<sup>th</sup> July 2026 alone will be considered.

The AGM Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

### **The instructions for the members for remote e-voting are as under:**

The remote e-voting period begins at 9.00 AM (IST) on 28<sup>th</sup> July 2026 and ends on 30<sup>th</sup> July 2026 at 5.00 PM (IST). The remote e-voting module shall be disabled by NSDL thereafter. The shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 24<sup>th</sup> July 2026 may cast their vote electronically.

The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 24<sup>th</sup> July 2026.

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The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

## Step 1: Access to NSDL e-Voting system

### A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI Master Circular dated 30<sup>th</sup> January 2026 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</li> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>“Beneficial Owner”</b> icon under <b>“Login”</b> which is available under <b>‘IDeAS’</b> section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on <b>“Access to e-Voting”</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDeAS Portal”</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon <b>“Login”</b> which is available under <b>‘Shareholder/Member’</b> section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>“NSDL Speede”</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <p>  App Store            Google Play         </p> <div style="display: flex; justify-content: space-around;">   </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.  Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

## LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

- Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [bk.scrutiniser@gmail.com](mailto:bk.scrutiniser@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “**Forgot User Details/Password?**” or “**Physical User Reset Password?**” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Prajakta Pawle at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [coimbatore@in.mpms.mufg.com](mailto:coimbatore@in.mpms.mufg.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [evoting@nsdl.com](mailto:evoting@nsdl.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) i.e.Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

## LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

### Explanatory statement pursuant to Section 102 of the Companies Act, 2013 / Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **Item No. 4**

As per the provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014, M/s. Subbachar & Srinivasan (Firm Registration No. 004083S), Chartered Accountants were appointed as statutory auditors for a first term of five years commencing from the financial year 2016-17 and were subsequently re-appointed for a second term for five years commencing from the financial year 2021-22 to hold office till the conclusion of this Annual General Meeting. Accordingly, their tenure as Statutory Auditors expires at this Annual General Meeting.

Pursuant to Section 139(2) of the Act read with the Companies (Audit and Auditors) Rules, 2014, an audit firm cannot be re-appointed if it has completed two terms of five consecutive years. Accordingly, M/s. Subbachar & Srinivasan would be completing their second term as the Statutory Auditors of the Company on conclusion of this Annual General Meeting and are not eligible for re-appointment.

Accordingly, the Audit Committee and the Board of Directors at its respective meeting(s) held on 20<sup>th</sup> May 2026 recommended the appointment of M/s. NRD Associates (Firm Registration No. 005662S), Chartered Accountants as the Statutory Auditors of the Company for a term of 5 (five) consecutive years from the financial year 2026-2027 to 2030-2031 and shall hold office from the conclusion of the 45<sup>th</sup> Annual General Meeting of the Company till the conclusion of the Annual General Meeting to be held in the year 2031, subject to the approval of the members at the ensuing Annual General Meeting.

M/s. NRD Associates, Chartered Accountants have confirmed that their appointment, if made, will be within the limit specified under the Act. They have also confirmed that they are eligible and are not disqualified to be appointed as statutory auditors in terms of the provisions of Sections 139 and 141 of the Act read with the Companies (Audit and Auditors) Rules, 2014.

M/s. NRD Associates, Chartered Accountants have also confirmed that they hold a valid certificate issued by the Peer Review Board of The Institute of Chartered Accountants of India (ICAI).

Proposed fees payable to the statutory auditor(s) for the year 2026-27 is ₹ 3,50,000/-. Also, the remuneration for the remaining years will be decided by the Board of Directors from time to time. The proposed fees to new statutory auditor is customary increase considering inflation factors.

Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed: M/s. NRD Associates, Chartered Accountants have varied, vast and long-standing experience and exposure in accounting field and auditing of listed entities. They are practising in Coimbatore for more than 30 years and offer wide range of services including audit functions, direct and indirect taxation services, International taxation & Transfer Pricing, etc., serving clients from various industries including Health care, Banks, Textiles, Manufacturing, Engineering, Education, Non-profit organisation, public charitable trusts, listed companies, unlisted companies, etc. The firm has three Chartered Accountants as partners and three Chartered Accountants on employment along with adequate audit / support staffs.

Accordingly, the Board recommends this Ordinary Resolution for the approval of the Members of the Company.

#### **Interest of Directors:**

None of the Directors, Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution set out as Item No. 4 of the accompanying Notice of the AGM.

#### **Item No. 5**

Pursuant to the recommendation of the Audit Committee, the Board of Directors at their meeting held on 20<sup>th</sup> May 2026 has approved the appointment and remuneration payable to Sri.S.Subbaraman, Proprietor of S.Subbaraman & Associates, Cost Accountant for auditing the cost accounting records of the Company, pursuant to the Companies (Cost Records and Audit) Rules, 2014 for the financial year 2026-2027 at a remuneration of ₹ 40,000/- (Rupees Forty Thousand only) excluding the applicable taxes and reimbursement of out of pocket expenses incurred by him in connection with the audit.

As per Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditor as determined by the Board is required to be ratified by the members of the Company. Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out in Item No. 5 of the notice for ratification of the remuneration payable to the Cost Auditor for the financial year 2026-2027.

Accordingly, the Board recommends this Ordinary Resolution for the approval of the Members of the Company.

**Interest of Directors:**

None of the Directors, Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution set out as Item No. 5 of the accompanying Notice of the AGM.

**Item No.6 & 7**

Pursuant to proviso to Regulation 23(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a transaction with a related party shall be considered "material", if the transactions entered into individually or taken together with previous transactions during a Financial Year with such related party exceeds 10% of the total consolidated turnover of the Company as per the last audited financial statements as specified in Schedule XII of the Listing Regulations.

The Company is purchasing Control Panel Components and selling Control Panels and Engineering Plastics Components assembled / manufactured by the Company to LMW Limited [formerly known as Lakshmi Machine Works Limited (LMW)] as per their customized requirements on arms' length basis. The Company is also rendering job work services to LMW as per their customized requirements on arms' length basis. The transactions with LMW contributes major revenue to the Company. LMW is a capital machinery / original equipment manufacturer and require large volume of control panel, engineering plastics and their accessories. There would be constant order flow and the capacity utilization of the Company would be optimum.

Further, the Company is also purchasing Control Panel Components and Selling Engineering Plastics Components / Electrical spares manufactured by the Company to Lakshmi Precision Technologies Limited (LPT) on arms' length basis.

The shareholders approved the earlier material related party transaction with LMW and LPT as per the details mentioned in the AGM notice of the Annual General Meeting held on 25<sup>th</sup> August 2025.

The transactions proposed to be entered by the Company with LMW and LPT may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements and are proposed to be undertaken on an arms' length basis and in the ordinary course of business.

The Audit Committee has approved the transactions with the above-mentioned related parties at their meeting held on 20<sup>th</sup> May 2026.

Pursuant to Regulation 23(4) of Listing Regulations, the prior approval of the Shareholders of the Company by way of an ordinary resolution would be required for the transactions entered with related parties in excess of 10% of the annual consolidated turnover of the Company as per the last audited financial statements ("material related party transaction"). Further, pursuant to third proviso to Regulation 23(4) of the Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30<sup>th</sup> January 2026, the omnibus approval granted by the shareholders for the material related party transactions in an annual general meeting shall be valid upto the date of next Annual General Meeting.

Accordingly, the approval of the members is now being sought for the transactions proposed to be entered into with the above-mentioned related parties as per the details given below.

The details of the transactions with above-mentioned related parties as required pursuant to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30<sup>th</sup> January 2026 read with the 'Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" (RPT Industry Standards)' is annexed to this AGM Notice.

The Board of Directors recommend the resolution(s) as set out in Item Nos. 6 & 7 of the Notice for the approval of the members who are not related parties of the Company.

## LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

The members may please note that in terms of the provisions of the Listing Regulations, no related party(ies) as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall vote to approve the resolutions under Item Nos. 6 & 7 of this notice.

### **Interest of Directors:**

None of the Directors, Key Managerial Personnel of the Company or their relatives other than Smt. Nethra J.S. Kumar, Chairperson and Managing Director, Sri. Vedhanth Senthilkumar, Director and Sri.D.Senthilkumar, Director is concerned or interested in the resolution set out in Item No. 6 and 7 of the Notice.

### **Item No. 8**

In order to align the Articles of Association of the Company with the amendments made to the Companies Act, 2013 and Schedules made thereunder, it is proposed to amend / substitute the existing Article No. 84 of Articles of Association of the Company with the new Article No. 84 as set out in the resolution at Item No. 8 of the Notice.

The Board of Directors, at its meeting held on 20<sup>th</sup> May 2026, approved the proposed amendment to the Articles of Association and recommended the same for the approval of the members by way of a Special Resolution.

Pursuant to Section 14 of the Companies Act, 2013, any amendment to the Articles of Association requires the approval of the shareholders by way of a Special Resolution.

Both the existing and draft of the amended Articles of Association of the Company are available for inspection at the Registered Office of the Company during business hours on any working day up to the date of the Annual General Meeting and the same has also been posted on the website of the Company.

The Board of Directors recommend and seek approval of the members for the proposed amendment of Articles of Association of the Company by passing a Special Resolution as set out at Item No. 8 of this AGM Notice.

### **Interest of Directors:**

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

**As required under applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by ICSI the below details are furnished.**

### **Profile of the Director seeking re-appointment.**

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

Sri D. Senthilkumar is related to Smt. Nethra.J.S.Kumar, Chairperson and Managing Director and Sri. Vedhanth Senthilkumar, Director of the Company.

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	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

Membership in Committees:

Name of the Company	Name of the Committee	Member / 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
Harshni Textiles Private Limited	Corporate Social Responsibility Committee	Chairman

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 owner.

No. of Shares held in Subsidiary Company: Not Applicable

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

Board position held: Director (Non-executive non-independent)

Terms and conditions of reappointment: He is proposed to be re-appointed as Director (Non-executive non independent) on retirement by rotation. He shall be liable to retire by rotation.

Remuneration paid for the financial year 2025-26: Nil. Only sitting fees is paid for attending the meetings of the Board of Directors. The details of the same are disclosed in the Corporate Governance Report.

Remuneration proposed to be paid: He is 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.

Number of Board meetings attended by him during the financial year 2025-26 was 5.

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

By order of the Board

Place : Coimbatore  
Date : May 20, 2026

**S. Sathyanarayanan**  
Company Secretary

# LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

## Annexure to the AGM Notice

### i) LMW Limited

S. No.	Particulars of the information	Information provided by the management																		
<b>A. Details of the related party and transactions with the related party</b>																				
<b>A (1). Basic details of the related party</b>																				
1.	Name of the related party	LMW Limited (Formerly known as Lakshmi Machine Works Limited)																		
2.	Country of incorporation of the related party	India																		
3.	Nature of business of the related party	Manufacturing																		
<b>A (2). Relationship and ownership of the related party</b>																				
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party.  • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The related party is a listed entity and is a member of the promoter group of the Company. The nature of interest is financial.  The Company holds 88,800 equity shares representing 0.83% of the total paid-up share capital of the related party. Further, Mrs. Nethra J S Kumar, Chairperson and Managing Director of the Company along with her relatives holds 27,00,546 equity shares representing 25.28% of the total paid-up share capital of the related party.																		
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA																		
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).  Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ Subsidiary/ related party has control.  While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil																		
<b>A (3). Details of previous transactions with the related party</b>																				
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.  Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	<table border="1"> <thead> <tr> <th>S. No.</th> <th>Nature of Transactions</th> <th>FY 2025-2026 (Rs. in Crores)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Purchase of Goods</td> <td>10.91</td> </tr> <tr> <td>2.</td> <td>Sale of Goods</td> <td>193.95</td> </tr> <tr> <td>3.</td> <td>Rendering of Services</td> <td>0</td> </tr> <tr> <td>4.</td> <td>Receiving of Services</td> <td>0</td> </tr> <tr> <td></td> <td>Total</td> <td>204.86</td> </tr> </tbody> </table>	S. No.	Nature of Transactions	FY 2025-2026 (Rs. in Crores)	1.	Purchase of Goods	10.91	2.	Sale of Goods	193.95	3.	Rendering of Services	0	4.	Receiving of Services	0		Total	204.86
S. No.	Nature of Transactions	FY 2025-2026 (Rs. in Crores)																		
1.	Purchase of Goods	10.91																		
2.	Sale of Goods	193.95																		
3.	Rendering of Services	0																		
4.	Receiving of Services	0																		
	Total	204.86																		

S. No.	Particulars of the information	Information provided by the management								
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Not applicable								
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	Nil								
<b>A (4). Amount of the proposed transaction(s)</b>										
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Upto INR 450,00,00,000/- (Indian Rupees Four Hundred and Fifty Crores only)								
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes. The Company had earlier obtained the approval of shareholders at the Annual General Meeting held on 25 <sup>th</sup> August 2025 and such approval is valid till the ensuing Annual General Meeting. The Company seeks shareholders' approval in the ensuing AGM to be held in the year 2026 for continuity of the transactions.								
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	189.41%								
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA								
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	15.47%								
6.	Financial performance of the related party for the immediately preceding financial year:  Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	<table border="1"> <thead> <tr> <th data-bbox="782 1587 1023 1630">Particulars</th> <th data-bbox="1023 1587 1492 1630">FY2024- 2025 (Rs. in Crores)</th> </tr> </thead> <tbody> <tr> <td data-bbox="782 1630 1023 1672">Turnover</td> <td data-bbox="1023 1630 1492 1672">2,909.40</td> </tr> <tr> <td data-bbox="782 1672 1023 1715">Profit after tax</td> <td data-bbox="1023 1672 1492 1715">238.24</td> </tr> <tr> <td data-bbox="782 1715 1023 1759">Net worth</td> <td data-bbox="1023 1715 1492 1759">2,569.54</td> </tr> </tbody> </table>	Particulars	FY2024- 2025 (Rs. in Crores)	Turnover	2,909.40	Profit after tax	238.24	Net worth	2,569.54
		Particulars	FY2024- 2025 (Rs. in Crores)							
		Turnover	2,909.40							
		Profit after tax	238.24							
Net worth	2,569.54									

## LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

S. No.	Particulars of the information	Information provided by the management
<b>A (5). Basic details of the proposed transaction</b>		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	a) Purchase of Goods b) Sale of Goods c) Receiving of Services d) Rendering of Services
2.	Details of each type of the proposed transaction	<p>The transactions with LMW contributes major revenue to the Company. LMW is a capital machinery / original equipment manufacturer and require large volume of control panel, engineering plastics and their accessories. There would be constant order flow and the capacity utilization of the Company would be optimum.</p> <p>Purchase of specific parts to suit their machineries and its functions. Sale of Control Panels is done as the Customer (LMW) is sourcing more than 95% of their requirement from us on an assured long-term basis. Further we have committed to safeguard their patents/ Design from being leaked by having all activities of Control Panel assembly inhouse. Receiving and Rendering of services on need basis.</p>
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	For the period from conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting to be held in the year 2027 which is approximately 12-13 months.
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year.  If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	<p>The proposed transactions are sought from the conclusion of this Annual General Meeting till the conclusion of next the Annual General Meeting of the Company for an amount of upto ₹ 450 Crores as set out below:</p> <p>In the Financial Year 2026-2027 – ₹ 275 Crores                      In the Financial Year 2027-2028 – ₹ 175 Crores</p> <p>Provided that the aforementioned year wise estimated limits shall be fungible and can be utilised flexibly between the two financial years, provided that the total amount does not exceed ₹ 450 Crores in aggregate.</p>
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<p>The transactions with LMW contributes major revenue to the Company. LMW is a capital machinery / original equipment manufacturer and require large volume of control panel, engineering plastics and their accessories. There would be constant order flow and the capacity utilization of the Company would be optimum.</p> <p>Purchase of specific parts to suit their machineries and its functions. Sale of Control Panels is done as the Customer (LMW) is sourcing more than 95% of their requirement from us on an assured long-term basis. Further we have committed to safeguard their patents/ Design from being leaked by having all activities of Control Panel assembly inhouse.</p>

S. No.	Particulars of the information	Information provided by the management
7.	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</p>	
	a. Name of the director / KMP	a) Smt. Nethra J.S. Kumar b) Sri. D. Senthilkumar c) Sri. Vedhanth Senthilkumar d) Sri. N. R. Selvaraj
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	a) Smt. Nethra J.S. Kumar – 720 Shares b) Sri. D. Senthilkumar (HUF) – 160 Shares c) Sri. Vedhanth Senthilkumar – NIL d) Sri. N.R. Selvaraj – 458 shares No other Director or Key Mangerial Personnel of the Company have any direct or indirect shareholding in the related party
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9.	Other information relevant for decision making.	Nil
<b>B. Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,</b>		
<b>B (1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</b>		
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Comparison of quotes and placing of Purchase Orders. LMW supplies to the Company certain Customer Supplied Products which are aligned and suited to meet their internal quality requirements. The Company sells their products to LMW based on LMW's purchase orders. Rendering and receiving of services between the parties on need basis.
2.	Basis of determination of price.	Cost plus margin.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Nil
	a. Amount of Trade advance	-
	b. Tenure	-
	c. Whether same is self-liquidating?	

NA – Not Applicable

# LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

## Other disclosures:

1. The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer as required under the RPT Industry Standards.
2. The Material Related Party Transaction with LMW Limited has been approved by the Audit Committee, and the Board of Directors recommend the proposed transaction for the approval of the shareholders.
3. Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT - Not Applicable as no such valuation report or other reports by external parties have been relied upon by the Audit Committee while approving the transaction.
4. Affirmation that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making - Not Applicable as there is no information which has been redacted by the Audit Committee and the Board of Directors.

## ii) Lakshmi Precision Technologies Limited

S. No.	Particulars of the information	Information provided by the management
<b>A. Details of the related party and transactions with the related party</b>		
<b>A (1). Basic details of the related party</b>		
1.	Name of the related party	Lakshmi Precision Technologies Limited (LPT)
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing
<b>A (2). Relationship and ownership of the related party</b>		
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party.  • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The related party is a public limited company in which Smt. Nethra.J.S. Kumar. Chairperson and Managing Director, Sri.D.Senthilkumar and Sri. Vedhanth Senthilkumar, Directors are Directors and hold along with their relatives more than 2% of its paid-up share capital. The nature of interest is financial.  The Company does not hold any share of the related party. However, Smt. Nethra J S Kumar and Sri. D Senthilkumar, Directors of the Company along with their relatives (directly / indirectly) hold 33,37,728 equity shares representing 85.64% of the total paid-up share capital of the related party.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ Subsidiary/ related party has control.  While calculating indirect shareholding, shareholding held by relatives shall also be considered.	The related party does not hold any shares in the listed entity. However, Smt. Nethra J S Kumar, Sri. D Senthilkumar and Sri. Vedhanth Senthilkumar, Directors of the related party along with their relatives (directly / indirectly) hold 8,88,198 equity shares representing 36.13% of the total paid-up share capital of the Company.

S. No.	Particulars of the information	Information provided by the management																		
<b>A (3). Details of previous transactions with the related party</b>																				
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	<table border="1"> <thead> <tr> <th>S. No.</th> <th>Nature of Transactions</th> <th>FY 2025-2026 (Rs. in Crores)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Purchase of Goods</td> <td>8.67</td> </tr> <tr> <td>2.</td> <td>Sale of Goods</td> <td>0.15</td> </tr> <tr> <td>3.</td> <td>Rendering of Services</td> <td>0.36</td> </tr> <tr> <td>4.</td> <td>Receiving of Services</td> <td>0.04</td> </tr> <tr> <td></td> <td>Total</td> <td>9.23</td> </tr> </tbody> </table>	S. No.	Nature of Transactions	FY 2025-2026 (Rs. in Crores)	1.	Purchase of Goods	8.67	2.	Sale of Goods	0.15	3.	Rendering of Services	0.36	4.	Receiving of Services	0.04		Total	9.23
S. No.	Nature of Transactions	FY 2025-2026 (Rs. in Crores)																		
1.	Purchase of Goods	8.67																		
2.	Sale of Goods	0.15																		
3.	Rendering of Services	0.36																		
4.	Receiving of Services	0.04																		
	Total	9.23																		
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Not applicable																		
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	Nil																		
<b>A (4). Amount of the proposed transaction(s)</b>																				
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Upto INR 100,00,00,000/- (Indian Rupees One Hundred Crores only)																		
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes. The Company had earlier obtained the approval of shareholders at the Annual General Meeting held on 25 <sup>th</sup> August 2025 and such approval is valid till the ensuing Annual General Meeting. The Company seeks shareholders' approval in the ensuing AGM to be held in the year 2026 for continuity of the transactions.																		
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	42.09%																		
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not applicable																		
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	103.06%																		

## LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

S. No.	Particulars of the information	Information provided by the management									
6.	Financial performance of the related party for the immediately preceding financial year:  Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	<table border="1"> <thead> <tr> <th data-bbox="783 283 1023 321">Particulars</th> <th data-bbox="1023 283 1495 321">FY2024- 2025 (Rs. in Crores)</th> </tr> </thead> <tbody> <tr> <td data-bbox="783 321 1023 361">Turnover</td> <td data-bbox="1023 321 1495 361">97.03</td> </tr> <tr> <td data-bbox="783 361 1023 402">Profit after tax</td> <td data-bbox="1023 361 1495 402">(5.19)</td> </tr> <tr> <td data-bbox="783 402 1023 455">Net worth</td> <td data-bbox="1023 402 1495 455">19.95</td> </tr> </tbody> </table>	Particulars	FY2024- 2025 (Rs. in Crores)	Turnover	97.03	Profit after tax	(5.19)	Net worth	19.95	
Particulars	FY2024- 2025 (Rs. in Crores)										
Turnover	97.03										
Profit after tax	(5.19)										
Net worth	19.95										
<b>A (5). Basic details of the proposed transaction</b>											
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	a) Purchase of Goods b) Sale of Goods c) Receiving of Services d) Rendering of Services									
2.	Details of each type of the proposed transaction	Purchase of Sheet Metal Cabinets & Boxes, Engineering Components and Parts etc., Sale of Engineering Components and parts. Receiving and Rendering of Services on need basis. Cabinets & Boxes supplied on exclusive basis safeguarding the patent & design of its End Customer (LMW). Sale of Components are made to ensure retaining of market share with LMW. The transactions will be on an assured long-term basis.									
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	For the period from conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting to be held in the year 2027 which is approximately 12-13 months.									
4.	Whether omnibus approval is being sought?	Yes									
5.	Value of the proposed transaction during a financial year.  If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The proposed transactions are sought from the conclusion of this Annual General Meeting till the conclusion of next the Annual General Meeting of the Company for an amount of upto ₹ 100 Crores as set out below:  In the Financial Year 2026-2027 – ₹ 60 Crores  In the Financial Year 2027-2028 – ₹ 40 Crores  Provided that the aforementioned year wise estimated limits shall be fungible and can be utilised flexibly between the two financial years, provided that the total amount does not exceed ₹ 100 Crores in aggregate.									
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Purchase of Sheet Metal Cabinets & Boxes, Engineering Components and Parts etc., Sale of Engineering Components and parts. Receiving and Rendering of Services on need basis. Cabinets & Boxes supplied on exclusive basis safeguarding the patent & design of its End Customer (LMW). Sale of Components are made to ensure retaining of market share with LMW. The transactions will be on an assured long-term basis.									
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.  Explanation: Indirect interest shall mean interest held through any person over which an individual has control.										
	a. Name of the director / KMP	a) Smt. Nethra J.S. Kumar b) Sri. D. Senthilkumar c) Sri. Vedhanth Senthilkumar									

S. No.	Particulars of the information	Information provided by the management
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	a) Smt. Nethra J.S. Kumar - 4,68,071 Shares b) Sri. D. Senthilkumar - NIL c) Sri. Vedhanth Senthilkumar – NIL No other Director or Key Managerial Personnel of the Company have any direct or indirect shareholding in the related party
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9.	Other information relevant for decision making.	Nil
<b>B. Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,</b>		
<b>B (1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</b>		
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Comparison of quotes and placing of Purchase / Sale Orders. Rendering and receiving of services between the parties on need basis.
2.	Basis of determination of price.	Cost plus margin.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	Upto ₹ 2 Crores
	b. Tenure	Three months
	c. Whether same is self-liquidating?	Yes

NA – Not Applicable

**Other disclosures:**

1. The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer as required under the RPT Industry Standards.
2. The Material Related Party Transaction with Lakshmi Precision Technologies Limited has been approved by the Audit Committee, and the Board of Directors recommend the proposed transaction for the approval of the shareholders.
3. Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT - Not Applicable as no such valuation report or other reports by external parties have been relied upon by the Audit Committee while approving the transaction.
4. Affirmation that, in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision-making - Not Applicable as there is no information which has been redacted by the Audit Committee and the Board of Directors.

## ROUTE MAP TO THE ANNUAL GENERAL MEETING VENUE

