



September 27, 2017

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

Sub: Minutes of the 22nd Annual General Meeting.

Kindly find enclose herewith the copy of the Minutes of the 22nd Annual General Meeting of the Company held on Thursday, the 21st September, 2017.

This is for your information and record.

Thanking You

Yours faithfully,
for LUX INDUSTRIES LIMITED

Smita Mishra

***Smita Mishra
(Company Secretary & Compliance Officer)
M.No:A26489
Enclosed: as above***

LUX INDUSTRIES LTD

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MINUTES OF THE TWENTY SECOND ANNUAL GENERAL MEETING OF THE SHAREHOLDERS M/S LUX INDUSTRIES LIMITED HELD ON THURSDAY, THE 21ST DAY OF SEPTEMBER, 2017 AT INDIA POWER CONVERGENCE CENTRE (FORMERLY DPSC AUDITORIUM, PLOT NO. X-1, 2 & 3, BLOCK- EP, SECTOR-V, SALT LAKE CITY, KOLKATA - 700 091 AT 11:00 A.M.

PRESENCE AT THE MEETING

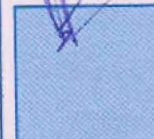
DIRECTORS	
Sri Ashok Kumar Todi	Chairman
Sri Pradip Kumar Todi	Managing director
Sri Nandanandan Mishra	Director (Non- Executive Independent) Chairman of Audit Committee
Sri Kamal Kishore Agrawal	Director (Non- Executive Independent)
Sri Prodyat Chaudhuri	Statutory Auditor representing as Partner of Sanjay Modi & Co
Mrs. Smita Mishra	Company Secretary & Compliance Officer
OTHERS PRESENT	
Mr. Ajay Kumar Patodia	Chief Financial Officer
Mr. Mohan Ram Goenka	Practising Company Secretary, Scrutnizer of the Company.

497 (Four Hundred Ninety Seven) Members in person representing 6,87,234 Equity Shares and 113 (One Hundred Thirteen members through Proxies representing 99,94,171 Equity Shares of the Company were present at the meeting

Mrs. Smita Mishra, Company Secretary & Compliance Officer welcomed the gathering and requested Mr. Ashok Kumar Todi, Chairman of the Company to take the Chair.

Mr. Ashok Kumar Todi welcomed the shareholders and expressed his sincere gratitude to all the shareholders for their continued support and trust.

CHAIRMAN'S
INITIALS



QUORUM

The Chairman informed that the requisite quorum was present and declared the Meeting to order. The requisite quorum was present till the close of the meeting.

BUSINESS OF THE MEETING

The notice dated 25th May, 2017 convening the 22nd Annual General Meeting together with explanatory statement annexed thereto and Annual report for the financial year 2016-17 was taken as read with the consent of members present.

The Chairman informed that in terms of section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) rules 2014 and such other applicable provisions, the Company had extended the e-voting facility to the members of the Company from 16th September 2017 (9.00A.M) till 20th September 2017 (5.00.P.M) in respect of Ordinary and Special Resolutions to be transacted at the Meeting. She drew attention of the members to the fact that at the end of discussion on the resolutions on which voting is to be held, members and proxies, who were present at the meeting but did not cast their votes by availing the remote e-voting facility, could exercise their vote by use of Ballot Paper, which were distributed to the members and proxies present at the meeting. She further stated that after discussion on the agenda items as set out in the Notice of 22nd Annual General Meeting the scrutinizer would conduct the Ballot Paper voting process and consequently, normal practice of voting of show of hands was not applicable.

M/s MR & Associates, Practising Company Secretary, was appointed as scrutinizer for conducting remote e-voting and voting by ballot process in a fair and transparent manner. She further informed shareholders that those who had already casted their vote electronically, to refrain from casting vote again at the meeting. Ballot box used for the ballot process were locked/sealed under the supervision of the scrutinizer in the presence of shareholders.

The secretary thereafter proceeded with the Agenda as per Notice of 22nd Annual General Meeting which had five business items i.e. four ordinary business relating to adoption of financial statements for March, 2017, declaration of dividend, reappointment of Mrs. Prabha Devi Todi as director and appointment of Statutory auditors, and one special business relating to Reappointment of Sri Ashok Kumar Todi as Whole Time Director for a period of five years.

The secretary requested the members present to express their views and ask questions, if any on the resolutions placed before the meeting.

The members present then raised certain queries and sought clarification on matters relating to business transacted at meeting, which were duly replied by the Chairman to the satisfaction of members.

The following 5(five) resolutions were then proposed and seconded:-

CHAIRMAN'S
INITIALS



ORDINARY BUSINESS

Item No. 1 — Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of Board of Directors and the Auditors.

Proposed by: Mr. Krishnendu Das (DPID/Client ID/Folio LUX950067)
Seconded by: Mr. S.N. Pal (DPID/Client ID/Folio LUX950003)

Item No. 2 — Ordinary Resolution

Declaration of preference dividend of Rs. 0.25 per share and final dividend of Re 1.40 per share (face value of Rs. 2 each) on Equity Shares, for the financial year ended 31st March, 2017.

Proposed by: Mr. Shyam Sundar Lohia DPID/Client ID/Folio LUX003168)
Seconded by: Mr. Feroz Tandon (DPID/Client ID/Folio 1204320000000561)

Item No. 3 — Ordinary Resolution

Appointment of Director in place of Smt. Prabha Devi Todi (DIN 00246219), who retires by rotation and being eligible offers herself for re-appointment.

Proposed by: Mr. Biswanath Das (DPID/Client ID/Folio IN30085310001929)
Seconded by: Mr. S.N. Pal (DPID/Client ID/Folio LUX950003)

Item No. 4 — Ordinary Resolution

Appointment of M/s S.K. Agrawal & Co. , Chartered Accountants, as Statutory Auditor of the Company, to hold office for a term of five consecutive years from the conclusion of ensuing AGM (FY 2017-18) till the conclusion of the Twenty-Seventh AGM (FY 2021-22) of the Company, subject to ratification by the members every year, at such remuneration as shall be fixed by the Board of Directors of the Company.

“RESOLVED THAT pursuant to the provisions of Sections 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 reenactment(s) thereof, for the time being in force), M/s S.K. Agrawal & Co., Chartered Accountants (Registration No. 306033E) be and hereby appointed as Statutory Auditor of the Company to hold office for a term of five consecutive years from the conclusion of the ensuing AGM (FY 2017-18) till the conclusion of the Twenty-Seventh AGM (FY 2021-22) of the Company, subject to ratification by members every year, at such remuneration as shall be fixed by the Board of Directors of the Company.”

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Proposed by: Mr. S.N. Pal (DPID/Client ID/Folio LUX950003)

Seconded by: Mr. Krishnendu Das (DPID/Client ID/Folio LUX950067)

SPECIAL BUSINESSItem no.5**Re-appointment of Shri. Ashok Kumar Todi (DIN 00053599) as a Whole Time Director.****As a Special Resolution**

“RESOLVED THAT in accordance with the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Shri Ashok Kumar Todi (DIN: 00053599) as Whole Time Director of the Company, for a period of 5 years from the expiry of his present term of office, that is with effect from September 30 2017, on the terms and conditions including remuneration as set out in the statement annexed to the notice convening the Annual General Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Shri Ashok Kumar Todi, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.”

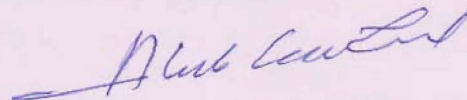
“RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Mr. Krishnendu Das (DPID/Client ID/Folio LUX950067)

Seconded by: Mr. S.N. Pal (DPID/Client ID/Folio LUX950003)

The Company Secretary gave vote of thanks to the Chairman.

The meeting concluded at 11.53 a.m.



CHAIRMAN

Place : Kolkata

Date of entry in minute book: 27/9/2017

Date of signing: 26/9/2017

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ADDENDUM TO THE MINUTES OF THE 22ND ANNUAL GENERAL MEETING OF THE SHAREHOLDERS M/S LUX INDUSTRIES LIMITED HELD ON TUESDAY, THE 21ST DAY OF SEPTEMBER, 2017 AT INDIA POWER CONVERGENCE CENTRE (FORMERLY DPSC AUDITORIUM, PLOT NO. X-1, 2 & 3, BLOCK- EP, SECTOR-V, SALT LAKE CITY, KOLKATA - 700 091 AT 11:00 A.M.

Mr. Mohan Ram Goenka of M/s MR & Associates had carried out the scrutinizing of all the electronic votes as well as votes received by ballot. Their report was submitted to the company.

The combined result of voting as per scrutinizer report dated 22nd September, 2017 is as under:-

Item No. 1 — Ordinary Resolution

Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of Board of Directors and the Auditors.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
		(1)	(2)		(4)	(5)		(7)
Promoter and	E-Voting	18615000	18615000	100.0000	18615000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
Promoter Group	Total	18615000	18615000	100.0000	18615000	0	100.0000	0.0000
Public-Institutions	E-Voting	502057	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		502057	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	6135943	2030217	33.0873	2030217	0	100.0000	0.0000
	Poll		112	0.0018	112	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6135943	2030329	33.0891	2030329	0	100.0000
Total		25253000	20645329	81.7540	20645329	0	100.0000	0.0000

CHAIRMAN'S
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Item No. 2 — Ordinary Resolution

Declaration of preference dividend of `0.25/- per share (face value of `100 per share) and final dividend of ` 1.40/- per share (face value of ` 2 each) for the financial year ended 31st March, 2017.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	18615000	18615000	100.0000	18615000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	18615000	18615000	100.0000	18615000	0	100.0000	0.0000
Public- Institutions	E-Voting	502057	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	502057	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6135943	2030217	33.0873	2030217	0	100.0000	0.0000
	Poll		112	0.0018	112	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6135943	2030329	33.0891	2030329	0	100.0000	0.0000
Total		25253000	20645329	81.7540	20645329	0	100.0000	0.0000

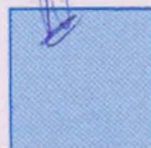
CHAIRMAN'S
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Item No. 3 — Ordinary Resolution

Appointment of Smt. Prabha Devi Todi (DIN: 00246219) , who retires by rotation and being eligible, offers herself for re-appointment as a Director.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	18615000	18615000					
	Poll		0	100.0000	18615000	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	18615000	0	100.0000	18615000	0	100.0000	0.0000
Public-Institutions	E-Voting	502057	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	502057	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	6135943	2030217	33.0873	2030217	0	100.0000	0.0000
	Poll		112	0.0018	112	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6135943	2030329	33.0891	2030329	0	100.0000	0.0000
Total		25253000	2064532	81.7540	20645329	0	100.0000	0.0000

CHAIRMAN'S
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Item No. 4 — Ordinary Resolution

Appointment of M/s S.K. Agrawal & Co. , Chartered Accountants, as Statutory Auditor of the Company, to hold office for a term of five consecutive years from the conclusion of ensuing AGM (FY 2017-18) till the conclusion of the Twenty-Seventh AGM (FY 2021-22) of the Company, subject to ratification by the members every year, at such remuneration as shall be fixed by the Board of Directors of the Company.

“RESOLVED THAT pursuant to the provisions of Sections 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 reenactment(s) thereof, for the time being in force), M/s S.K. Agrawal & Co., Chartered Accountants (Registration No. 306033E) be and hereby appointed as Statutory Auditor of the Company to hold office for a term of five consecutive years from the conclusion of the ensuing AGM (FY 2017-18) till the conclusion of the Twenty-Seventh AGM (FY 2021-22) of the Company, subject to ratification by members every year, at such remuneration as shall be fixed by the Board of Directors of the Company.”

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	18615000	18615000	100.0000	18615000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	18615000	18615000	100.0000	18615000	0	100.0000	0.0000
Public-Institutions	E-Voting	502057	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	502057	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	6135943	2030217	33.0873	2030217	0	100.0000	0.0000
	Poll		112	0.0018	111	1	99.1071	0.8929
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6135943	2030329	33.0891	2030328	1	100.0000	0.0000
Total		25253000	20645329	81.7540	20645328	1	99.9999	0.0001

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Item no.5- Special Resolution**Re-appointment of Shri. Ashok Kumar Todi (DIN 00053599) as a Whole Time Director.**

“RESOLVED THAT in accordance with the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Shri Ashok Kumar Todi (DIN: 00053599) as Whole Time Director of the Company, for a period of 5 years from the expiry of his present term of office, that is with effect from September 30 2017, on the terms and conditions including remuneration as set out in the statement annexed to the notice convening the Annual General Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Shri Ashok Kumar Todi, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.”

“RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

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Resolution required: (Ordinary/Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Mr. Ashok Kumar Todi is interested in the agenda/ resolution and he abstained from voting.						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of V against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting	18615000	14885000	79.9624	14885000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Promoter Group	Total	18615000	14885000	79.9624	14885000	0	100.0000	0.0000
Public-Institutions	E-Voting	502057	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		502057	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	6135943	2030217	33.0873	2030217	0	100.0000	0.0000
	Poll		109	0.0018	109	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		6135943	2030326	33.0891	2030326	0	100.0000
Total		25253000	16915326	66.9834	16915326	0	100.0000	0.0000

The above resolution was carried with requisite majority.

Ashok Kumar Todi

CHAIRMAN

Place : Kolkata

Date of entry in minute book: 27/9/2017

Date of signing: 26/9/2017

CHAIRMAN'S
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