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LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED

SEC/SE/2026-2027

July 31, 2026

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

SECURITY ID : LAKSELEC
SECURITY CODE : 504258

Dear Sir / Madam,

Sub: Proceedings / Outcome of 45th AGM of the Company– Reg.

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings / outcome of the 45th Annual General Meeting (AGM) of the Company held on 31st July 2026 is enclosed herewith.

Kindly take on record the same.

Thanking you,

For Lakshmi Electrical Control Systems Limited

SUDHAKARAN SATHYANARAYANAN

Digitally signed by SUDHAKARAN SATHYANARAYANAN
Date: 2026.07.31 17:37:37 +05'30'

LAKSHMI ELECTRICAL CONTROL SYSTEMS LTD ★ COIMBATORE

S. Sathyanarayanan
Company Secretary and Compliance Officer

PROCEEDINGS OF THE 45TH ANNUAL GENERAL MEETING OF MEMBERS OF LAKSHMI ELECTRICAL CONTROL SYSTEMS LIMITED HELD ON FRIDAY THE 31ST DAY OF JULY 2026 AT 9.45 AM AT "NANI KALAI ARANGAM" MANI HIGHER SECONDARY SCHOOL, PAPPANAICKENPALAYAM, COIMBATORE-641037, TAMILNADU

Meeting commenced at: 9.45 AM	Meeting concluded at: 10.20 AM

DIRECTORS PRESENT

Sl. No	Name	Designation
1.	Smt. Nethra J.S. Kumar	Chairperson and Managing Director.
2.	Sri. D. Senthilkumar	Non - Executive Director, Member of Stakeholders Relationship Committee and Chairman of Corporate Social Responsibility Committee.
3.	Sri. Vedhanth Senthilkumar	Non- Executive Non-Independent Director.
4.	Sri. N.R.Selvaraj	Independent Director, Chairman of Audit Committee and Nomination & Remuneration Committee.
5.	Sri. Arjun Balu	Independent Director, Member of Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee and Chairman of Stakeholders Relationship Committee.
6.	Sri. C. Kamatchisundaram	Independent Director, Member of Audit Committee and Nomination & Remuneration Committee.
7.	Sri. Sudesh Koti Reddy	Independent Director.

In attendance:

1	Sri. S. Sathyanarayanan	Company Secretary

In presence:

1	Sri.T.S.Anandathirthan	M/s Subbachar & Srinivasan, Statutory Auditor
2	Sri.B.Krishnamoorthi	Scrutiniser
3	Sri.M.D.Selvaraj	Secretarial Auditor
4	Sri. J. Sivakumar	Chief Operating Officer
5	Sri. A. Thiagarajan	Chief Financial Officer

and

Members present:

Promoter/Promoter Group – 4
Public – 48

No members were present through proxy.

Sri. N.R.Selvaraj, Chairman of the Audit Committee and Chairman of the Nomination Remuneration Committee was present at the meeting. Sri. Arjun Balu, Chairman of the Stakeholders' Relationship Committee was present at the meeting.

The Register of Directors & Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, Register of Contracts and Arrangements in which Directors are interested, maintained under Section189 of the Companies Act, 2013,

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copy of statutory Auditors' Report and Secretarial Auditor's Report were kept open for inspection by the members at the commencement of the meeting and were accessible during the continuance of the meeting.

Smt. Nethra J.S. Kumar, Chairperson and Managing Director presided over the meeting.

The requisite quorum being present, the Chairperson declared the meeting as properly constituted and called the meeting to order and the meeting commenced at 9.45 AM.

The Chairperson extended a warm welcome to the members for 45th Annual General Meeting of the Company and informed that the Notice of Annual General Meeting, Annual Financial Statements viz., Statement of Profit and Loss, Cash Flow Statement for the year ended 31st March 2026, Balance Sheet as on that date, Auditors' Report, Directors' Report and annexures thereto were in the hands of the members for the statutory period, with the general permission of the members present, they were taken as read.

The Chairperson further informed that the statutory Auditors Report and Secretarial Auditor's Report were clean reports and there is no reservation, qualification, or any adverse remarks.

The Chairperson introduced the Directors on the dais and delivered her speech, covering overall financial performance of the Company and performance of the business segments.

The Chairperson further informed that in compliance of the statutory requirements, arrangements were made for remote e-voting through National Securities Depository Limited. To enable those shareholders who have not availed the remote e-voting and present at the meeting, facilities to participate in the voting process through voting by ballot paper was also arranged.

The Chairperson further informed that to oversee the remote e-voting process and voting by Ballot paper in a fair and transparent manner, the Board of Directors had appointed Sri. B. Krishnamoorthi, Practicing Chartered Accountant, Coimbatore as the Scrutinizer and was present at the meeting.

The Chairperson, then invited questions, if any, from the members relating to the performance of the Company. The Chairperson clarified few queries raised. The Chairperson briefed the items of business as proposed in the Notice of AGM and then informed that no motion would be moved with respect to the resolutions set out in the Notice dated 20th May 2026 convening the 45th AGM, since all the resolutions were already put to vote during the remote e-voting period and that there is no voting by show of hands at the AGM. Since, Smt. Nethra. J.S. Kumar, Chairperson was interested in the Item No. 3,6 and 7 Sri. Arjun Balu, non interested Director for these items read and chaired the meeting with the permission of the shareholders present at the AGM. After this, Smt. Nethra. J.S. Kumar re-occupied the Chair and continued the proceedings of the AGM.

The Chairperson requested members present to cast their vote by ballot paper circulated to them, if they did not cast their vote by remote e-voting. The Chairperson also informed the members and proxy holder, if any, to fill up the Ballot Paper and deposit the completed ballot papers in the Ballot Boxes.

She further informed that the resolutions as set forth in the notice shall be deemed to be passed on the date of the AGM, subject to the receipt of the requisite number of votes.

The Chairperson informed that on receipt of Scrutinizer's report, the results of voting would be announced at the Registered Office of the Company within 2 days of the closure of AGM and the results would be posted in the Company's website and informed to the Stock Exchange.

The Chairperson informed that arrangements has been made for the distribution of dividend through HDFC Bank. Those who opted for electronic credit, dividend would be placed to the credit of their Bank account and for those who have not opted for electronic credit, dividend warrants would be despatched within 30 days.

There being no other business, the meeting concluded at 10.20 AM with a vote of thanks to the Chair.

The requisite quorum was present throughout the meeting.

OUTCOME OF THE AGM

Sri B. Krishnamoorthi, Scrutiniser has submitted his report on the results of remote e-voting and voting through ballot paper at the AGM. The Chairperson declared the results on 31st July 2026 at 5.18 P.M.at the Registered Office of the Company at 504, Avinashi Road, Peelamedu Post, Coimbatore-641004, Tamilnadu that the following resolutions were duly passed with requisite majority at the Annual General Meeting held on 31st July 2026 and authorised Company Secretary to communicate to the Stock Exchange and disseminate on the Company's website.

ORDINARY BUSINESS:

Item No.1: Adoption of Annual Financial Statements for the financial year ended 2026. (Ordinary Resolution):

"RESOLVED that the Annual Financial Statements viz. statement of profit and loss, cash flow statement and Statement of changes in equity for the financial year ended 31st March 2026 and the Balance Sheet as on 31st March 2026, Report of Board of Directors' and Auditor's Report thereon be and are hereby approved and adopted."

Votes FOR	Votes AGAINST	Invalid Votes	Result
10,69,720	18	Nil	Passed as an Ordinary Resolution

Item No.2: Declaration of Dividend for the financial year ended 31st March 2026. (Ordinary Resolution)

"RESOLVED that dividend for the financial year 2025-2026 at the rate of Rs.3.00/- per equity share of Rs.10/- each fully paid up (30%), be declared and paid out of the current profits of the Company for the financial year ended 31st March 2026 on 24,58,000 equity shares of Rs.10/- each absorbing Rs.73.74/- Lakhs (subject to deduction of tax at source) to the members whose name appear on the Register of Members of the Company as on 24th July 2026 for those holding shares in physical form and as per the details furnished by the Depositories for this purpose as at the end of business hours on 24th July 2026 in respect of the shares held in demat form."

Votes FOR	Votes AGAINST	Invalid Votes	Result
10,69,720	18	Nil	Passed as an Ordinary Resolution

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Item No.3: Re-appointment of Sri. D. Senthilkumar (DIN:00006172) as a Director on retirement by rotation. (Ordinary Resolution):

"RESOLVED that Sri D. Senthilkumar (DIN: 00006172), who retires by rotation, being eligible offers himself for reappointment, be and is hereby reappointed as a Director of the Company."

Votes FOR	Votes AGAINST	Invalid Votes	Result
10,69,720	18	Nil	Passed as an Ordinary Resolution

Item No.4: Appointment of M/s. NRD Associates, Chartered Accountants, as Statutory Auditors and fix their remuneration. (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. Subbachar & 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 45th 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."

Votes FOR	Votes AGAINST	Invalid Votes	Result
10,69,720	18	Nil	Passed as an Ordinary Resolution

SPECIAL BUSNIESS:

Item No.5: Ratification of remuneration for Cost Auditor. (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 Rs. 40,000/- (Rupees Forty Thousand only) exclusive of applicable taxes

LAKSHMI ELECTRICAL CONTROL SYSTEMS LTD. COIMBATORE 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."

Votes FOR	Votes AGAINST	Invalid Votes	Result
10,69,720	18	Nil	Passed as an Ordinary Resolution

Item No. 6: Approval of Material Related Party Transaction with LMW Limited (formerly Lakshmi Machine Works Limited.) (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 Rs. 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."

Votes FOR	Votes AGAINST	Invalid Votes	Result
1,81,522	18	Nil	Passed as an Ordinary Resolution

Item No.7: Approval of material related party transactions with Lakshmi Precision Technologies Limited. (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

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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 Rs. 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."

Votes FOR	Votes AGAINST	Invalid Votes	Result
1,81,522	18	Nil	Passed as an Ordinary Resolution

Item No.8: Approval of amendment of Articles of Association. <u>(Special Resolution):</u>
"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:

"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."

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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."

Votes FOR	Votes AGAINST	Invalid Votes	Result
10,69,720	18	Nil	Passed as a Special Resolution

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