

NewLight[®]
Apparels Limited

LEADING MANUFACTURERS AND EXPORTERS

Regd. Office : ...
GC-29, Basement, Shivaji Enclave
Raja Garden, New Delhi-110027
CIN No. L74899DL1995PLC064005

Date: 04.09.2021

Dear Member,

You are cordially invited to attend the 26th (Twenty Sixth) Annual General Meeting ("AGM") of the Members of New Light Apparels Limited ("the Company") which is scheduled to be held on Wednesday, 29th day of September, 2021 at 02:00 p.m. (IST) at its registered office at GC-29, Basement, Shivaji Enclave, Raja Garden, New Delhi-110027.

The Notice for the AGM containing the business to be transacted is enclosed herewith. As per Section 108 of the Companies Act, 2013 read with the related Rules and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all Resolutions set forth in the Notice. The instructions for e-voting are enclosed herewith.

Very truly Yours,

For New Light Apparels Limited



Manisha Goswami

Company Secretary

Encl.:

1. Notice to the 26th Annual General Meeting
2. Instructions for remote e-voting.



NEW LIGHT APPARELS LIMITED
CIN: L74899DL1995PLC064005

Regd. Office: GC-29, Basement, Shivaji Enclave, Raja Garden,
New Delhi-110027

Tel.: (91)-11-45613885

Email Id: newlightapparels@gmail.com; Website: www.newlightapparels.com

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 26TH ANNUAL GENERAL MEETING OF THE MEMBERS OF NEW LIGHT APPARELS LIMITED WILL BE HELD ON WEDNESDAY, 29TH SEPTEMBER, 2021 AT 02:00 P.M. AT ITS REGISTERED OFFICE AT GC-29, BASEMENT, SHIVAJI ENCLAVE, RAJA GARDEN, NEW DELHI-110027 TO TRANSACT THE FOLLOWING BUSINESSES:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Report of the Board of Directors and Auditors thereon.
2. To Re-appoint **Mrs. Meetu Makkad (DIN: 01689785)** as Director who retire by rotation and being eligible offers herself for re-appointment.
3. To fix the Remuneration of M/s Rajan Malik & Co., Chartered Accountants as Statutory Auditors.

SPECIAL BUSINESSES:

4. To Re-appoint Mr. Sunil Grover (DIN: 07440521) as an Independent Director of the Company for a second term of five consecutive years with effect from September 30, 2021

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

“RESOLVED THAT pursuant to provisions of Sections 149(10), 150 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 ('Act') read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Mr. Sunil Grover (DIN: 07440521)**, Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the Company, not liable to retire by rotation for a second term of five consecutive years commencing from September 30, 2021 till September 29, 2026;

RESOLVED FURTHER THAT any of the Director or Key Managerial Personnel of the company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give full effect to the foregoing resolution.”



26TH ANNUAL REPORT

5. To Re-appoint Mrs. Rishita Sethi (DIN: 07440683) as an Independent Director of the Company for a second term of five consecutive years with effect from September 30, 2021

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

“RESOLVED THAT pursuant to provisions of Sections 149(10), 150 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 (‘Act’) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and the Board of Directors **Mrs. Rishita Sethi (DIN:07440683)**, Independent Director of the Company who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the Company, not liable to retire by rotation for a second term of five consecutive years commencing from September 30, 2021 till September 29, 2026.

RESOLVED FURTHER THAT any of the Director or Key Managerial Personnel of the company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give full effect to the foregoing resolution.”

6. To Re-appoint Mrs. Sudesh Katyal (DIN: 07440878) as an Independent Director of the Company for a second term of five consecutive years with effect from September 30, 2021

To consider and if thought fit, to pass with or without modification, the following resolution as an **Special Resolution**;

“RESOLVED THAT pursuant to provisions of Sections 149(10), 150 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 (‘Act’) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and the Board of Directors **Mrs. Sudesh Katyal (DIN: 07440878)**, Independent Director of the Company who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the Company, not liable to retire by rotation for a second term of five consecutive years commencing from September 30, 2021 till September 29, 2026.

RESOLVED FURTHER THAT any of the Director or Key Managerial Personnel of the company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give full effect to the foregoing resolution.”

**By order of the Board of Directors
For New Light Apparels Limited
Sd/-
Sandeep Makkad
(Managing Director)
DIN: 01112423**

**Date: 04/09/2021
Place: New Delhi**

NOTES

1. A member entitled to attend and vote at the annual general meeting is entitled to appoint a proxy /proxies to attend and vote on a poll instead of himself/herself and such proxy need not be a member. The instrument of proxy in order to be effective should be duly completed, stamped (if applicable) and signed and must be deposited at the registered office of the company not less than 48 hours before the commencement of the annual general meeting.
2. A person can act as a proxy for only fifty members and holding in aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of total share capital of the company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other member. A proxy form is appended with attendance slip.
3. A member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, during the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, provided that not less than 3 days of notice in writing is to be given to the Company.
4. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
5. As required by Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the relevant details of appointment/re-appointment are as follows:
 - (i) **Mrs. Meetu Makkad (DIN: 01689785)**, Whole Time Director, whose period of office will expire on 29.09.2021 is seeking for re-appointment under aforesaid Item No. 2 of ordinary business;
 - (ii) **Mr. Sunil Grover (DIN: 07440521)**, Independent Director, whose period of office will expire on 29.09.2021 is seeking for re-appointment under aforesaid Item No. 4 of special business;
 - (iii) **Mrs. Rishita Sethi (DIN: 07440683)**, Independent Director, whose period of office will expire on 29.09.2021 is seeking for re-appointment under aforesaid Item No. 5 of special business and
 - (iv) **Mrs. Sudesh Katyal (DIN: 07440878)**, Independent Director, whose period of office will expire on 29.09.2021 is seeking for re-appointment under aforesaid Item No. 6 of special business;
4. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of special business under Item No. 4, 5 and 6 of the Notice, is annexed hereto.
5. At the 24th AGM held on September 28, 2019 the members approved the appointment of M/S Rajan Malik & Co., Chartered Accountants, (Firm Registration No. 019859N) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of 24th AGM till the conclusion of the 29th AGM, subject to ratification of their appointment by Members at every AGM, if so required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by members at every AGM has been done



26TH ANNUAL REPORT

away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the 26th AGM.

6. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the relevant Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
7. Members having any question on Financial Statements or on any Agenda item proposed in the notice of AGM are requested to send their queries at least seven days prior at the date of AGM of the company at its registered office address to enable the company to collect the relevant Information.
8. Pursuant to Section 91 of the Companies Act, 2013 and regulation 42 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 23rd, 2021 to Wednesday, September 29th, 2021 (both days inclusive).
9. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on Tuesday, September 23rd, 2021 (the “cut off date”) only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the company as on the cut off date.
10. Members holding shares in physical form are requested to immediately notify change in their address, if any, 10 days before the date of AGM to the Registrar and Transfer Agent of the Company, viz., Beetal Financial & Computer Services Private Limited, quoting their Folio Number(s).
11. Members are requested to bring the Annual Report for their reference at the meeting. Admission Slip duly filled in shall be handed over at the entrance to the meeting hall, and duly signed in accordance with their specimen signature(s) registered with the Company/Registrar and Share Transfer Agent (RTA).
12. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so that the information is made available by the management at the day of the meeting.
13. Pursuant to the amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 dated 08th June, 2018 with respect to mandatory dematerialization for transfer of securities, members are being hereby informed that transfer of physical securities will not be effected w.e.f. 05.12.2018. So you are requested to dematerialize your shares.
14. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant provisions of the Companies (Management and Administration) Rules, 2014, the copy of Annual Report, Notice of the 26th Annual General Meeting, notice of E-Voting, Attendance Slip and proxy form etc. are being sent to the members whose Email Ids are registered with the Company/Depository Participants (DP)/ Registrar and Transfer Agent (RTA) for communication purposes.
15. Members who have not registered their email addresses so far are requested to register their e- mail addresses for receiving all communications including Annual Report, Notices, Circular, etc. From the Company in electronic mode.
16. In accordance with the “Green Initiative” the Company has been sending Annual Report/Notice of AGM in electronic mode to those Shareholders whose email ids are registered with the Company and/or the Depository



Participants. Directors are thankful to the Shareholders for actively participating in the Green Initiative.

17. Pursuant to the prohibition imposed vide Secretarial Standard on General Meetings (SS-2) issued by the ICSI and the MCA circular, no gifts/coupons shall be distributed at the Meeting.
18. Members may also note that the Notice of the 26th AGM and the Annual Report for financial year 2020-21 will also be available on the Company's website at <http://www.newlightapparels.com/> for their download. The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. For any communications, the shareholders may also send requests to the company's designated email id: newlightapparels@gmail.com.
19. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Share Transfer Agents, for consolidation into single folio.
20. In terms of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their respective Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agents.
21. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and related rules there under will be available for inspection by the members of the Company at the Registered Office of the company on all working days (Monday to Saturday) between 11 A.M. and 2 P.M. up to the date of AGM and will also be available for inspection at the venue of the AGM.
22. The complete particulars of the venue of the Meeting including route map and prominent land mark for easy location are enclosed herewith. The route map of the Venue of the Meeting is also hosted along with the Notice on the website of the Company i.e. www.newlightapparels.com

23. Voting through electronic means

- I. **Mr. Parveen Kumar Rastogi, Practicing Company Secretary (COP No. 2883)**, has consented to act as Scrutinizer and appointed as Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

II. The instructions for shareholders voting electronically are as under:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.



2. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.newlightapparels.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE ASUNDER:-

The remote e-voting period begins on 25th September, 2021 at 02:00 P.M. and ends on 28th September, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23/09/2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2021.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode
In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. 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. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.

<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
---	---

Important note: Members who are unable to retrieve User ID/ Password are advised to use 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. NSDL and CDSL.

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at 022- 23058738 or 022-23058542-43</p>



B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**



6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rastogifcs3@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “**Forgot User Details/Password?**” or “**Physical User Reset Password?**” option available on www.evoting.nsdl.com to reset the password.



3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 newlightapparelslimited@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to newlightapparelslimited@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

- III. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 23rd September, 2021.
- IV. The Scrutinizer shall within a period not exceeding 2 (three) working days from the conclusion of the e-voting period unblock the votes in the presence of at least 2(two) witnesses not in the employment of the company and make a Scrutinizer's Report of the votes in favour or against, if any, forthwith to the Chairperson of the Company.
- V. The results shall be declared on or after the AGM of the Company.
- VI. The results declared along with the Scrutinizer's report shall be placed on the Company's website and on the website of CDSL within Two(2) working days of passing of the resolutions at the AGM of the Company and also communicated to the Bombay Stock Exchange (BSE).



26TH ANNUAL REPORT

- VII.** The route map for venue of Annual General Meeting is also annexed.
- VIII.** The entire annual report is also available on the company's website www.newlightapparels.com.

**By order of the Board of Directors
For New Light Apparels Limited**

**Sd/-
Sandeep Makkad
(Managing Director)
DIN: 01112423**

**Place: New Delhi
Date: 04.09.2021**

ANNEXURE

Details of Whole Time Director Seeking Re-Appointment at the Forthcoming Annual General Meeting as required under Regulation 36(3) Of SEBI (LODR) Regulations, 2015

Name of the Director	Mrs. Meetu Makkad (Whole time Director)
DIN	01689785
Date of Birth	02/01/1971
Date of Appointment on the Board of the Company	30/10/2006
Brief Resume and Experience/ Expertise	<p>Mrs. Meetu Makkad graduated in B.Com from Delhi University, joined the family run business in 1995. She is very hardworking & dedicated towards her duty of designing & innovations.</p> <p>Because of her devotion to work and interest in learn latest technology, she has become a dependable reference source for her peers.</p>
Disclosure of relationships between Directors inter-se	Mrs. Meetu Makkad is W/o Mr. Sandeep Makkad (MD) and Daughter-in-Law of Mr. Gurucharan Lal Makkad (WTD)
Directorship held in other Companies	Nil
Chairman/Member of the Committee(s) of the Board of Directors of the Company and other listed entities	Nil
Number of Equity Shares held in the Company	13300



Details of Independent Director Seeking Re-Appointment at the Forthcoming Annual General Meeting as required under Regulation 36(3) Of SEBI (LODR) Regulations, 2015

Name of the Director	Mr. Sunil Grover (Independent Director)
DIN	07440521
Date of Birth	17/03/1958
Date of Appointment on the Board of the Company	26/02/2016
Brief Resume and Experience/ Expertise	<p>Mr. Sunil Grover Graduate from Delhi University is a very hard working and experienced personality in Sales and Marketing for more than 30 years now.</p> <p>His skills have been used for increasing the product range and better understanding of the Local market.</p>
Disclosure of relationships between Directors inter-se	Mr. Sunil Grover, an Independent Director, is related with none of the directors of the company.
Directorship held in other Companies	Nil
Chairman/Member of the Committee(s) of the Board of Directors of the Company and other listed entities	<p>Audit Committee- Chairman</p> <p>Nomination & Remuneration Committee- Chairman</p> <p>Stakeholder Relationship Committee- Chairman</p>
Number of Equity Shares held in the Company	Nil



Details of Independent Director Seeking Re-Appointment at the Forthcoming Annual General Meeting as required under Regulation 36(3) Of SEBI (LODR) Regulations, 2015

Name of the Director	Mrs. Rishita Sethi (Independent Director)
DIN	07440683
Date of Birth	19/05/1975
Date of Appointment on the Board of the Company	26/02/2016
Brief Resume and Experience/ Expertise	<p>Mrs. Rishita Sethi Graduate from Delhi University is known for her administrative skills and better management.</p> <p>She is the main force behind the better work culture and ease of handling the issues for a smooth running of the company.</p>
Disclosure of relationships between Directors inter-se	Mrs. Rishita Sethi, an Independent Director, is related with none of the directors of the company.
Directorship held in other Companies	Nil
Chairman/Member of the Committee(s) of the Board of Directors of the Company and other listed entities	<p>Audit Committee- Member</p> <p>Nomination & Remuneration Committee- Member</p> <p>Stakeholder Relationship Committee- Member</p>
Number of equity Shares held in the Company	Nil



Details of Independent Director Seeking Re-Appointment at the Forthcoming Annual General Meeting as required under Regulation 36(3) Of SEBI (LODR) Regulations, 2015

Name of the Director	Mrs. Sudesh Katyal (Independent Director)
DIN	07440878
Date of Birth	28/02/1942
Date of Appointment on the Board of the Company	26/02/2016
Brief Resume and Experience/ Expertise	Mrs. Sudesh Katyal Graduate from Punjab University is known for her experience in administration and is a motivation for the Sales staff .
Disclosure of relationships between Directors inter-se	Mrs. Sudesh Katyal , an Independent Director, is related with none of the directors of the company.
Directorship held in other Companies	Nil
Chairman/Member of the Committee(s) of the Board of Directors of the Company and other listed entities	Audit Committee- Member Nomination & Remuneration Committee- Member Stakeholder Relationship Committee- Member
Number of Equity Shares held in the Company	Nil

**By order of the Board of Directors
For New Light Apparels Limited**

Sd/-
Sandeep Makkad
(Managing Director)
DIN: 01112423

Place: New Delhi
Date: 04.09.2021

**EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESSES PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 4**

Mr. Sunil Grover (DIN: 07440521) was appointed as an Independent Director of the Company for a term of 5 years i.e. w.e.f. 30th September, 2016 to 29th September 2021 in the Annual General meeting as per the provisions of 149(10), 150 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013. His term of office will expire on 29th September, 2021. Therefore, the Board of Directors of the Company at the Annual General Meeting to be held on 29th September, 2021 and upon the recommendation of the Nomination and Remuneration Committee and subject to the approval of members, recommend the re-appointment of Mr. Sunil Grover (DIN: 07440521) as an Independent Director of the company, for a second term of 5 years w.e.f. 30th September, 2021 to 29th September, 2026.

The Independent Director shall have the right to manage the affairs of the Company independently subject to the superintendence, guidance, control and discretion of the Board of Directors of the Company.

The Independent Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 149 of the Companies Act, 2013 with regard to duties of Directors.

The Independent Director shall adhere to the Company's Code of Conduct for Directors and Senior Management Personnel.

Therefore, The Board of Directors recommends the Special Resolution as mentioned in Item No. 4 for the approval of the shareholders in the ensuing Annual General Meeting.

Pursuant to Section 102 of the Companies Act, 2013, the Board of Directors of the Company do hereby confirm that none of the Directors/KMP or their relatives except Mr. Sunil Grover is interested in the abovesaid resolution.

ITEM NO. 5

Mrs. Rishita Sethi (DIN: 07440683) was appointed as an Independent Director of the Company for a term of 5 years i.e. w.e.f. 30th September, 2016 to 29th September 2021 in the Annual General meeting as per the provisions of 149(10), 150 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013. Her term of office will expire on 29th September, 2021. Therefore, the Board of Directors of the Company at the Annual General Meeting to be held on 29th September, 2021 and upon the recommendation of the Nomination and Remuneration Committee and subject to the approval of members, recommend the re-appointment of Mrs. Rishita Sethi (DIN: 07440683) as an Independent Director of the company, for a second term of 5 years w.e.f. 30th September, 2021 to 29th September, 2026.

The Independent Director shall have the right to manage the affairs of the Company independently subject to the superintendence, guidance, control and discretion of the Board of Directors of the Company.

The Independent Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 149 of the Companies Act, 2013 with regard to duties of Directors.

The Independent Director shall adhere to the Company's Code of Conduct for Directors and Senior Management Personnel.

Therefore, The Board of Directors recommends the Special Resolution as mentioned in Item



26TH ANNUAL REPORT

No. 5 for the approval of the shareholders in the ensuing Annual General Meeting.

Pursuant to Section 102 of the Companies Act, 2013, The Board of Directors of the Company do hereby confirm that none of the Directors/KMP or their relatives except Mrs. Rishita Sethi is interested in the abovesaid resolution.

ITEM NO. 6

Mrs. Sudesh Katyal (DIN: 07440878) was appointed as an Independent Director of the Company for a term of 5 years i.e. w.e.f. 30th September, 2016 to 29th September 2021 in the Annual General meeting as per the provisions of 149(10), 150 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013. His term of office will expire on 29th September, 2021. Therefore, the Board of Directors of the Company at the Annual General Meeting to be held on 29th September, 2021 and upon the recommendation of the Nomination and Remuneration Committee and subject to the approval of members, recommend the re-appointment of Mrs. Sudesh Katyal (DIN: 07440878) as Independent Director of the company, for a second term of 5 years w.e.f. 30th September, 2021 to 29th September, 2026.

The Independent Director shall have the right to manage the affairs of the Company independently subject to the superintendence, guidance, control and discretion of the Board of Directors of the Company.

The Independent Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 149 of the Companies Act, 2013 with regard to duties of Directors.

The Independent Director shall adhere to the Company's Code of Conduct for Directors and Senior Management Personnel.

The Board of Directors recommended Special Resolution as mentioned in Item No. 6 for the approval of the shareholders in the ensuing Annual General Meeting.

Pursuant to Section 102 of the Companies Act, 2013, The Board of Directors of the Company do hereby confirm that none of the Directors/KMP or their relatives except Mrs. Sudesh Katyal is interested in the abovesaid resolution.

**By order of the Board of Directors
For New Light Apparels Limited**

**Sd/-
Sandeep Makkad
(Managing Director)
DIN: 01112423**

**Place: New Delhi
Date: 04.09.2021**



FORM MGT-11

PROXY FORM

[Pursuant to Section 105(6) of Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

26th ANNUAL GENERAL MEETING, WEDNESDAY, SEPTEMBER 29, 2021

Name of the member(s)	:
Registered Address	:
E-mail id	:
Folio/DP ID-Client ID	:

I/We being the member(s) ofshares of the above named Company, hereby appoint:

- 1. Name: Address:
E-mail ID: Signatureor failing him/her.
- 2. Name: Address:
E-mail ID: Signatureor failing him/her.
- 3. Name: Address:
E-mail ID: Signature:..... or failing him/her.
- 4. Name: Address:
E-mail ID: Signature:..... or failing him/her.

As my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company to be held on Wednesday, 29th September, 2021 at 02:00 P.M. at registered office of the company at GC-29, Basement, Shivaji Enclave, Raja Garden, New Delhi-110027 or at any adjournment thereof in respect of such resolutions as are indicated below:



S. No.	Resolution	For	Against
A. Ordinary Business			
Ordinary Resolution			
1.	To receive, consider and adopt the Audited Financial Statements as at 31st March, 2021 together with the reports of the Board of Directors and the Auditors thereon.		
2.	To Re-appoint Mrs. Meetu Makkad (DIN: 01689785) as Director, who retire by rotation and being eligible offer herself for re-appointment.		
3.	To fix the remuneration of M/s Rajan Malik & Co, Chartered Accountants as Statutory Auditors.		
B. Special Business			
Special Resolution			
4.	Re-appointment of Mr. Sunil Grover (DIN: 07440521) as an Independent Director of the Company for a term of five consecutive years with effect from September 30, 2021		
Special Resolution			
5.	Re-appointment of Mrs. Rishita Sethi (DIN: 07440683) as an Independent Director of the Company for a term of five consecutive years with effect from September 30, 2021		
Special Resolution			
6.	Re-appointment of Mrs. Meetu Makkad (DIN: 01689785) as a Whole Time Director of the Company for a term of five consecutive years with effect from April 01, 2020		

Signed thisday2021

.....

Signature of shareholder

.....

Signature of proxy

Affix
Revenue
Stamp of
Rs. 1/-

Note:

1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference. If you leave the for or against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

**ATTENDANCE SLIP****26TH ANNUAL GENERAL MEETING, WEDNESDAY, SEPTEMBER 29TH, 2021**

I/we certify that I am member/proxy/authorized representative for the member of the Company.

I/we hereby confirm and record my/our presence at the **26th Annual General Meeting** of **NEW LIGHT APPARELS LIMITED** to be held on **Wednesday, September 29th, 2021** at **02:00 P.M.** at the Registered Office of the Company at GC-29, Basement, Shivaji Enclave, Raja Garden, New Delhi- 110027.

Folio No.:	DP ID*:	Client ID*:
Full name and address of the Shareholder/Proxy Holder(in block letters)		
Joint Holder 1		
Joint Holder 2		
No. of Shares Held		

Signature of Shareholder/Proxy

Note: Shareholders attending the Meeting in person or by proxy are requested to complete the attendance slip and hand over at the entrance of the premise.

*Applicable for shareholders holding shares in electronic form.

Route Map

