

<b>BSE Limited</b> Listing & Compliance Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001	<b>National Stock Exchange of India Limited</b> Listing & Compliance Department Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051
<b>Security Code : 517206</b>	<b>Symbol: LUMAXIND</b>

**Subject: Submission of Notice of Postal Ballot dated June 27, 2024**

**Ref: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Dear Sir/Ma'am,

In Compliance of Regulation 30 read with Schedule III of the Listing Regulations and in continuation to earlier intimation dated June 27, 2024, we are enclosing herewith the Notice of Postal Ballot dated June 27, 2024 along with Explanatory Statement, seeking consent/approval of the Members for the Resolution as mentioned in the said Notice, by means of Postal Ballot through remote electronic voting (“E-voting”).

The Notice of Postal Ballot has been sent today i.e., Tuesday, July 02, 2024, by email only to the Shareholders whose names appear in the Register of Members/List of Beneficial Owners as on **Friday, June 28, 2024** i.e., **cut-off date** and who have registered their e-mail addresses with the Company/Registrar and Transfer Agent of the Company/Depositories as on the cut-off date.

The Company has engaged the services of KFin Technologies Limited (“KFIN”) to provide the E-voting facility to all its members. The E-voting shall remain open from **Thursday, July 04, 2024 at 09:00 A.M. (IST)** and end on **Friday, August 02, 2024 at 05:00 P.M. (IST)**. The results of the Postal Ballot will be declared on or before 05:00 P.M. (IST) on Tuesday, August 06, 2024.

The Postal Ballot Notice along with Explanatory Statement is also being made available on the website of the Company at [www.lumaxworld.in/lumaxindustries](http://www.lumaxworld.in/lumaxindustries) and KFIN at <https://evoting.kfintech.com>.

You are requested to take the above information on your records.

Thanking you,  
Yours faithfully

For **LUMAX INDUSTRIES LIMITED**

**RAAJESH KUMAR GUPTA**  
**EXECUTIVE DIRECTOR AND COMPANY SECRETARY**  
**M.NO. A-8709**

**Encl.: As stated above**



**LUMAX INDUSTRIES LIMITED**

CIN: L74899DL1981PLC012804

Registered Office: 2<sup>nd</sup> Floor, Harbans Bhawan-II,  
Commercial Complex, Nangal Raya, New Delhi-110046  
Phone: 011 49857832, Email: [lumaxshare@lumaxmail.com](mailto:lumaxshare@lumaxmail.com),  
Website: [www.lumaxworld.in/lumaxindustries](http://www.lumaxworld.in/lumaxindustries)

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**NOTICE OF POSTAL BALLOT**

**[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]**

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Section 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 ("the **Act**"), read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the **Rules**"), General Circular No. 09/2023 dated 25<sup>th</sup> September 2023 and other relevant Circulars issued by the Ministry of Corporate Affairs ("**MCA**") from time to time ("**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**"), and other applicable laws and regulations, if any, the Company is seeking consent / approval of the Member(s) of the Company for the below appended resolution by means of postal Ballot through electronic means i.e. through remote e-voting system ("**E-voting**").

In compliance with the MCA Circulars, this Postal Ballot Notice ("**Notice**") is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent/Depositories viz. National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") and the communication of assent/ dissent of the Members will only take place through E-voting. Hard copy of Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot and Members are required to accord their assent or dissent through the E-voting only. If your e-mail address is not registered with the Company/Registrar and Share Transfer Agent/Depositories, please follow the process provided in the notes mentioned herein below to receive this Notice, login ID and password for e-voting.

An explanatory statement pursuant to Section 102 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Notice.

Pursuant to Rule 22(5) of the Rules, the Board of Directors (the "**Board**") of the Company have, vide a resolution passed through circulation on June 27, 2024, appointed Mr. Maneesh Gupta, Practicing Company Secretary (FCS 4982), to act as the Scrutinizer (the

“Scrutinizer”), for conducting the Postal Ballot through E-voting process in a fair and transparent manner. The Scrutinizer’s decision on the validity of the Postal Ballot shall be final.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is pleased to provide e-voting facility to all its members to cast their votes electronically. The Company has engaged the services of KFin Technologies Limited (“KFIN”) to provide E-voting facility to its members. The Members are requested to carefully read the instructions indicated in this notice. The e-voting period shall commence on **Thursday, July 04, 2024 at 9:00 A.M. (IST)** and end on **Friday, August 02, 2024 at 5:00 P.M. (IST)**. The e-voting module shall be disabled by KFIN for voting thereafter. Upon completion of the scrutiny of the votes cast through e-voting, the Scrutinizer will submit his report to the Chairman of the Company or to any other person, as may be authorized by him.

The result of the Postal Ballot will be announced on or before **5:00 P.M. (IST) on Tuesday, August 06, 2024**. The said results will be displayed on the notice board at the Registered Office of the Company and will also be intimated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed. Additionally, the results will also be uploaded on the Company’s website, i.e. [www.lumaxworld.in/lumaxindustries](http://www.lumaxworld.in/lumaxindustries) and also on the website of KFIN i.e. <https://evoting.kfintech.com>.

You are requested to peruse the proposed resolution along with the Explanatory Statement and thereafter accord your assent or dissent by means of E-voting facility as provided by the Company.

### **PROPOSED RESOLUTION**

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

#### **Item No. 1 Approval for appointment of Mr. Tomohiro Kondo (DIN: 10637013) as a Non - Executive Director.**

“**Resolved that** pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 (“Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Articles of Association of the Company, pursuant to the recommendation and approval of the Nomination and Remuneration Committee and Board of Directors of the Company, consent of the members be and is hereby accorded for the appointment of Mr. Tomohiro Kondo (DIN: 10637013), who was appointed as an Additional Director of the Company by the Board of Directors with effect from May 25, 2024 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, whose period of office shall be liable to determination by retirement of directors by rotation.

**Resolved further that** for the purpose of giving effect to this Resolution, the Board of Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised on behalf of the Company to take all

necessary steps in this regard in order to facilitate the legal and / or procedural formalities including filing of necessary forms/returns in respect of the said appointment and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary for such purpose and with powers on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company.”

**By Order of the Board of Directors  
For Lumax Industries Limited**

**Date:** June 27, 2024

**Place:** Gurugram

**Registered Office:**

2<sup>nd</sup> Floor, Harbans Bhawan-II,

Commercial Complex, Nangal Raya, New Delhi- 110046

Website: <https://www.lumaxworld.in/lumaxindustries>

Email id: [lumaxshare@lumaxmail.com](mailto:lumaxshare@lumaxmail.com)

CIN: L74899DL1981PLC012804

**Raajesh Kumar Gupta  
Executive Director and  
Company Secretary  
Membership No. ACS 8709**

## **Notes:**

1. An Explanatory Statement pursuant to Section 102(1) and other applicable provisions, if any, of the Act setting out all material facts and reasons relating to the proposed resolution is annexed hereto and forms part of this Notice.
2. The Notice is being sent to the members of the Company only through electronic mode whose names appear in the Register of Members/List of Beneficial Owners and who have registered their e-mail addresses with the Company /Registrar and Share Transfer Agent of the Company/Depositories as on **Friday, June 28, 2024** ("the **cut-off date**"). The notice is also available on the website of the Company [www.lumaxworld.in/lumaxindustries](http://www.lumaxworld.in/lumaxindustries), KFin Technologies Limited at <https://evoting.kfintech.com> and on the website of BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com).
3. If your e-mail address is not registered with the Company/Registrar and Share Transfer Agent of the Company/Depositories, please follow the following procedure for registration of email address and for receipt of login ID and password for e-voting:
  - a) Members holding shares in physical mode are requested to register / update their e-mail address by writing to the Registrar & Share Transfer Agent (RTA), Kfin Technologies Limited at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
  - b) Members holding shares in dematerialised mode are requested to register / update their email addresses with their respective Depository Participant.

After successful registration of the e-mail address, a copy of this Notice along with the e-voting user ID and password will be sent to the registered e-mail address, upon request received from the member. In case of any queries, Members may write to [lumaxshare@lumaxmail.com](mailto:lumaxshare@lumaxmail.com).
4. Pursuant to the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of Listing Regulations and the MCA Circulars, the Company is providing facility of E-voting to all Members in respect of the business to be transacted through Postal Ballot. The Company has engaged the services of KFIN to provide E-voting facility to Members. Instructions for E-voting are provided herein below at point no. 17.
5. Voting rights of the Members for E-Voting shall be reckoned based on the proportion of the Equity shares held by them in the Paid-up Equity Share Capital of the Company as on the close of the business hours on cut-off date.
6. During the E-voting period, Members can login to <https://evoting.kfintech.com> any number of times till they have not voted on the resolution. Once the vote on the resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
7. The E-voting period shall commence on **Thursday, July 04, 2024 at 9:00 A.M. (IST)** and end on **Friday, August 02, 2024 at 5:00 P.M. (IST)**. During this period, Members of the Company, holding shares either in physical or dematerialised form, as on the cut-off date, may cast their vote electronically. The

E-voting module shall be disabled by KFIN thereafter. A person who is not a shareholder on the cut-off date should treat this notice for information purpose only.

8. The details of voting by E-voting shall be under safe custody of the scrutinizer till the Chairman or any other person authorized by the Chairman consider, approve and sign the results of the voting.
9. The Scrutinizer will, after the conclusion of voting through e-voting, unlock the votes cast through E-voting in the presence of at least two witnesses not in the employment of the Company and make a scrutinizer's report of the total votes cast in favour or against, if any. The Scrutinizer shall submit his report to the Chairman of the Company or in his absence, to the person authorised by him in writing, who shall countersign the same and declare the results of the voting forthwith. The results of the Postal ballot would be announced by the Chairman or any other Director / authorized person of the Company on or before Tuesday, August 06, 2024 and shall be displayed on the notice board of the Company at its Registered office besides being communicated to Stock Exchanges. The results will also be displayed on the website of the Company at [www.lumaxworld.in/lumaxindustries](http://www.lumaxworld.in/lumaxindustries) and on the website of the E-Voting agency at <https://evoting.kfintech.com> for the information of the member(s) and on the website of BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com).
10. Relevant documents referred to in this Notice and the Explanatory Statement will be available for inspection by the Members in the Electronic mode up to the date of declaration of results of Postal Ballot from 10:00 a.m. (IST) to 5:00 p.m. (IST) on all working days. Members seeking to inspect such documents can send an email to [lumaxshare@lumaxmail.com](mailto:lumaxshare@lumaxmail.com).
11. A Member cannot exercise his vote by proxy on postal ballot.
12. 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 Depository Participants. Shareholders are requested to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
13. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ RTA.
14. As required by Rule 20 and Rule 22 of the Rules read with the MCA Circulars and the Listing Regulations, the details pertaining to this Notice will be published in one English national daily newspaper circulating throughout India (in English language) and one Hindi daily newspaper circulating in New Delhi (in vernacular language, i.e. Hindi).
15. Members may download the Notice from the Company's website at [www.lumaxworld.in/lumaxindustries](http://www.lumaxworld.in/lumaxindustries) or from RTA/E-Voting agency's website at <https://evoting.kfintech.com>. A Copy of the Notice is also available on the website of BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com).

16. Resolution passed by the Members through e-voting shall be deemed to have been passed as if it has been passed at a General Meeting of the Members. The Resolution, once passed by requisite majority, will be deemed to be passed on the last date of E-voting i.e., Friday, August 02, 2024.





**17. Voting Through Electronic Means (E-Voting):**

**The 'Step by Step' procedure, Instructions and other information for casting your vote electronically through e-voting are as under:**

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Rules, as amended from time to time, Regulation 44 of the Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFIN, on the resolution set forth in this Notice. The instructions for e-Voting are given herein below.
- ii. Pursuant to SEBI circular referred above, the e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of members participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iv. Any person holding shares in physical form as on the cut-off date, may obtain the login ID and password by sending a request at [evoting@Kfintech.com](mailto:evoting@Kfintech.com). However, if he / she is already registered with KFIN for E-Voting then he /she can use his / her existing User ID and password for casting the vote.
- v. In case of Individual Shareholders, holding securities in demat mode, as on the cut-off date may follow steps mentioned below under "Login method for remote e-Voting" (Step 1).
- vi. In case of Individual Shareholders, holding securities in physical mode, as on the cut-off date may follow steps mentioned below under "Login method for remote e-Voting" (Step 2).
- vii. The details of the process and manner for remote e-Voting are explained herein below:
  - Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.
  - Step 2: Access to KFIN e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

**Details on Step 1 are mentioned below:**

**I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.**

Type of shareholders	Login Method
<p><a href="#">Individual Shareholders holding securities in demat mode with NSDL</a></p>	<p><b>1. Existing Internet-based Demat Account Statement ('IDeAS') facility Users:</b></p> <ol style="list-style-type: none"> <li>I. Visit the e-services of NSDL <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a personal computer website or on a mobile.</li> <li>II. On the e-services home page click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section. Thereafter enter the existing user ID and password.</li> <li>III. After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on 'Access to e-voting' under e-voting services, after which the e-voting page will be displayed.</li> <li>IV. Click on company name i.e. 'Lumax Industries Limited' or KFIN.</li> <li>V. Members will be re-directed to KFIN's website for casting their vote during the remote e-voting period.</li> </ol> <p><b>2. Those not registered under IDeAS:</b></p> <ol style="list-style-type: none"> <li>I. Visit <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> for registering.</li> <li>II. Select 'Register Online Ideas for IDeAS Portal' or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>III. Visit the e-voting website of NSDL <a href="https://www.evoting.nsd.com">https://www.evoting.nsd.com</a>.</li> <li>IV. 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.</li> <li>V. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.</li> <li>VI. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.</li> <li>VII. Click on Company name i.e., 'Lumax Industries Limited or KFIN after which the Member will be redirected to KFIN website for casting their vote during the remote e-voting period.</li> <li>VIII. Members can also download the NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>



<p><a href="#">Individual Shareholders holding securities in demat mode with CDSL</a></p>	<p><b>1. Existing user who have opted for Easi / Easiest</b></p> <ol style="list-style-type: none"> <li>I. Visit URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>II. Click on New System Myeasi</li> <li>III. Login with your registered user id and password.</li> <li>IV. The user will see the e-Voting Menu. The Menu will have links of KFIN E-voting portal.</li> <li>V. Click on e-Voting service provider name to cast your vote.</li> </ol> <p><b>2. User not registered for Easi/Easiest</b></p> <ol style="list-style-type: none"> <li>I. Option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>II. Proceed with completing the required fields.</li> <li>III. Follow the steps given in point 1.</li> </ol> <p><b>3. Alternatively, by directly accessing the e-Voting website of CDSL</b></p> <ol style="list-style-type: none"> <li>I. Visit URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>II. Provide your demat Account Number and PAN No.</li> <li>III. System will authenticate user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account.</li> <li>IV. After successful authentication, user will be provided links for the respective ESP, i.e., <b>KFIN</b> where the E-voting is in progress.</li> </ol>
<p><a href="#">Individual Shareholder login through their demat accounts / Website of Depository Participant</a></p>	<ol style="list-style-type: none"> <li>I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</li> <li>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</li> <li>III. Click on options available against company name or e-Voting service provider – <b>KFIN</b> and you will be redirected to e-Voting website of <b>KFIN</b> for casting your vote during the remote e-Voting period without any further authentication.</li> </ol>

*Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.*

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
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: <b>1800 1020 990</b> and <b>1800 22 44 30</b>
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at <b>022-23058738</b> or <b>022-23058542-43</b>

**Details on Step 2 are mentioned below:**

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

(A) Members whose email IDs are registered with the Company/ Depository Participants will receive an email from KFIN which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com>
- ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN: xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFIN for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'LUMAX INDUSTRIES LIMITED - Postal Ballot' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

- ix. Voting must be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
  - x. You may then cast your vote by selecting an appropriate option and click on "Submit".
  - xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution.
  - xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to cast its vote through E-voting, together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email ID [guptamaneeshcs@gmail.com](mailto:guptamaneeshcs@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Even No."
- (B) Members whose email IDs are not registered with the Company/Depository Participants and consequently the Postal Ballot Notice and e-voting instructions cannot be serviced, will have to follow the following process:
- i. Members who have not registered their email address and in consequence the Postal Ballot Notice and e-voting instructions cannot be serviced, may send an e-mail request at the email id [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Postal Ballot Notice and the e-voting instructions. In case of any queries, member may write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
  - ii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

## **EXPLANATORY STATEMENT**

**(Pursuant to the Provisions of Section 102 (1) of the Companies Act, 2013)**

### **Item No. 1**

The Board of Directors upon recommendation of the Nomination and Remuneration Committee passed the resolution for appointment of Mr. Tomohiro Kondo (DIN: 10637013) as an Additional Director (Non-Executive and Non-Independent) with effect from May 25, 2024. Accordingly, he shall hold office up to the date of next Annual General Meeting or within a time period of three months from the date of his appointment, whichever is earlier. Therefore Mr. Tomohiro Kondo shall hold office upto the declaration of results of this Postal Ballot and is to be appointed as a Director in this Meeting.

Mr. Tomohiro Kondo is a University Graduate. He has rich experience in the automotive industry and is associated with the Stanley Group since May 2009. Considering his vast experience in the automotive industry, approval of the Members of the Company is being sought for appointment of Mr. Tomohiro Kondo (DIN: 10637013) as a Director (Non-Executive and Non-Independent) of the Company.

Mr. Tomohiro Kondo has granted the consent for his appointment as Director of the Company. Mr. Tomohiro Kondo is not disqualified from being appointed as a Director in terms of Section 164 of the Act. He is not debarred from holding the office of a Director by virtue of any order of the Securities and Exchange Board of India or any other such authority.

Pursuant to Regulation 36 of the Listing Regulations and SS-2 issued by ICSI, information about the Director seeking appointment/re-appointment and fixation of remuneration is annexed as **Annexure I**.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives, except Mr. Tadayoshi Aoki and Mr. Yoshitsugu Matsushita, being Nominee Directors of Stanley Electric Co. Limited, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 1.

Your Directors recommend the resolution set forth in Item No. 1 for approval of the members as an Ordinary Resolution.

**By Order of the Board of Directors  
For Lumax Industries Limited**

**Raajesh Kumar Gupta  
Executive Director and  
Company Secretary  
Membership No. ACS 8709**

**Date:** June 27, 2024

**Place:** Gurugram

**Registered Office:**

2<sup>nd</sup> Floor, Harbans Bhawan-II,

Commercial Complex, Nangal Raya, New Delhi- 110046

Website: <https://www.lumaxworld.in/lumaxindustries>

Email id: [lumaxshare@lumaxmail.com](mailto:lumaxshare@lumaxmail.com)

CIN: L74899DL1981PLC012804

**ANNEXURE 1****PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD 2 ISSUED BY ICSI, INFORMATION ABOUT THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AND FIXATION OF REMUNERATION IS FURNISHED BELOW:**

<b>Names of Director</b>	<b>Mr. Tomohiro Kondo</b>
<b>DIN</b>	10637013
<b>Date of Birth</b>	12-08-1965
<b>Details of Shareholding</b>	NIL
<b>Brief Resume / Qualifications / Nature of Expertise/Skills and capabilities</b>	Mr. Tomohiro Kondo is a University Graduate. He has rich experience in the automotive industry and is associated with the Stanley Group since May 2009.
<b>Relationship with Directors Inter-se</b>	Related to Mr. Tadayoshi Aoki and Mr. Yoshitsugu Matsushita as Nominee Directors of Stanley Electric Co., Limited.
<b>Name of Listed Companies in which Directorship held other than Lumax Industries Limited</b>	None
<b>Name of listed entities from which the Director has resigned in the past three years</b>	None
<b>Chairmanship/Membership in Committees of Other Public Companies</b>	None
<b>The number of Meetings of the Board attended during the year</b>	1 (One) Board Meeting has held after the date of his appointment wherein Mr. Tomohiro Kondo could not attend and accordingly the Leave of Absence was granted to him.
<b>Date of first appointment on the Board</b>	25.05.2024
<b>Terms and conditions of appointment/ Reappointment</b>	As set out in the resolution at Item no. 1 of this Notice.

<b>Remuneration proposed to be paid</b>	Not Applicable
<b>Last drawn Remuneration (in Rs. Lakhs)</b>	NIL

Notes:

1. The Directorships and Chairmanships/Memberships of Private Companies and Section 8 Companies are not included in above table.