



LINAKS MICROELECTRONICS LTD.

Regd.Off: 12.6 km Barabanki Road,
Chinhat, Lucknow-227105.

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CIN: L32101UP1986PLC007841

September 29, 2023

The Listing Manager,
Listing Compliance,
BSE,
Mumbai 400 001

Re : Uploading of the AGM 2022-23 minutes

Sir,

We are uploading herewith the PDF copy of the Minutes of the AGM of 2022-23 held on September 29, 2023 at 11:30 AM at the Registered Office of the Company.

For Linaks Microelectronics Limited

A handwritten signature in blue ink, appearing to read 'J R Singh', is written over a horizontal line.

J R Singh
Director
DIN 0835669

Minutes of the 38th Annual General Meeting of M/s Linaks Microelectronics Ltd. commenced at 11.30 a.m. and concluded at 12.30 p.m. held at the Registered Office of the Company at 12.6 k.m., Barabanki Road, Chinhath, Lucknow on Friday the 29th September, 2023.

PRESENT

1. Sri Anil Kumar Singh - Managing Director/Member
2. Smt. Meena Singh - Director/Member
3. Sri JR Singh - Director

Thirty-four members were present in person – none by proxy.

Sri J.R. Singh, Chairman of the Company, occupied the Chair.

The quorum being present, the Chairman called the meeting to order.

Ms. Priya Gupta, Company Secretary and Compliance Officer, read the notice convening the meeting.

The Register of Members, Directors' Shareholdings and other requisite registers as required to be maintained pursuant to the provisions of the Companies Act, 2013 and the rules made there under were kept open and accessible to the members during the continuance of the meeting.

As requested by the Auditors, they were granted an exemption from attending the meeting. With the consent of the members present in the meeting, the audited annual accounts of the Company for the year ended 31.3.2023, along with the Auditors' and the Directors' Reports were taken as read. The Chairman then invited the comments on the aforesaid annual accounts of the Company, but no comments were offered.

E-Voting and Poll Results

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and the revised Clause 35B of the Listing Agreement, the Company had provided an E-voting facility to all Members holding shares of the Company as on the cut-off date i.e. 22nd September 2023 to enable them to cast their votes in respect of the resolutions contained in the Notice of the Meeting.

The Company made arrangements with the National Securities Depository Limited (NSDL), who provided the portal for e-voting – the remote e-voting period opened for 3 (three) days, i.e. from 9.00 a.m. on 26th September 2023 to 5.00 p.m. on 28th September 2023. The Company has appointed Ms. Divya Matah, Practicing Company Secretary, Lucknow, as Scrutinizer for carrying out E-voting in a fair and transparent manner.

In the AGM held on Friday, the 29th of September, 2023, the Chairman proposed to facilitate those members present at the AGM who had not cast their vote earlier by remote E-voting and instead preferred to vote by Poll in respect of items of business as set out in the notice of the Meeting. However, the Company had also appointed Ms. Divya Matah, Practicing Company Secretary, Lucknow as Scrutinizer for conducting the Poll by way of Ballot Papers.

The Chairman hereby declare the results of voting on 29th of September, 2023 on the basis of the combined report of voting (i.e. Remote E-voting) dated 29.09.2023 submitted by Ms. Divya Matah, Scrutinizer, as well as Poll at AGM. The results of the voting are as follows:

Item No: 1,

To receive, consider and adopt the Audited Balance Sheet as of 31st March 2023, the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon. (Ordinary Resolution)

Proposed by: Mr Anil Kumar Singh

Seconded by: Mrs. Meena Singh

The ordinary resolution set out at item no. 1 of the notice pertaining to the adoption of annual accounts along with annexure, proposed and seconded by the aforementioned shareholders and taken up for consideration with the consent of the Members present:

“RESOLVED THAT the audited Balance Sheet, Statement of Profit & Loss and Cash Flow Statement along with the notes forming part of the audited financial statements for the financial year ended 31st March 2023 along with the Auditors’ Report and the Directors’ Report thereon for the financial year ended 31st March 2023, be and are hereby received, considered and adopted.”

ORDINARY BUSINESS:					
Particulars	Number of Votes Contained in			TOTAL	Percentage
	Remote E votes	Poll through physical Ballots at AGM	Voting at AGM		
Assent	400	0	7138037	7138437	100
Dissent	0	0	0	0	0
Invalid	0	0	0	0	0
Total	400	0	7138037	7138437	100

The Chairman declared that the Ordinary Resolution passed with the requisite majority.

Item No. 2:

To appoint a director in place of Mrs. Meena Singh (DIN 002775239), who retires by rotation and is eligible, offers herself for re-appointment. (Ordinary Resolution)

Proposed by: Mr Anil Kumar Singh

Seconded by: Mr Siddharth Singh

The ordinary resolution set out at item no. 2 of the notice pertaining to the appointment of **Mrs. Meena Singh (DIN 002775239)**, who retires by rotation and being eligible, offers herself for re-appointment, proposed and seconded by the aforementioned shareholders and taken up for consideration with the consent of the Members present.

“RESOLVED THAT Mrs Meena Singh (DIN 002775239), who retires by rotation under Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as ‘the Act’) and the Rules made thereunder read with the Articles of Association of the Company, at the conclusion of 38th Annual General Meeting of the members of the Company, and being eligible, has offered herself for re-appointment, be and is hereby re-appointed as a Director on the Board of the Company, whose period of office shall be liable to retire by rotation.”

Particulars	Number of Votes Contained in			TOTAL	Percentage
	Remote E votes	Poll through physical Ballots at AGM	Voting at AGM		
Assent	0	0	7138037	7138037	99.99
Dissent	400	0	0	400	0.01
Invalid	0	0	0	0	0
Total	400	0	7138037	7138437	100
The Chairman declared that the Ordinary Resolution passed with the requisite majority.					

Item No. 3:

To ratify the appointment of M/s S.R. Gupta and Co. (Firm Registration No. 001939C), Chartered Accountants, Kanpur, as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 42nd Annual General Meeting and to authorise Board of Directors of the Company to fix their remuneration in consultation with them.
(Ordinary Resolution)

Proposed by: Mr Anil Kumar Singh
Seconded by: Mrs. Meena Singh

The ordinary resolution is set at item no. 3 of the notice pertaining to appointing Auditors and fixing their remuneration, proposed and seconded by the aforementioned shareholders and taken up for consideration with the consent of the Members present.

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the members of the company do hereby ratify the appointment of M/s S.R. Gupta & Co. (Firm Registration No. 001939C), Chartered Accountants, Kanpur, as the Statutory Auditors of the Company for remaining term, from the conclusion of 38th Annual general meeting of the Company till the conclusion of 39th Annual general meeting of the Company, on such remuneration plus Goods and Service Tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the said Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

Particulars	Number of Votes Contained in			TOTAL	Percentage
	Remote E votes	Poll through physical Ballots at AGM	Voting at AGM		
Assent	0	0	7138037	7138037	99.99
Dissent	400	0	0	400	0.01
Invalid	0	0	0	0	0
Total	400	0	7138037	7138437	700
The Chairman declared that the Ordinary Resolution passed with the requisite majority.					

There being no other business, the meeting ended at 12:30 p.m. with a Vote of Thanks to the Chair.



Place: LUCKNOW
Date: 29.09.2023

(Jai Ram Singh)
Chairman