



Lakshmi
Energy and Foods Limited
Formerly Lakshmi Overseas Industries Limited

Admin. Office & Works :
Chandigarh - Ludhiana National Highway, Khamanon-141 801, Punjab. India.
Tel. : 01628-661800, 97809-10117/118 Fax : 91-1628-661805
E-mail : corporate@lakshmigroup.in

CIN: L00000CH1990PLC010573

February 11, 2016

To

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai-400051

Department of Corporate Services
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers, Dalal
Street, Mumbai-400 001

NSE Symbol: LAKSHMIEFL

BSE Code: 519570

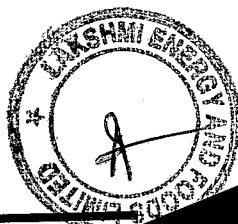
**Sub: Proceedings of Extraordinary General Meeting of the Company held
on 10th February, 2016**

Dear Sirs,

The Extraordinary General Meeting of members of the company was held on today i.e Wednesday, 10th February, 2016 at 11.30 AM at Corporate/Admin Office & Works of the company at Khamanon, Distt.Fatehgarh Sahib, Punjab-141801, to transact all the items of business contained in the Notice of said Extraordinary General Meeting. The requisite quorum for the Extraordinary General Meeting of the Company was present.

In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014, the Company had provided remote E-voting facility, to facilitate all equity shareholders of the Company (as at cut-off date February 3, 2016), to cast their votes electronically on all business proposed in the Notice of EGM. The remote E-voting commenced on 7th February, 2016 at 9.00 a.m and concluded on 9th February, 2016 at 5.00 p.m. Additionally, to facilitate voting by the Shareholder who had not voted using e-voting facility, a Poll was conducted at the Extraordinary General Meeting held on 10th February, 2016.

Based on the report dated February 11, 2016 submitted by Mr.Ajay K.Arora (CP No.993), Company Secretary in Practice, who was engaged by the company as Scrutiniser, to supervise remote E-voting and voting by Poll at the EGM held on February 10, 2016, the Chairman has declared that all the proposals contained in Item nos. 1 and 2 of the Notice of EGM were approved by the Equity Shareholders of the Company, with overwhelming majority.



www.lakshmigroup.in

Regd. / Corp. Office
S.C.O. 18-19, 1st Floor, Sector 9-D, Madhya Marg, Chandigarh-160 017. India
Tel. : 0172-2740352, 2744008, 2743274 Fax : +91-172-274305
Zonal Office
807, 8th Floor, Kailash Building, 26, K.G. Marg, Connaught Place
New Delhi-110001. India Tel. : 011-66305281, 66305282 Fax : +91-11-6630528



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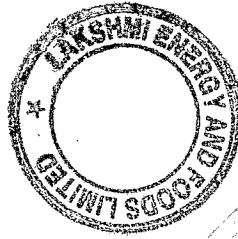
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Copy of the Scrutiniser's report alongwith requisite particulars of E-voting results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed for your information and record.

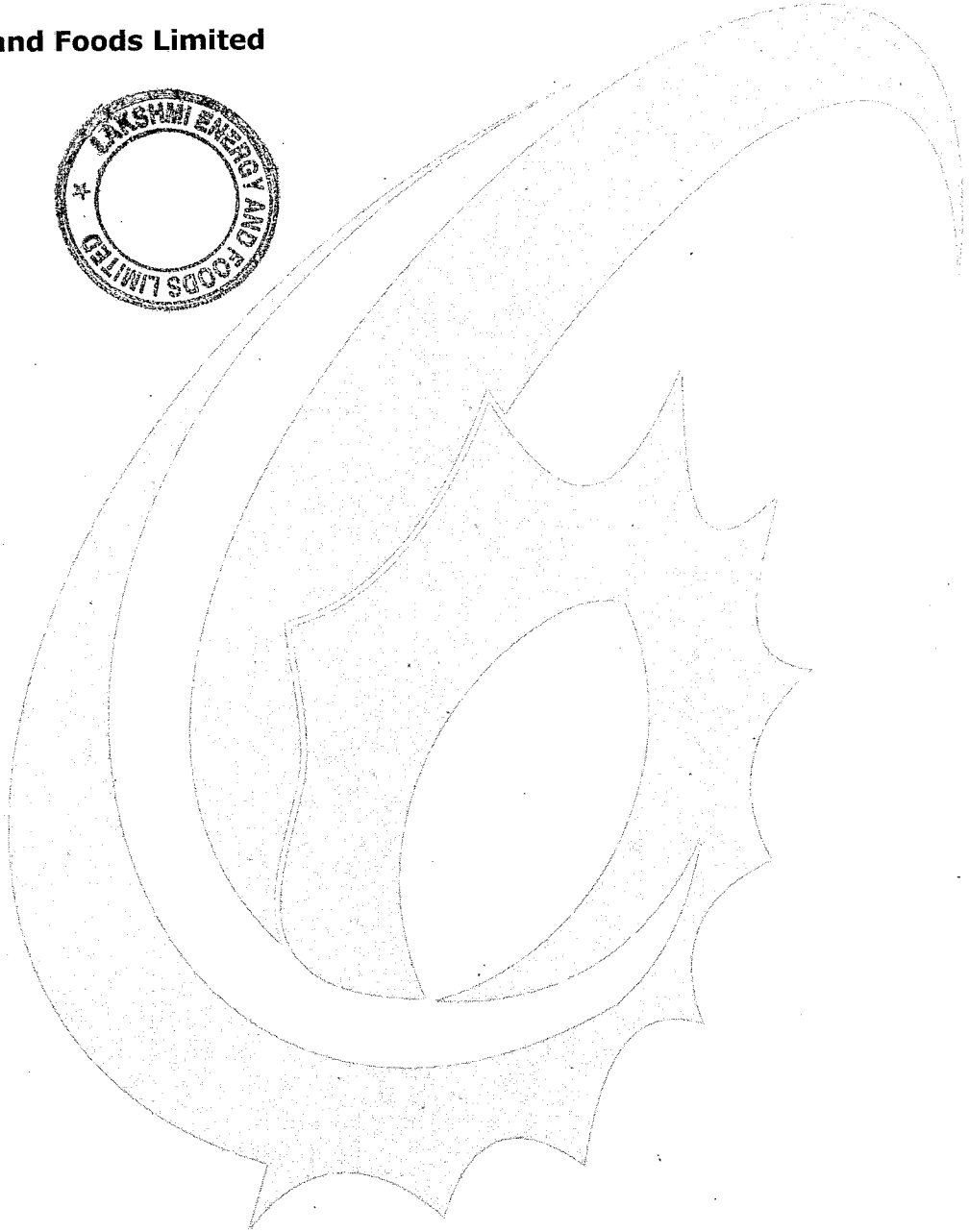
Thanking you,

Yours truly,
For **Lakshmi Energy and Foods Limited**


Ajay K. Ratra
Company Secretary



Encl: as above





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Details of e-voting and voting by poll at Extraordinary General Meeting held on February 10, 2016

[Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Details of Attendance at Extraordinary General Meeting:

Name	Lakshmi Energy and Foods Limited (formerly Lakshmi Overseas Industries Ltd)
Date of EGM	10 th February, 2016
Total number of shareholders on Cut-off date for Evoting i.e as on February 3, 2016	19306
No. of equity shareholders present in the meeting either in person or through proxy	
-Promoters and Promoter Group	7
-Public	108
No. of equity shareholders attended the meeting through video conferencing	
-Promoters and Promoter Group	Not arranged.
-Public	
Details of Agenda	As per Annexure-A enclosed herewith
Resolution required	
Mode of voting	
Voting Results	

For **Lakshmi Energy and Foods Limited**

Ajaye
Ajay K. Ratra
Company Secretary





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Annexure-A

Details of Voting on the following items proposed at Extraordinary General Meeting (Manner of voting – E-voting and Poll)

Resolution No.1: Issue of 1,10,00,000 warrants with an entitlement to convert into/exchange with the equal number of Equity Shares of Rs.2/- each, to persons/entities within the Promoters' Group, on preferential basis.

Resolution required: SPECIAL

Whether promoter/promoter group are interested in the agenda/resolution?				YES			
Category	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in Favour	No. of Votes Against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3=(2/1)*100	4	5	6=(4)/(2)*100	7=(5/2)*100
Promoters and Promoter Group	34865730	34865730	100.00%	34865730	0	100.00%	0
Public-Institutional Holders	4491822	0	0.00%	0	0	0.00%	0
Public- Others	27132448	2409374	8.88%	2409374	0	100.00%	0
Total	66490000	37275104	56.06%	37275104	0	100.00%	0

(Results after taking into consideration the votes cast by interested parties)

Category	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in Favour	No. of Votes Against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3=(2/1)*100	4	5	6=(4)/(2)*100	7=(5/2)*100
Promoters and Promoter Group	34865730	0	0.00%	0	0	0.00%	0
Public-Institutional Holders	4491822	0	0.00%	0	0	0.00%	0
Public- Others	27132448	2409374	8.88%	2409374	0	100.00%	0
Total	66490000	2409374	3.62%	2409374	0	100.00%	0

(Results without taking into consideration the votes cast by interested parties)

Result: Passed with requisite majority.





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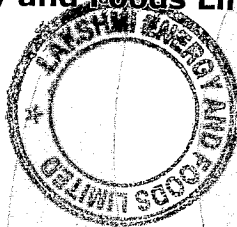
Resolution No.2: Increase in the Borrowing powers of the Company for an aggregate amount not exceeding Rs.2000 Crores.
Resolution required: SPECIAL

Whether promoter/promoter group are interested in the agenda/resolution? NO							
Promoter/Public	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding Shares	No. of votes in favour	No. of Votes Against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3=(2/1)*100	4	5	6=(4)/(2)*100	7=(5/2)*100
Promoters and Promoter Group	34865730	34865730	100.00%	34865730	0	100.00%	0
Public-Institutional Holders	4491822	0	0.00%	0	0	0.00%	0
Public- Others	27132448	2409305	8.88%	2409301	4	99.9998%	0.0002%
Total	66490000	37275035	56.06%	37275031	0	100.00%	0

Result: Passed with requisite majority.

For Lakshmi Energy and Foods Limited


Ajay K. Ratra
Company Secretary



AJAY K. ARORA
LL.B., FCS

PAN No. ADSPA8498H
Ser. Tax No. ADSPA 8498HST001

A. ARORA & CO.

Company Secretaries

S.C.O. 64-65, 1ST FLOOR,
SECTOR 17-A, MADHYA MARG,
CHANDIGARH-160 017

Ph.: (O) 2701906

MOBILE : 98140-06492

E-MAIL : ajaykcs@gmail.com

Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Lakshmi Energy and Foods Limited

Extra Ordinary General Meeting of the Shareholders of Lakshmi Energy and Foods Limited held on Wednesday, 10th February, 2016 at 11.30 A.M. at Corporate/ Admin Office & Works of the Company at Chandigarh -Ludhiana Highway, VPO Khamanon, District Fatehgarh Sahib, Punjab – 141801.

Dear Sir,

1. I, Ajay K Arora, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors Lakshmi Energy and Foods Limited (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the Extra Ordinary General Meeting (EOGM) of the Equity Shareholders of Lakshmi Energy and Foods Limited held on 10th February, 2016 at 11.30 A.M. at Corporate/ Admin Office & Works of the Company at Chandigarh -Ludhiana Highway, VPO Khamanon, District Fatehgarh Sahib, Punjab – 141801.
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the Extra Ordinary General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, on the resolutions, to the Chairman based on the reports generated from the electronic

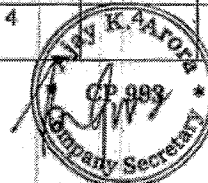


voting system provided by Central Depository Services (India) Limited (CDSL) and the report for voting by use of ballots at the meeting.

3. The Company had arranged the services of CDSL for extending the facility of remote e-voting to the Members of the Company from 7th February, 2016 (from 9.00 A.M.) to 9th February, 2016 (upto 5.00 P.M.). The remote e-voting results were unblocked by me on 10th February, 2016 in the presence of two witnesses.
4. At the EOGM of the Company held on 10th February, 2016, the Chairman announced a Poll through Ballot to facilitate the Members present in the Meeting who has not exercised remote e-voting facility earlier, for exercising their right through the Ballot available at EOGM venue.
5. I have rendered Scrutinizer's Report separately on the remote e-voting and on use of ballots at the Meeting and I hereby submit Consolidated Report of Scrutinizer pursuant to Rule 20⁽¹⁾(xii) on all the resolutions contained in the Notice of the aforesaid EOGM.

The consolidated results of voting are as under:

Item No.	Resolutions	Votes cast in Favour			Votes cast against			Invalid Votes	
		No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	Total No. of Members whose Votes were declared invalid	Total No. of Votes Cast by them
1	Issue of Convertible Warrants on preferential basis. (As Special Resolution) (Results after taking into consideration the votes casted by Interested Parties*)	77	37275104	100%	0	0	0	5	162
1	Issue of Convertible Warrants on preferential basis. (As Special Resolution) (Results without taking into consideration the votes casted by Interested Parties*)	68	2409374	100%	0	0	0	5	162
2	Increase in the Borrowing powers	68	37275031	99.99%	4		0.001%	10	231





Item No.	Resolutions	Votes cast in Favour			Votes cast against			Invalid Votes	
		No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	Total No. of Members whose Votes were declared Invalid	Total No. of Votes Cast by them
	of the Company (As Special Resolution)								

Based on the votes cast on aforesaid resolutions by remote e-voting and poll, both the resolutions were passed with requisite majority.

6. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and poll is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the EOGM.

Thanking you,

Yours Sincerely,

Ajay K Arora
Company Secretary in Practice
CP No. 993
FCS No. 2191

Date: 11-02-2016

Place : Chandigarh

*Interested parties includes:

- Mr. Janak Raj Singh
- Mr. Balbir Singh Uppal
- M/s Loil Continental Foods Limited
- M/s Loil Health Foods Limited
- M/s Loil Overseas Foods Limited
- M/s Ganeshay Overseas Industries Limited.
- Mr. Vijay Laxmi Sood.