



Date: September 24, 2020.

To, <b>The Secretary, BSE Limited,</b> P.J. Towers, Dalal Street, Mumbai- 400 001 Scrip Code: 539542	To, <b>The Secretary, National Stock Exchange of India Ltd.,</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandera (E), Mumbai – 400 051 Symbol: LUXIND
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Dear Sirs,

**Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Sub: Summary of Proceedings of 25<sup>th</sup> Annual General Meeting of the Company held on September 24, 2020 and Scrutinizer's Report.**

In compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith summary of proceedings of 25<sup>th</sup> Annual General Meeting of the Company held on September 24, 2020 and Consolidated Scrutinizer Report dated 24<sup>th</sup> September, 2020 submitted by MR & Associates, Practising Company Secretaries, Kolkata pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

You are requested to take the same on your records.

Thanking you.

Yours faithfully,  
For Lux Industries Limited

*Smita Mishra*

Smita Mishra  
(Company Secretary & Compliance Officer)  
M. No. ACS 26489  
Encl: As above.

## LUX INDUSTRIES LTD



**SUMMARY OF PROCEEDINGS OF 25<sup>TH</sup> ANNUAL GENERAL MEETING OF LUX INDUSTRIES LIMITED CONVENED ON THURSDAY, 24<sup>TH</sup> SEPTEMBER, 2020 AT 11:00 A.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS (OAVM)**

The 25<sup>th</sup> Annual General Meeting (AGM) of the Company was held on 24<sup>th</sup> September, 2020 at 11:00 a.m. through Video Conferencing/Other Audio Visual Means(OAVM) at 11:00 a.m. IST.

Mr. Ashok Kumar Todi, Chairman of the Company, chaired the proceedings of the Meeting. He informed that the AGM was conducted through VC / OA VM facility in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and affirmed that all feasible efforts had been taken by the Company under the current circumstances to enable members to participate through Video Conference and vote at the AGM.

The required quorum being present, Mrs. Smita Mishra (ACS26489), Company Secretary & Compliance Officer of the Company welcomed the members attending the AGM and as advised by the Chairman the Company Secretary introduced with the Directors and KMPs attended the AGM from various locations. All the Directors (except Mrs. Rusha Mitra, Independent Director of the Company she was unable to join the meeting due to some medical emergency) and KMPs were present at the AGM, including the Chairpersons of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. The Company Secretary confirmed the presence of Statutory Auditor, Secretarial Auditor and Scrutinizer for the remote e-voting and e-voting during the AGM.

As the requisite quorum was present the meeting was called to be order by the Chairman.

Thereafter Mr. Ashok Kumar Todi, Chairman of the Company delivered his speech, welcomed the shareholders and expressed his sincere gratitude to all the shareholders for their continued support and trust. Chairman highlighted the impact of novel corona virus on the Company and Operational and Financial Performance of the Company during Financial Year 2019-20.

Thereafter the Company Secretary provided general instructions to the Members regarding participation in the Meeting and informed that pursuant to the provisions of the Companies Act, 2013, the rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to the members to cast their vote through remote e-voting which commenced from Sunday, 20<sup>th</sup> September, 2020 (9.00 a.m. IST) and ended on Wednesday, 23<sup>rd</sup> September, 2020 (5.00 p.m. 1ST). E-voting facility is available at the AGM and as mentioned in the Notice of AGM, at the end of

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discussion on the resolution on which the voting is to be held, e-voting can be done by the Members at the e-voting platform of the KFin, for all those Members who are participating at the AGM but have not cast their votes by availing the remote e-voting facility. Thereafter, the resolutions were tabled at the AGM by the Company Secretary.

The following agenda items of the Notice of 25<sup>th</sup> AGM were read for the information of the members:

#### **Ordinary Business**

1. To consider and adopt
  - (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of Board of Directors and the Auditors thereon, and;
  - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Auditors thereon. (Ordinary resolution)
2. To declare Dividend on Equity Shares, for the financial year ended 31st March, 2020. (Ordinary resolution)
3. To appoint Mrs. Prabha Devi (DIN 00246219), who retires by rotation and being eligible, offers herself for re-appointment as a Director. (Ordinary resolution)

The Company Secretary then invited the members who have registered themselves as Speakers to express their views, suggestion, queries or clarifications, if any on the resolutions. The Chairman responded to all the queries raised by the members.

The President Marketing & Strategy responded to the queries raised by Members and provided clarifications wherever required.

The Chairman informed that the results would be declared after considering the e-voting at the AGM and the remote e-voting which has already been done. The results would be submitted to the Stock Exchanges within 48 hours of the conclusion of the AGM and would be placed on the website of the Company.

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The AGM was concluded with a vote of thanks to the Chair. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their votes.  
The meeting concluded at 12.01 p.m.

Post the conclusion of voting at the venue, the consolidated scrutinizer's report was received.

All the resolutions have been passed with requisite majority.

This is for your information and records.  
Thanking you.

Yours faithfully,  
For Lux Industries Limited

*Smita Mishra*  
Smita Mishra  
(Company Secretary & Compliance Officer)  
M. No. ACS 26489

## LUX INDUSTRIES LTD

**CONSOLIDATED SCRUTINIZER'S REPORT**

(Voting through Remote e-voting, and e-voting through Insta Poll at the Annual General Meeting)

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

To,

The Chairman of the Twenty Fifth Annual General Meeting (AGM) of the Members of Lux Industries Limited (CIN: L17309WB1995PLC073053), held on Thursday, 24th day of September, 2020 at 11.00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of Lux Industries Limited (the Company) for the purpose of Scrutinizing the process of voting through Remote e-voting and e-voting through Insta Poll at the Annual General Meeting under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and e-voting through Insta Poll at the Annual General Meeting for the resolutions proposed in the Notice of 25th Annual General Meeting of the Members of the Company dated August 17, 2020 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Annual General Meeting ("the Meeting" / "AGM") through VC / OAVM. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and e-voting through Insta Poll at the Annual General Meeting is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 25th AGM of the Company, based on the report provided by KFin Technologies Private Limited (KFinTech), the agency engaged by the Company to provide e-voting facility for voting through electronic means.

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3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open for 4 (four) days from Sunday, September 20, 2020 (9.00 a.m.) till Wednesday, September 23, 2020 (5.00 p.m.) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by KFin Technologies Private Limited (KFintech).
4. The Members holding equity shares as on the "cut-off date" i.e. September 17, 2020 were entitled to vote on the resolutions proposed in the Notice calling the 25th Annual General Meeting.
5. At the end of the remote e-voting period on Wednesday, September 23, 2020 (5.00 p.m.), the voting portal of the service provider was blocked forthwith for the purpose of remote e-voting.
6. After transacting the business at the meeting, the Chairman ordered for e-voting through Insta Poll at the AGM for those Members who could not cast their vote through remote e-voting under the supervision of Scrutinizer.
7. After the conclusion of e-voting through Insta Poll at the AGM on the 24<sup>th</sup> day of September, 2020, the votes cast were unblocked in the presence of two witness who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014.
8. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of KFin Technologies Private Limited (KFintech) i.e. <https://evoting.karvy.com> and based on such reports,

80 Members have cast their votes through remote e-voting;

22 Members have cast their votes through Insta Poll at the AGM.

The brief analysis of the results of the voting through Remote e-voting and e-voting through Insta Poll at the Annual General Meeting are as under:

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**Item No. 1 - Ordinary Resolution :**

Adoption of –

- The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, and the Report of the Directors and Auditors thereon, and;
- The Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2020, and the Report of the Auditors thereon.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Instapoll		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	75	19912100	22	234909	97	20147009	99.9986
Dissent	3	277	0	0	3	277	0.0014
Total	78	19912377	22	234909	100	20147286	100.00
Abstain / Invalid	2	1105	0	0	--	--	--

**Item No. 2 - Ordinary Resolution :**

Declaration of final Dividend of Rs. 2.50 per Equity Shares, for the financial year ended 31st March, 2020.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Instapoll		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	75	19912100	22	234909	97	20147009	99.9986
Dissent	3	277	0	0	3	277	0.0014
Total	78	19912377	22	234909	100	20147286	100.00
Abstain / Invalid	2	1105	0	0	--	--	--

**Item No. 3 - Ordinary Resolution :**

Appointment of a Director in place of Mrs. Prabha Devi Todi (DIN 00246219), who retires by rotation and being eligible, seeks re-appointment.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Instapoll		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	70	16282669	22	234909	92	16517578	99.9975
Dissent	5	414	0	0	5	414	0.0025
Total	75	16283083	22	234909	97	16517992	100.00
Abstain / Invalid	5	3630399	0	0	--	--	--

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9. Based on the foregoing, the resolution no.(s) 1 to 3 shall be deemed to have been passed with the requisite majority.
10. All the relevant records / electronic data relating to the e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Thanking You,  
For MR & Associates  
Company Secretaries

*Mohan Ram*

Mohan Ram Goenka  
Partner  
C.P. No: 2551  
UDIN No. F004515B000763086

Date : 24<sup>th</sup> September' 2020  
Place : Kolkata



For Lux Industries Limited  
*Smita Mishra*  
Company Secretary  
Countersigned by:

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