



L.G. BALAKRISHNAN & BROS LIMITED



Registered Office : 6/16/13, Krishnarayapuram Road, Ganapathy, Coimbatore - 641 006.

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NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To
The Members,

Notice is hereby given to the Members of L.G.Balakrishnan & Bros Limited (“the Company”) pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the General Circular No. 03/2025 dated September 22, 2025 read with other relevant circulars issued by the Ministry of Corporate Affairs (“MCA Circulars”) for conducting postal ballot through e-voting means from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings – 2 (“SS-2”) issued by the Institute of Company Secretaries of India and any other applicable laws and regulations for the time being in force and as amended from time-to-time, that the approval of the Members of the Company is sought for the following special business as set-out hereinbelow proposed to be passed through Postal Ballot by way of electronic means (remote e-voting facility) only.

1. To consider and to grant approval for the re-appointment of Dr. Vinay Balaji Naidu (DIN: 09232643) as a Non-Executive Independent Director of the Company for a second term of five consecutive years with effect from August 04, 2026 (Special Resolution);

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at their meeting held on 07.02.2026, has recommended the re-appointment of Dr. Vinay Balaji Naidu (DIN: 09232643) as an Independent Director of the Company for a second term of five consecutive years commencing from August 04, 2026 to August 03, 2031 (both days inclusive), subject to the approval of the members of the Company by means of passing a special resolution in terms of Section 149, 150(2) and 152(2) of the Companies Act, 2013 read with Regulation 17 and 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In accordance with Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the MCA Circulars and pursuant to other applicable laws and Regulations, if any, this Postal Ballot Notice (“Notice”) is being sent only by email to those members whose e-mail addresses are registered with the Company/Depositories/Depository Participants/RTA to enable them to cast their votes electronically. Members are required to communicate their assent or dissent on the proposed resolution through the remote e-voting facility only. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars. If your email address is not registered with the Company/Depositories/Depository Participants/RTA, please follow the process provided in the Notes to receive this Postal Ballot Notice.

In compliance with the requirements of the MCA Circulars, the hard copy of this Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members and hence, the Members are requested to communicate their assent or dissent through remote e-voting process only.

The detailed procedure for casting vote through remote e-voting are given in the Notes appended herewith and forms part of this Notice. The statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed and forms part of this Postal Ballot Notice. The Notice is also placed on the website of the Company at www.lgb.co.in and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com and can also be accessed on the website of the Stock Exchanges i.e. BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”) at www.bseindia.com and www.nseindia.com respectively.

The Board of Directors, at their meeting held on 07.02.2026 have appointed Mr. M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as the Scrutinizer (“the Scrutinizer”) for conducting the Postal Ballot only through the remote e-voting process and for scrutinizing the votes cast therein, in a fair and transparent manner and for ascertaining the requisite majority in compliance with Rule 22(5) & (6) of the Companies (Management and Administration) Rules, 2014.



Pursuant to Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the relevant Rules and the MCA Circular(s), the Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the agency to provide remote e-voting facility. The remote e-voting process will commence on 19.02.2026 (Thursday) from 09:00 AM (IST) and conclude on 20.03.2026 (Friday) at 05:00 PM (IST). The remote e-voting facility will be disabled by CDSL thereafter. Members are requested to read the instructions carefully while expressing their assent or dissent and cast votes through the remote e-voting facility by not later than 20.03.2026 (Friday) at 05:00 PM (IST).

The Scrutinizer will submit his report to the Executive Chairman of the Company, or any person duly authorized by him, upon completion of the scrutiny of the votes cast through remote e-voting within the prescribed time. The results of the Postal Ballot e-voting will be announced by the Executive Chairman of the Company or any person authorized by him within the prescribed time and the results shall be placed on the website of the Company (www.lgb.co.in), on the website of CDSL at www.evotingindia.com and will be submitted to the Stock Exchanges, where the Company's shares are listed viz., BSE Limited and National Stock Exchange of India Limited within the prescribed time.

In the event, the resolution, as set out under Item No.1 below, is assented by the requisite majority of the members by means of Postal Ballot voting process, it shall be deemed to have been duly passed at the duly convened General Meeting of the Company on Friday, 20.03.2026, being the last date specified by the Company for receiving the votes under the Postal Ballot process. The resolution for the purpose as stated herein below is proposed to be passed by Postal Ballot/remote e-voting means:

SPECIAL BUSINESS

Item No.1

Approval for the re-appointment of DR. VINAY BALAJI NAIDU (DIN: 09232643) as a Non Executive Independent Director of the Company for a second term of five consecutive years with effect from August 04, 2026.

To consider and if thought fit, to give assent or dissent to the following resolution proposed to be passed as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17, 25 and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors and in accordance with the Articles of Association of the Company, the consent and approval of the members be and is hereby accorded for the re-appointment of Dr. Vinay Balaji Naidu (DIN: 09232643), who was appointed as an Independent Director by the members for a first term of five consecutive years effective from August 04, 2021 upto August 03, 2026, (both days inclusive) and who has given his consent for re-appointment for a second term of five consecutive years and who has submitted a declaration to the effect that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of the Listing Regulations, as amended from time to time, and whose name is included in the databank as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and who is eligible for re-appointment for a second term and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company for a second term of five consecutive years from August 04, 2026 to August 03, 2031 (both days inclusive), whose office shall not be liable to retirement by rotation.

RESOLVED FURTHER THAT the Board of Directors (including any Committee(s) constituted by the Board thereof from time to time) of the Company be and is hereby authorised to delegate all or any powers conferred herein to any officers or Directors of the company, to do all necessary acts, deeds, things and matters and take all such steps as may be necessary, proper and expedient to give effect to this resolution.”



STATEMENT SETTING OUT THE MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following statement sets out the material facts relating to the special business mentioned under Item No.1 in the accompanying Postal Ballot Notice dated 07.02.2026 and shall be taken as forming part of the Notice:

Item No.1

Dr. Vinay Balaji Naidu (DIN: 09232643) was appointed as a Non-Executive Independent Director of the Company for a first term of 5 consecutive years commencing from August 04, 2021 and his tenure as a Non-Executive Independent Director will conclude on August 03, 2026.

Pursuant to Section 149(10) of the Companies Act, 2013 ("Act") read with Regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the re-appointment of an Independent Director for a second term of five consecutive years shall require the approval of the shareholders by means of passing a special resolution.

Accordingly, based on the recommendation of the Nomination and Remuneration Committee and on the basis of the outcome of the performance evaluation and being eligible for re-appointment as an Independent Director for the second term as per the criteria laid down under Section 149(6) of the Companies Act, 2013 read with Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors, at their meeting held on 07.02.2026, has recommended the re-appointment of Dr. Vinay Balaji Naidu (DIN: 09232643) as a Non-Executive Independent Director for a second term of five consecutive years with effect from August 04, 2026 to August 03, 2031 (both days inclusive), subject to obtaining the approval of the members of the Company by means of passing a special resolution in terms of Section 149(10) of the Companies Act, 2013 and Regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dr. Vinay Balaji Naidu (DIN: 09232643), being the appointee Independent Director, has signified his consent for re-appointment and has submitted necessary declaration to the effect that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties and that his name is included in the databank as required under Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014 and that he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and not debarred from holding the office of Director by order of the SEBI or any other statutory authority under any laws.

Considering his knowledge, qualification, skills and experience, the Board of Directors is of the opinion that his re-appointment as an Independent Director would be highly beneficial to the Company. In the opinion of the Nomination and Remuneration Committee and the Board of Directors, Dr. Vinay Balaji Naidu (DIN: 09232643) fulfils the conditions of appointment as specified under the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and he is independent of the management and possesses appropriate skills, expertise, experience, knowledge and integrity including proficiency. The brief profile and other disclosures as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) has been annexed and forms part of this notice.

Dr. Vinay Balaji Naidu (DIN: 09232643) shall not be liable to retire by rotation during his tenure as Independent Director of the Company as provided under Section 149(13) read with Section 152(6) of the Companies Act, 2013.

The Company has also received notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of a Director.

Accordingly, the Board of Directors recommends the Special Resolution, as set out in Item No.1 of this notice, for the approval of the members.



A copy of the draft letter setting out the terms and conditions of re-appointment of Dr. Vinay Balaji Naidu (DIN: 09232643) as a Non-Executive Independent Director is available for inspection by the members electronically on the Company's website (www.lgb.co.in) and also, at the Registered Office of the Company during the normal office hours on all working days other than on Saturdays and Sundays till 20.03.2026, being the last date specified by the company for receiving the votes under the Postal Ballot Process .

This statement may also be regarded as an appropriate disclosure as required under the Listing Regulations.

Except Dr. Vinay Balaji Naidu (DIN: 09232643), being the appointee Independent Director, none of the other Directors, Key Managerial Personnel or their relatives are directly or indirectly, financially or otherwise, interested or concerned in the Special Resolution set out under Item No.1 of this notice.

Notes:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 and other applicable provisions, if any of the Act read with the rules framed thereunder concerning the resolution as set out in the postal ballot notice is annexed hereto and forms part of this Notice.
2. In accordance with the MCA Circulars and the SEBI Listing Regulations, the Company is sending the Notice in electronic form only by e-mail to all Members whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories viz., National Securities Depository Limited (the "NSDL") and Central Depository Services (India) Limited (the "CDSL") as on Friday, 13.02.2026 (the "Cut-Off Date") and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the Company / RTA, in accordance with the provisions of the Act read with the rules framed thereunder and the framework provided under the relevant MCA circulars. Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a member as on the Cut-Off Date or who becomes a member of the Company after the Cut-Off Date should treat this Notice for information purposes only.
3. In accordance with the MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the Notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot Notice. Accordingly, the communication of the assent or dissent of the Members would take place through the e-voting system only.
4. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the Company is offering remote e-voting facility to enable the Members to cast their votes electronically. The instructions for e-voting are provided as part of this Notice.
5. It is clarified that for permanent registration of e-mail address, the members are, however, requested to register their e-mail address, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's RTA to enable servicing of notices, etc. electronically to their e-mail address.
6. The e-voting rights of the Shareholders / beneficiary owners shall be reckoned on the shares held by them as on Friday, 13.02.2026, being the Cut-Off date for the said purpose. The shareholders of the Company holding shares either in dematerialised or in physical form, as on the Cut-Off date, can cast their vote electronically.
7. The voting rights for the equity shares of the Company are one vote per equity share, registered in the name of the member. The voting rights of the members shall be in proportion to the percentage of paid-up share capital of the Company held by them. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
8. A member cannot exercise his / her vote through proxy on postal ballot. However, corporate and institutional members shall be entitled to vote through their authorised representatives. Corporate and institutional members (are required to send scanned certified true copy (PDF Format) of the board resolution / authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer by email to lgb@mdsassociates.in with a copy marked to helpdesk.evoting@cdslindia.com.



9. Once the vote is cast, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
10. Postal Ballot (remote e-voting) period commences from 9.00 a.m. IST on Thursday, 19.02.2026 and ends at 05:00 p.m. IST on Friday, 20.03.2026. At the end of the remote e-voting period, the facility shall forthwith be blocked and e-voting shall not be allowed beyond the said date and time.
11. The Company has appointed Mr. M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as the Scrutinizer (“the Scrutinizer”) for conducting the Postal Ballot only through the remote e-voting process and for scrutinizing the votes cast therein, in a fair and transparent manner.
12. The proposed resolution, if approved, by requisite majority, shall be deemed to have been passed on the last date of e-voting, which would be Friday, 20.03.2026. The resolution passed by the Members through Postal Ballot is deemed to have been passed as if the same has been passed at a duly convened general meeting of the Members.
13. This Notice is also available on the website of the Company at www.lgb.co.in, websites of the stock exchanges where the equity shares of the Company are listed, i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively, and on the website of CDSL (e-voting agency) at www.evotingindia.com.
14. The Scrutinizer will submit his report to the Executive Chairman of the Company, or any person duly authorized by him, upon completion of the scrutiny of the votes cast within the prescribed time. The results of the Postal Ballot will be announced by the Executive Chairman of the Company or any person authorized by him and the results shall be placed on the website of the Company (www.lgb.co.in), on the website of CDSL at www.evotingindia.com and will be submitted to the Stock Exchanges, where the Company’s shares are listed viz., BSE Limited and National Stock Exchange of India Limited within the prescribed time.
15. All the documents referred to in the Notice and explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process.

General information and instructions relating to e-voting:

- i. The remote voting period begins from 9.00 a.m. IST on Thursday, 19.02.2026 and ends at 05:00 p.m. IST on Friday, 20.03.2026. During this period, the shareholders of the Company, holding shares, as on the cut-off date viz., Friday, 13.02.2026 shall be entitled to cast their votes electronically. The remote e-voting module shall be disabled by CDSL for voting after 5.00 p.m. IST on Friday, 20.03.2026.
- ii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 and under Regulation 44 of the SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolution. Individual shareholders holding securities in demat mode are allowed to vote through their demat account(s) maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and E-mail ID in their demat accounts in order to access e-voting facility.
- iii. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
- iv. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1:

Access through Depositories CDSL/NSDL e-voting system in case of individual shareholders holding shares in demat mode.

- (i) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 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.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL / NSDL is given below:

Type of Shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<ol style="list-style-type: none"> 1) 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 URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com and click on login icon and select new system Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 or joining virtual meeting & voting during the meeting. 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. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Home/EasiRegistration. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. <p>The system will authenticate the user by sending OTP on registered mobile and email id as recorded in the demat account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also be able to directly access the system of all e-voting service providers.</p> <ol style="list-style-type: none"> 5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, <ol style="list-style-type: none"> a) Please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. b) Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. c) A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. d) Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. e) Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services: <ol style="list-style-type: none"> a) Option to register is available at https://eservices.nsdl.com. b) Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. <ol style="list-style-type: none"> a) Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. b) Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. c) 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. 4) After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</p> <p>After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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. CDSL and NSDL.

Login type	Helpdesk details
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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
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 evoting@nsdl.com or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000.

Step 2: Access through CDSL e-voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (ii) Login method for Remote e-voting for physical shareholders and shareholders other than individual holding in Demat form.
1. The shareholders should log on to the e-voting website www.evotingindia.com
 2. Click on “Shareholders” module
 3. Now enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company
 4. Next enter the Image Verification as displayed and Click on Login.
 5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 6. If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	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 login. 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.

- (iii) After entering these details appropriately, click on “SUBMIT” tab.
- (iv) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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 resolution 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.
- (v) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (vi) Click on the **EVS**N for the Company – **L G Balakrishnan & Bros Limited** on which you choose to vote.
- (vii) 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.
- (viii) Click on the “RESOLUTION FILE LINK” if you wish to view the entire Resolution details.



- (ix) 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.
- (x) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xiii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xiv) Additional Facility for Non-Individual Shareholders and Custodians – For Remote Voting only.

- a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- c. 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.
- d. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of accounts they would be able to cast their vote.
- e. It is Mandatory that, 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.
- f. Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at lgb@mdsassociates.in and to the Company at the email address viz; secretarial@lgb.co.in if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

(xv) Process for those shareholders whose email/mobile no. are not registered with the company/depositories.

- 1. For Physical shareholders - please provide necessary details like 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 Company/RTA email id.
- 2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
- 3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

By Order of the Board
For L.G. Balakrishnan & Bros Limited
M. Lakshmikanth Joshi
Senior General Manager(Legal) and
Company Secretary
ACS No. 14273

Place : Coimbatore
Date : 07.02.2026



Details of the Director seeking re-appointment as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings (SS-2) issued by ICSI is furnished below:

Name of the Director	Dr. Vinay Balaji Naidu
DIN	09232643
Date of Birth / Age	04.04.1979 / 47 years
Nationality	Indian
Date of first appointment on the Board	August 04, 2021
Board Position Held	Appointed as Non-Executive Independent Director for a first term of 5 consecutive years from August 04, 2021 to August 03, 2026 (both days inclusive).
Brief profile including educational qualification, areas of expertise and experience	Dr. Vinay Balaji Naidu holds Master of Dental Surgery (MDS). He has over 19 years of experience as a Specialist in Micro-Endodontics. He has more than 15 years experience in General Administration. His varied experience both in Medical Practice and as an administrator will give a different perspective to the company.
Terms and conditions of appointment/ re-appointment	As per the special resolution set out at Item No. 1 of this Postal Ballot Notice read with statement pursuant to Section 102 of the Act, Dr. Vinay Balaji Naidu is proposed to be re-appointed as a Non-Executive Independent Director for a second term of 5 consecutive years from August 04, 2026 and shall not be liable to retire by rotation.
Number of Board Meetings attended during last Financial Year 2025-26 (till the date of postal Ballot notice)	4 out of 4 (Till the date of this Postal Ballot Notice)
Remuneration sought to be paid	Sitting fees only
Remuneration last drawn	Sitting Fees : For the Financial Year 2024-25 : Rs.1,80,000
Justification for choosing the appointee as an Independent Director	As per the Statement setting out the material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Postal Ballot Notice.
Summary of Performance Evaluation in case of re-appointment of an independent director	
Details of inter se relationship with other Directors, Manager and Key Managerial Personnel of the Company	Not related
Details of shares held in the Company (including shareholding as a beneficial owner) (as on date of the Notice)	5,500 Equity Shares
List of Directorships held in other Companies (as on date of the Notice)	1. Independent Director in Precot Limited
Name of Listed Companies from which the Director has resigned in the past three years	Nil
Chairman/Member of the Committees of other public companies (as on date of the Notice) (includes audit committee and stakeholder's relationship committee only)	Precot Limited 1. Member of the Audit Committee 2. Chairman of the Stakeholders Relationship Committee.

For L.G. Balakrishnan & Bros Limited
M. Lakshmikanth Joshi

Senior General Manager(Legal) and
Company Secretary
ACS No. 14273

Place : Coimbatore

Date : 07.02.2026