



Lakshmi

FINANCE & INDUSTRIAL CORPORATION LTD.

Registered Office : 1-10-60/3, "Suryodaya", 1st Floor, Begumpet, HYDERABAD - 500 016.
Phone : 040-2776 0301, 2776 7794, Fax: 040-2776 7793
E-mail: lakshmi_lfic@yahoo.com Website : www.lakshmifinance.org
CIN: L65920AP1923PLC000044

LFIC/SEC/BM/DIR_CONT/REG_17/2018-19

Dt:25.02.2019.

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)- Mumbai - 400 051.
Tel No: (022) 26598235/36
Fax No: (022) 26598237/38

Dear Sir

Sub: Regulation 17 of the SEBI (LODR) 2015.
Ref: Scrip Code : LFIC

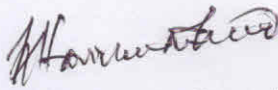
We have to inform you that Board of Directors of the Company at their meeting held on Friday the February 08, 2019, inter alia approved the **Postal Ballot Notice** for seeking approval of the shareholders for continuation of Sri. R. Surender Reddy, Sri.Kapil Bhatia as Independent Directors of the Company.

This is for your information and record.

Thanking you

Yours faithfully

For **LAKSHMI FINANCE & INDUSTRIAL CORPN.LTD**


(K Harishchandra Prasad)
MANAGING DIRECTOR

Encl: Postal Ballot Notice





LAKSHMI FINANCE AND INDUSTRIAL CORPORATION LIMITED

(CIN: L65920TG1923PLC000044)

Reg. Office : 1st Floor, "SURYODAYA", 1-10-60/3, BEGUMPET, HYDERABAD - 500 016.

E-mail: lakshmi_lfic@yahoo.com, Website: www.lakshmifinance.org

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given to the Members of the Company pursuant to Section 110 of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), including any statutory modification or re-enactment thereof for the time being in force and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to consider and pass the Special Resolutions set out below seeking approval of the Members by way of Postal Ballot for continuation of present tenure of directorship of **Shri R. Surender Reddy** as Non-Executive Independent Director and **Shri. Kapil Bhatia**, as Non-Executive Independent Director, who are above 75 years of age.

Members' consent is requested for the proposal contained in the resolutions appended below. An explanatory statement pursuant to Section 102 of the Act setting out all material facts and reasons for the proposed resolutions is annexed hereto for your consideration.

SPECIAL BUSINESS

1). Approval for continuation of Directorship of Shri R. Surender Reddy, Non-Executive Independent Director

To consider and, if thought fit, to pass the following resolution as a **Special Resolution** :

"RESOLVED THAT pursuant to the provisions of Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended and other applicable provisions, if any, consent of the Members be and is hereby accorded for continuation of present tenure of Directorship of **Shri R. Surender Reddy** (DIN: 00083972), as Non-Executive Independent Director of the Company, up to the conclusion of the 95th Annual General Meeting of the Company to be held in the year 2019, notwithstanding that he has attained the age of 75 years."

2). Approval for continuation of Directorship of Shri. Kapil Bhatia, Non-Executive Independent Director

To consider and, if thought fit, to pass the following resolution as a **Special Resolution** :

"RESOLVED THAT pursuant to the provisions of Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended and other applicable provisions, if any, consent of the Members be and is hereby accorded for continuation of present tenure of Directorship of **Shri Kapil Bhatia** (DIN: 00090776), as Non-Executive Independent Director of the Company, up to the conclusion of the 95th Annual General Meeting of the Company to be held in the year 2019, notwithstanding that he has attained the age of 75 years."

By Order of the Board
for **Lakshmi Finance & Industrial Corporation Limited**

Sd/-

K. Harishchandra Prasad

Managing Director

DIN: 00012564

Place: Hyderabad

Date: 08-02-2019

Notes:

1. An Explanatory Statement for the proposed Special Resolutions pursuant to Section 102 read with Section 110 of the Act setting out material facts pertaining to the Resolutions are annexed hereto along with the Postal Ballot Form for your consideration.
2. As required under Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 1.2.5 of SS-2, Secretarial Standard on General Meetings, the relevant details of Director seeking continuation are given in the annexure to this Postal Ballot Notice.
3. Pursuant to Rule 22(5) of the Rules, the Board has appointed Smt.N. Madhavi (ACS 16866 and CP No.11732),Practicing Company Secretary as the scrutinizer (the "Scrutinizer") for conducting the Postal Ballot and voting by electronic means ("e-voting") process in a fair and transparent manner.
4. The Postal Ballot Notice is being sent to all the Members, whose names appear on the Register of Members/List of Beneficial Owners on Friday, 15th February, 2019, as received from the depositories. The Postal Ballot Notice is being sent to Members in electronic form to the email addresses registered with their depository participants (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agent (in case of physical shareholding). For Members whose email IDs are not registered, physical copies of the Postal Ballot Notice along with Postal Ballot Form are being sent by permitted mode along with a postage prepaid reply envelope addressed to the Scrutinizer.
5. In compliance with the provisions of Section 108 and 110 of the Act read with the Rules and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, the Company is offering e-voting facility to all the Members of the Company to enable them to cast their votes electronically. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility to its Members. The instructions for e-voting are annexed to this Postal Ballot Notice.
6. The voting rights of the Members shall be in proportion to their holding of Equity Shares with the paid up equity share capital of the Company as on 15th February, 2019. Any person who becomes a Member after 15th February, 2019 should treat this Notice as received for information purpose only.
7. The e-voting facility is available at the link www.evotingindia.com. Please refer the instructions for e-voting given after the Proposed Resolution for the process and the manner in which e-voting is to be carried out. In case a shareholder is desirous of obtaining a printed Postal Ballot Form or a duplicate, he or she may send an e-mail to lakshmi_ific@yahoo.com. The Registrar and Transfer Agent/Company shall forward the same along with postage - prepaid self- addressed Envelope to the shareholder.
8. Facility to exercise vote by Postal Ballot including voting through electronic means will be available during the following period : Commencement of voting : From 9.00 a.m. (IST) on Wednesday, 27th February, 2019 End of voting : At 5.00 p.m. (IST) on Thursday, 28th March, 2019 (both days inclusive) (The facility for voting through electronic means will be disabled for voting by CDSL upon expiry of the aforesaid voting period)
9. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decisions on the validity of Postal Ballot Form shall be final and binding.
10. Votes will be considered invalid, inter alia, on the following grounds :
 - ◆ if the Member's signature does not tally
 - ◆ if the Member casts his vote both in favour as well as against the resolution
 - ◆ if neither assent nor dissent is mentioned in the vote cast by him
 - ◆ if the Postal Ballot Form is unsigned or has not been signed by or on behalf of the Member
 - ◆ the Postal Ballot Form not being accompanied by a certified copy of the relevant specific authority, if the Postal Ballot Form is signed in a representative capacity
 - ◆ if the Postal Ballot Form is received in torn or defaced or mutilated condition to an extent that it is difficult for the Scrutinizer to identify either the Member or the number of votes or as to whether the votes are in favour or against or if the signature could not be verified or on one or more of the above grounds
 - ◆ if the information filled in the Postal Ballot Form is incomplete
 - ◆ if any form other than the enclosed Postal Ballot Form is used to cast his vote
 - ◆ if any direction is given by any competent authority in writing to the Company to freeze the voting rights of the Member
 - ◆ if the Member has made any amendment to the resolution or imposed any condition while casting his vote
 - ◆ if the envelope containing the Postal Ballot Form is received after the prescribed last date for receipt of the Forms.
11. A Member cannot exercise his vote by proxy on Postal Ballot.
12. **The instructions for the shareholders for e-voting are as under :**
E-Voting for transaction of Business : The business as set out in the Notice may be transacted and that :

A. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(1) of the Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Postal Ballot by electronic means and the business may be transacted through e-Voting Services.

The procedure and instructions for Members for voting electronically are as under :

- i). The voting period begins **at 9.00 A.M. on 27.02.2019 and ends at 5 P.M. on 28.03.2019**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form.
- ii) Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com.
- iii) Now click on "Shareholders" to cast your votes
- iv) Now enter you User ID.
 - a). For CDSL. 16 digits beneficiary ID.
 - b). For NSDL. 8 Character DPID followed by 8 Digits Client ID.
 - c). For Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v) Next enter the Image Verification as displayed and Click on Login.
- vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii). If you are a first time user follow the steps given below :

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>* Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</p> <p>* In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
DOB	<p>* Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to ogin.</p>
Dividend Bank Details	<p>* If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</p>

- viii). After entering these details appropriately, click on "SUBMIT" tab.
- ix). Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x). For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi). Click on the EVSN for the relevant **< LAKSHMI FINANCE AND INDUSTRIAL CORPORATION LIMITED (EVSN-190220006) >** on which you choose to vote.
- xii). On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option No implies that you dissent to the Resolution.
- xiii). Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv). After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv). Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- xvi). You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvii). If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii). Shareholders can also cast their vote using CDSL’s mobile app M-Voting available for android based mobiles. The M- Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xix). Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.e-voting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx). In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.e-votingindia.com, under help section or write an email to helpdesk.e-voting@cdslindia.com.

13. Members holding shares in demat form as well as in physical form may cast their vote either by way of Postal Ballot or by way of e-voting. In case a Member casts his vote through e-voting facility, he/she is not required to send the physical Postal Ballot Form. In case a Member casts his vote through both e-voting facility as well as through physical Postal Ballot Form, the vote casted through e-voting shall only be considered and the voting through physical Postal Ballot shall not be considered by the Scrutinizer.

14. The shareholders who are desirous of casting their vote through Postal Ballot Form are requested to carefully read the proposed Resolution(s) along with the Explanatory Statement and read carefully the instructions forming part of this Notice and return the Postal Ballot Form duly filled and signed (at the places marked in the Form) along with Assent (FOR) or Dissent (AGAINST) for the said Resolution(s), in the attached self-addressed, prepaid business reply envelope, so as to reach the Scrutinizer before the closing of working hours (5.00 p.m IST) on Thursday, 28th March, 2019. Please note that any Postal Ballot Form(s) received after the said date and time will be strictly treated as if no reply has been received.

15. The Scrutinizer will submit her report to the Managing Director of the Company or any other person authorised by the Managing Director after completion of the scrutiny of the postal ballots (including e-voting). The results of the Postal Ballot (including e-voting) would be announced by the Managing Director or any other person authorised by the Managing Director on or before 5.00 p.m, Saturday 30th March, 2019. The results of the Postal ballot would be displayed at the Registered Office of the Company, intimated to CDSL/NSDL and the Stock Exchanges where the Company’s shares are listed and displayed along with the Scrutinizer’s Report on the Company’s website viz.www.lakshmfinance.org

16. The Resolution(s), if passed by the requisite majority, shall be deemed to have been passed on date of announcement of results.

EXPLANATORY STATEMENT PURSUANT TO SECTION(S) 102 AND 110 OF THE COMPANIES ACT, 2013

Item No. 1 :

As per Regulation 17(1 A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), with effect from April 1, 2019, no listed Company shall appoint or continue the Directorship of a Non-Executive Independent Director who has attained the age of 75 years, unless a Special Resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment. Sri R.Surender Reddy is aged 87 years and his continuation on the Board is considered desirable.

A brief justification for his continuation as Non-Executive Independent Director on the Board of the Company with effect from April 1, 2019 is as under :

Sri R. Surender Reddy was a Member of Parliament for four terms and was a member of Andhra Pradesh Legislative Assembly also for tenure four terms. Previously he was on the Board of A.P. State Financial Corporation. He has been the Chairman of Hyderabad Race Club for several years and is very well known in corporate circles. Presently he is on the Board of Suryalata Spinning Mills Limited, Surana Solar Limited, Suryalakshmi Cotton Mills Limited, Hyderabad Race Club and HRC Recreation Chambers. His rich and diverse experience in business and politics will immensely benefit the Company.

Shri. R.Surender Reddy is a Graduate in Commerce. He is a Director on the Boards of several prominent Companies in India. He joined the Board of Directors of the Company on 27.11.1968. Sri. R.Surender Reddy is a Member of the Audit Committee and a Member of the Nomination and Remuneration Committee of the Board of Director of the Company.

Sri.R.Surender Reddy holds 6,140 equity shares in the Company. The terms and conditions of approval for continuation of directorship Sri R.Surender Reddy shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Sri R. Surender Reddy as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Sri R. Surender Reddy as an Independent Director, for the approval by the shareholders of the Company.

Except Sri R. Surender Reddy, being appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in this resolution.

Item No. 2

As per Regulation 17(1 A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), with effect from April 1, 2019, no listed Company shall appoint or continue the Directorship of a Non-Executive Independent Director who has attained the age of 75 years, unless a Special Resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment. Sri. Kapil Bhatia is aged 86 years and his continuation on the Board is considered desirable.

A brief justification for his continuation as Non-Executive Independent Director on the Board of the Company with effect from April 1, 2019 is as under :

Shri.Kapil Bhatia is a Graduate in Commerce. He is a Director on the Boards of several prominent companies in India. He joined the Board of Directors of the Company on 22.05.1979. Sri. Kapil Bhatia is a Member of the Audit Committee and a Member of the Nomination and Remuneration Committee of the Board of Director of the Company.

Sri.Kapil Bhatia has to his credit more than 40 years of the Industrial/Business experience and is currently the Managing Director of M/s.Inter Globe Enterprises Limited. He is also a Director in several other Public/Private Companies i.e., (1) Inter Globe Aviation Limited, (2) Inter Globe Air Transport Limited, (3) Inter Globe Luxury Products Pvt. Ltd., (4) ITQ Consultancy Pvt. Ltd., (5) Inter Globe Technologies Pvt. Ltd., (6) Bhart Telecom Pvt. Ltd., (7) IGT Solution Pvt. Ltd., (8) AAPC India Hotel Management Pvt. Ltd., etc. Sri. Kapil Bhatia is holding 740 shares of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Sri. Kapil Bhatia as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Sri. Kapil Bhatia as an Independent Director, for the approval by the shareholders of the Company.

Except Sri. Kapil Bhatia, being appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in this resolution.

By Order of the Board
for **Lakshmi Finance & Industrial Corporation Limited**

Sd/-

K.Harishchandra Prasad

Managing Director

DIN: 00012564

Place: Hyderabad

Date: 08-02-2019

Details as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Directors who are proposed for continuation of present tenure of Directorship

Annexure to the Postal Ballot Notice
[Pursuant to Regulation 36(3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings/Postal Ballot issued by the Institute of Company Secretaries of India]

S. No	Particulars	Name of the Director	
		Shri. R. Surender Reddy (DIN: 00083972)	Shri. Kapil Bhatia (DIN: 00090776)
1	Date of Birth & Age	10/10/1931 and 87 Years	01/06/1932 and 86 Years
2	Date of first appointment	26.09.1983 (Re-appointed for a period of five year with effect from 05/08/2014)	22.05.1979 (Re-appointed for a period of five year with effect from 05.08.2014)
3	Nature of appointment (continuation of Directors ship)	Approval for continuation as Independent Director of the Company,	Approval for continuation as Independent Director of the Company
4	Shareholding in the Company	6,140	740
5	Qualifications	B.Com.,	B.Com.,
6	Experience and Expertise in specific functional areas	More than four decades of public service as Member of Parliament and Member of Legislative Assembly.	More than 40 years Industrial/Business
7	Directorships in other Listed Companies	(1) SURYALATA SPINNING MILLS LTD. (2) SURANA SOLAR LIMITED (3) SURYALAKSHMI COTTON MILLS LTD. (4) BHAGYANAGAR INDIA LIMITED (5) HYDERABAD RACE CLUB	1).ACCENT HOTEL PVT LIMITED 2).AAPC INDIA HOTEL MANAGEMENT PVT LTD. 3).CADDIE HOTELS PVT LIMITED 4).SRILANAND MANSIONS PVT LIMITED 5).TECHPARK HOTELS PVT LIMITED 6).INTERGLOBE HOTELS PVT LIMITED 7).INTERGLOBE ENTERPRISES PVT LIMITED 8).DELTA AIR LINES PVT LIMITED 9).TRIGUNA HOSPITALITY VENTURES (INDIA) PVT LTD 10).ITOCONSULTANCY PVT LIMITED 11).DELTA AIR LINES PVT LIMITED 12).BHARAT TELECOM PVT LIMITED 13).INDUS AVIATION SERVICES PVT LIMITED 14).SCANDINAVIAN AIRLINES SYSTEM INDIA PVT LTD
8	Relationship with other Directors, Manager and Other Key Managerial Personnel of the company	Not related to Directors, Manager and other Key Managerial Personnel of the Company.	Not related to Directors, Manager and other Key Managerial Personnel of the Company.

LAKSHMI FINANCE AND INDUSTRIAL CORPORATION LIMITED
(CIN: L65920TG1923PLC000044)

Reg. Office: 1st Floor, "SURYODAYA", 1-10-60/3, BEGUMPET, HYDERABAD-500 016.

E-mail: lakshmi_lfic@yahoo.com, Website: www.lakshminfinance.org

BALLOT FORM
(In lieu of E-voting)

(Please read the instructions before filling this form)

S. No:

1. Name and Registered address of the Sole/first :
named shareholder

2. Name(s) of the Joint Member(s) if any :

3. Registered Folio No. / DPID No.*/Client ID No.* :
(*Applicable to investors holding shares in
dematerialized form)

4. No. of equity shares held :

I/We hereby exercise my/our vote in respect of the Resolutions to be passed through Postal Ballot for the businesses stated in the Notice dated February 08, 2019, by sending my/our assent (FOR) or dissent (AGAINST) to the said Special Resolution by placing a tick(√) mark in the appropriate column below:

Item No.	Description	No. of Equity Shares	I/We assent to the Resolution (FOR).	I/We Dissent to the Resolution (AGAINST).
1	Approval for Continuation of Directorship of Sri.R.Surender Reddy, Non-Executive Independent Director			
2	Approval for Continuation of Directorship of Sri. Kapil Bhatia Non-Executive Independent Director			

Place :

Date :

(Signature of Member)

NOTE: Kindly read the instruction printed overleaf before filling the form. Valid Ballot Forms received by the scrutinizer by on or before 5.00 P.M. on Thursday, March 28, 2019, shall only be considered.

E-VOTING

Users who wish to opt for e-voting may use the following login credentials.

EVSN(E-Voting Event Number)	USER ID	PASSWORD/PIN

The E-voting facility will be available during the following voting period:

Commencement of E-voting	End of E-voting
27.02.2019 at 9.00 A.M	28.03.2019 at 5.00 P.M

Please follow steps for e-voting procedure as given in the Postal Ballot Notice.

INSTRUCTIONS FOR VOTING IN PHYSICAL FORM

1. Members may fill up the Ballot Form printed overleaf and submit the same in a sealed prepaid envelope to the Scrutinizer, Smt. N. Madhavi, Company Secretary in Practice, Scrutinizer, C/o.Lakshmi Finance & Industrial Corporation Limited,1st Floor, Suryodaya,1-10-60/3, Begumpet, Hyderabad - 500 016, Telangana, State, India so as to reach on or before 5.00 P.M. on March 28, 2019. Ballot Form received thereafter will strictly be treated as if not received.
2. The Company will not be responsible if the envelope containing the Ballot Form is lost in transit.
3. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
4. In the event member casts his votes through E-voting and Ballot Form, the votes casted through E-voting would be considered and the votes casted through Ballot Form would be ignored.
5. The right of voting by Ballot Form shall not be exercised by a proxy.
6. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agents of the Company (i.e., Venture Capital & Corporate Investments Private Limited). Members are requested to keep the same updated.
7. There will be only one Ballot Form for every Folio/DPID/CLIENT ID irrespective of the number of joint members.
8. In case of joint holders, the Ballot Form should be signed by the first named shareholder and in his/her absence by the next named shareholders. Ballot Form signed by a joint holder shall be treated valid if signed as per records available with the Company and the Company shall not entertain any objection on such Ballot Form signed by other joint holders.
9. Where the Ballot Form has been signed by an authorized representative of the Body Corporate/Trust/Society, etc. a certified copy of the relevant authorization/Board Resolution to vote should accompany the Ballot Form.
10. Instructions for E-voting and voting through Postal Ballot procedure are available in the Notice of Postal Ballot and are also placed on the website of the Company, www.lakshmifinance.org.
11. **FOR THE ATTENTION OF THE MEMBERS**
The members are requested to note that SEBI has amended Regulation 40 of SEBI (LODR) Regulations, 2015 vide the Notification dated June 8, 2018 and in terms of the said notification, request(s) for transfer except transmission or transposition of securities, held in physical form will not be processed after March 31, 2019. In this regard, members are requested to dematerialize the securities held in physical form.