

**Lokesh  
Machines Limited**



**Regd. Office :**

B-29, EEIE Stage II, Balanagar,  
Hyderabad - 500 037. T.S. INDIA.  
Phones : +91-40-23079310, 11, 12, 13  
Fax : +91-40-23078274  
e-mail : info@lokeshmachines.com  
URL : www.lokeshmachines.com  
CIN : L29219TG1983PLC004319

01<sup>st</sup> September, 2018

To, Bombay Stock Exchange Limited Department of Corporate Services Floor 25, PJ Towers, Dalal Street Mumbai-400001 Srip Code:532740	To, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051 Company Code: LOKESHMACH
---	--

Dear Sir/Madam,

**Subject: Revised Outcome of Board Meeting**

With reference to our earlier Announcement dated 31<sup>st</sup> August, 2018 regarding Outcome of Board Meeting We hereby inform you that, Inadvertently we have submitted the wrong copy of Notice of ensuing Annual General meeting.

So, We are here attaching the Correct Copy of Notice of upcoming Annual General Meeting which has been approved by the Board of Directors in their duly convened meeting on 31<sup>st</sup> August, 2018.

However, a separate intimation regarding the upcoming Annual General Meeting Events will be intimated to the Stock Exchange within due course of time.

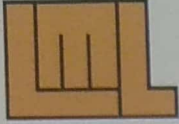
The Outcome of the Board meeting that was held on 31<sup>st</sup> Aug, 2018 is as follows:

1. Approval of Board's Report for the year ended 31<sup>st</sup> March, 2018.
2. Approval of the Notice of 34<sup>th</sup> Annual General Meeting to be held on 29<sup>th</sup> September, 2018 Saturday at 03.00 P.M. at Jubilee Hills International Centre, Road No.-14, Hyderabad- 500 033.
3. Approval of Book closure period from 23<sup>rd</sup> September, 2018 to 29<sup>th</sup> September, 2018 (both days inclusive) for the purpose of Annual General Meeting.
3. The Cut-off date for the purpose of E-voting is 22<sup>nd</sup> September, 2018.
4. The E-voting period commences on Wednesday 26<sup>th</sup> September, 2018 at 9.00 A.M and ends on Friday, 28<sup>th</sup> September, 2018 at 5.00 P.M

The meeting commenced at 11.30 A.M and concluded at 2.00 P.M



**Units : Medchal, Bonthapally, Balanagar Plot No. 41 and B - 25**



**Lokesh  
Machines Limited**



**Regd. Office :**

**B-29, EEIE Stage II, Balanagar,  
Hyderabad - 500 037. T.S. INDIA.**

**Phones : +91-40-23079310, 11, 12, 13**

**Fax : +91-40-23078274**

**e-mail : info@lokeshmachines.com**

**URL : www.lokeshmachines.com**

**CIN : L29219TG1983PLC004319**

Kindly take the above information for your record and ignore the earlier communication in this regard.

Yours truly,  
For Lokesh Machines Limited

*Matru Prasad Mishra*

Matru Prasad Mishra  
Company Secretary



**Units : Medchal, Bonthapally, Balanagar Plot No. 41 and B - 25**

**NOTICE**

NOTICE is hereby given that the Thirty Four Annual General Meeting of the Members of Lokesh Machines Limited will be held on Saturday September 29<sup>th</sup>, 2018 at 03.00 P.M at Jubilee Hills International Centre, Near Jubilee Hills Check Post, Road No. 14, Hyderabad - 500 033 Telangana to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial Year ended March 31, 2018 together with the report of the Board of Directors' and the Auditors' thereon.
2. To appoint a Director in place of Mr K Krishna Swamy (DIN: 00840887), who retires by rotation and being eligible offers himself for re-appointment.

**SPECIAL BUSINESS:****3. Re-appointment of Mr. M. Lokeswara Rao as Managing Director:**

**To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 of the Companies Act, 2013 read with Schedule V thereof and the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 ( including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as per the recommendations of Nomination & Remuneration Committee and as approved by the Board of Directors, consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. M. Lokeswara Rao ( DIN: 00989447) as Managing Director of the Company for a period of 3 years with effect from 01<sup>st</sup> October, 2018 to 30<sup>th</sup> September, 2021 on the following terms and conditions.”

**Period: 3 Years from 1<sup>st</sup> October, 2018 to 30<sup>th</sup> September, 2021**

**Salary of Rs. 5,00,000/- (Rupees Five Lakh only) per month.**

**He shall be entitled to receive the following:**

- i) All expenses relating to telephone, mobile bills, and travelling, boarding, lodging and other expenses incurred for the purpose of business of the Company.
- ii) Any other allowances, benefits and perquisites, as the Board may from time to time decide in accordance with the Companies Act, 2013 & the Rules made thereunder, Income Tax Act, 1961/ Rules made thereunder, FEMA Guidelines and as per RBI Regulations.

**RESOLVED FURTHER THAT** notwithstanding the above, in the absence of or inadequacy of profits in any financial year Mr. M. Lokeswara Rao be paid the above remuneration as minimum remuneration subject to the requisite approval, if any, not exceeding the maximum limits laid down in Section II (A) of Part II of Schedule V of the Companies act, 2013.

**RESOLVED FURTHER THAT** pursuant to Section 196(3) read with Schedule V of the Companies act, 2013 approval of the members of the Company be and is hereby granted for continuation of holding office of Managing Director by Mr. M.Lokeswara Rao ( DIN: 00989447) who has attained the age of 70 years , as per the above mentioned terms and conditions.

**RESOLVED FURTHER THAT** so long as Mr. M. Lokeswarar Rao functions as the Managing Director of the Company he will not be paid any fees for attending the meetings of the Board of Directors or Committee therefor.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such necessary steps as may be necessary, proper or expedient to give effect to this resolution”.

**4. Re-appointment of Mr. B Kishore Babu as a Whole time Director :**

**To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 of the Companies Act, 2013 read with Schedule V thereof and the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 ( including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as per the recommendations of Nomination & Remuneration Committee and as approved by the Board of Directors, consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. B. Kishore Babu ( DIN: 00840630) as Whole-time Director of the Company for a period of 3 years with effect from 01<sup>st</sup> October, 2018 to 30<sup>th</sup> September, 2021 on the following terms and conditions.”

**Period: 3 Years from 1<sup>st</sup> October, 2018 to 30<sup>th</sup> September, 2021**

**Salary of Rs. 3,25,000/- (Rupees Three Lakh and Twenty Five thousand Only) per month**

**He shall be entitled to receive the following:**

- i) All expenses relating to telephone, mobile bills, and travelling, boarding, lodging and other expenses incurred for the purpose of business of the Company.
- ii) Any other allowances, benefits and perquisites, as the Board may from time to time decide in accordance with the Companies Act, 2013 & the Rules made thereunder, Income Tax Act, 1961/ Rules made thereunder, FEMA Guidelines and as per RBI Regulations.

**RESOLVED FURTHER THAT** notwithstanding the above, in the absence of or inadequacy of profits in any financial year Mr. B. Kishore Babu be paid the above remuneration as minimum remuneration subject to the requisite approval, if any, not exceeding the maximum limits laid down in Section II (A) of Part II of Schedule V of the Companies act, 2013.

**RESOLVED FURTHER THAT** so long as Mr. B. Kishore Babu functions as the Wholetime Director of the Company he will be not paid any fees for attending the meetings of the Board of Directors or Committee thererof.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such necessary steps as may be necessary, proper or expedient to give effect to this resolution”.

**5. Re-appointment of Mr. M. Srinivas as a Whole time Director :**

**To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 of the Companies Act, 2013 read with Schedule V thereof and the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 ( including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as per the recommendations of Nomination & Remuneration Committee and as approved by the Board of Directors, consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. M. Srinivas ( DIN: 00917565) as Whole-time Director of the Company for a period of 3 years with effect from 01<sup>st</sup> October, 2018 to 30<sup>th</sup> September, 2021 on the following terms and conditions.”

**Period: 3 Years from 1<sup>st</sup> October, 2018 to 30<sup>th</sup> September, 2021**

**Salary of Rs. 3,25,000/- (Rupees Three Lakh and Twenty Five thousand only) per month**

**II. He shall be entitled to receive the following:**

- i) All expenses relating to telephone, mobile bills, and travelling, boarding, lodging and other expenses incurred for the purpose of business of the Company.

- ii) Any other allowances, benefits and perquisites, as the Board may from time to time decide in accordance with the Companies Act, 2013 & the Rules made thereunder, Income Tax Act, 1961/Rules made thereunder, FEMA Guidelines and as per RBI Regulations.

**RESOLVED FURTHER THAT** notwithstanding the above, in the absence of or inadequacy of profits in any financial year Mr. M. Srinivas be paid the above remuneration as minimum remuneration subject to the requisite approval, if any, in terms of Section II (A) of Part II of Schedule V of the Companies act, 2013 as may be applicable to the Company from time to time,”

**RESOLVED FURTHER THAT** so long as Mr. M. Srinivas functions as the Wholetime Director of the Company he will not be paid any fees for attending the meetings of the Board of Directors or Committee thereof.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such necessary steps as may be necessary, proper or expedient to give effect to this resolution”.

**6. Re-appointment of Mr. M. Srikrishna as a Whole time Director :**

**To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 of the Companies Act, 2013 read with Schedule V thereof and the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 ( including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as per the recommendations of Nomination & Remuneration Committee and as approved by the Board of Directors, consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr M. Srikrishna (DIN: 00841388) as Whole-time Director of the Company for a period of 3 years with effect from 01<sup>st</sup> October, 2018 to 30<sup>th</sup> September, 2021 on the following terms and conditions.”

**Period: 3 Years from 1<sup>st</sup> October, 2018 to 30<sup>th</sup> September, 2021**

**Salary of Rs. 3,25,000/- (Rupees Three Lakh and Twenty Five thousand Only) per month**

**He shall be entitled to receive the following:**

- i) All expenses relating to telephone, mobile bills, and travelling, boarding, lodging and other expenses incurred for the purpose of business of the Company.
- ii) Any other allowances, benefits and perquisites, as the Board may from time to time decide in accordance with the Companies Act, 2013 & the Rules made thereunder, Income Tax Act, 1961/ Rules made thereunder, FEMA Guidelines and as per RBI Regulations.

**RESOLVED FURTHER THAT** notwithstanding the above, in the absence of or inadequacy of profits in any financial year Mr. M. Srikrishna be paid the above remuneration as minimum remuneration subject to the requisite approval, if any, in terms of Section II (A) of Part II of Schedule V of the Companies act, 2013 as may be applicable to the Company from time to time,”

**RESOLVED FURTHER THAT** so long as Mr. M. Srikrishna functions as the Wholetime Director of the Company he will not be paid any fees for attending the meetings of the Board of Directors or Committee thereof.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such necessary steps as may be necessary, proper or expedient to give effect to this resolution”.

**7. Approval for Continuation of Current term of Mr. R. Mohan Reddy as Non- Executive Independent Director of the Company**

**To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

**RESOLVED THAT** pursuant to the Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Amendment Regulations, 2018, the continuation of current term of Mr. R. Mohan Reddy (DIN: 00841038) as Non-Executive Independent Director of the Company for a period of five years ( w.e.f. from 30.09.2014 to 29.09.2019 as approved by the members of the Company on the 30<sup>th</sup> Annual general meeting of the Company held on 30<sup>th</sup> September, 2014) be and is hereby approved by way of Special Resolution.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to file necessary forms with the concerned authorities and to all acts, deeds, things required to give effect to this resolution.”

**8. Approval for Continuation of Mr. K. Krishna Swamy as Non- Executive Director of the Company**  
**To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

**RESOLVED THAT** pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Amendment Regulations, 2018, sanction be and is hereby granted to Mr. K. Krishna Swamy (DIN: 00840887) director of the Company to continue and hold office of non-executive director under the current tenure of appointment notwithstanding that he has attained the age of 75 years as on 25<sup>th</sup> December, 2015.

**9. Ratification of Remuneration of Cost-Auditors:**

**To consider and if thought fit, to pass with or without modification(s) the following resolution as Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the members be and is hereby given for payment of remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) excluding taxes as may be applicable, in addition to reimbursement of all out of pocket expenses, to M/s DZR & Co, Cost Accountants to audit the cost records maintained by the Company for the financial year ending March 31, 2018.”

By Order of the Board  
**For LOKESH MACHINES LIMITED**

**Place: Hyderabad**  
**Date: August 31, 2018**

**Matru Prasad Mishra**  
**Company Secretary**

**Registered Office:**  
**B-29, EEIE, STAGE- II,**  
**Balanagar, Hyderabad-500 037**  
**Telangana**