

Date: 2nd September, 2023

To,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E), Mumbai.
Fax No. 022-26598237/38;66418126

Scrip Symbol: FOCUS

Series: EQ

Sub: Disclosure under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Voting Results along with Consolidated Scrutinizer's Report.

Dear Sir/Madam,

We wish to inform you that the 18th Annual General Meeting of the Company was held on Thursday, 31st August, 2023 at 11C, Laxmi Industrial Estate, New Link Road, Opp. Fun Republic, Cinema, Andheri West, Mumbai – 400058, Maharashtra.

In this regard, please note that Company had appointed M/s. Mayank Arora & Co. Practicing Company Secretaries (Membership No.: F10378 COP. No. 13609) as the Scrutinizer for conducting the remote e-voting and the ballot/poll process at the 18th Annual General Meeting.

The Scrutinizer has submitted the report on 1st September, 2023.

In accordance with the report, the members of the Company have approved all the resolutions as embodied on the 18th AGM Notice dated 9th August, 2023, detailed as follows:

Item No.	Description	Type of Resolution	Votes in favour of the Resolution		Votes against the Resolution	
			Nos.	%	Nos.	%
1.	To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31 st March, 2023 which includes the Statement of Profit & Loss and Cash Flow Statement for the year ended 31 st March, 2023, the Balance Sheet as at that date, the Auditor's Report thereon and the Directors' Report.	Ordinary Resolution	74,51,504	56.92	0	00.00
2.	To appoint a Director in place of Ms. Khushi Amit Sheth (DIN: 09351537), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.	Ordinary Resolution	15,713	0.12	0	00.00



Corporate Office

Focus Lighting & Fixtures Limited
A1007-1010, Corporate Avenue
Sonawala Road, Goregaon East
Mumbai 400063. India

Work

Survey No.396/24, Plot no.71/72,
New Ahmedabad Industrial estate,
NH8A, Behind Zydus research centre,
Moraiya, Dist.Sanand,
Gujarat - 382213. India

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3.	To approve and declare Final Dividend on Equity Shares at the rate of 15% (Fifteen Percent) [i.e., Rs. 1.50/- (One Rupee Fifty Paise Only) per Equity Share of face value of Rs. 10/- (Rupees Ten Only)] for the Financial Year ended 31 st March, 2023.	Ordinary Resolution	74,51,504	56.92	0	00.00
4.	To consider and approve for Sub-division of the equity shares of the company.	Ordinary Resolution	74,51,504	56.92	0	00.00
5.	To consider and approve Alteration of Memorandum of Association (MOA).	Ordinary Resolution	74,51,504	56.92	0	00.00
6.	To increase the limit as permissible under Section 188(1)(f) of the Companies Act, 2013 of Mr. Jigar Bharat Ghelani holding office or place of profit, as Business Development Manager in Plus Light Tech – F.Z.E, Wholly Owned Subsidiary.	Special Resolution	15,713	0.12	0	00.00
7.	To approve the increase in remuneration payable to Mrs. Deepali Sheth, Executive Director of the Company.	Special Resolution	15,713	0.12	0	00.00
8.	To increase the overall Managerial Remuneration of the Directors of the Company.	Special Resolution	15,713	0.12	0	00.00
9.	To discuss, consider and approve the Contracts/ Arrangements/ Transactions and Material Related Party Transactions with Xandos Lighting And Fixtures Private Limited.	Special Resolution	15,550	98.96	163	1.04

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith 18th AGM Voting Results in the format prescribed under the SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015 along with Scrutinizer's Report dated 1st September, 2023.

The said resolutions have been passed with requisite majority on 31st August, 2023.

In this regard, please find attached herewith the following:

1. Voting Results of the Annual General Meeting in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure I**.
2. Consolidated Report of the Scrutinizer dated 1st September, 2023, in compliance with Rule 20 of Companies (Management and Administration) Rules, 2014 as **Annexure II**.



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The Voting Results along with the Consolidated Scrutinizer's Report are also available on the website of the Company at <https://www.focuslightingandfixtures.com/investors/30olodr-financial-year-2023-2024/> and on the website of Central Depository Services (India) Limited i.e. www.cdslindia.com.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For Focus Lighting and Fixtures Limited

Drashti Senjaliya
Company Secretary and Compliance Officer



Encl.: As Above

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Annexure A
Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015.

Date of the AGM	31 st August, 2023
Total number of shareholders on record date/ cut-off date	6,574
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	35
No. of Shareholders attended the meeting through Video Conferencing	Facility not provided
Promoters and Promoter Group:	
Public:	



			Resolution (1)					
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31 st March, 2023 which includes the Statement of Profit & Loss and Cash Flow Statement for the year ended 31 st March, 2023, the Balance Sheet as at that date, the Auditor's Report thereon and the Directors' Report.					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7435791	7435791	100.0000	7435791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7435791	100.0000	7435791	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5656324	14733	0.26	14733	0	100.0000	0.0000
	Poll		980	0.02	980	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15,713	0.28	15713	0	100.0000	0.0000
Total		13092115	74,51,504	56.92	7451504	0	100.0000	0.0000

Whether resolution is passed or not (YES/NO): Yes



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			Resolution (2)					
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To appoint a Director in place of Ms. Khushi Amit Sheth (DIN: 09351537), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7435791	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5656324	14733	0.26	14733	0	100.0000	0.0000
	Poll		980	0.02	980	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15713	0.28	15713	0	100.0000	0.0000
Total		13092115	15713	0.12	15713	0	100.0000	0.0000

Whether resolution is passed or not (YES/NO): Yes


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		Resolution (3)						
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To approve and declare Final Dividend on Equity Shares at the rate of 15% (Fifteen Percent) [i.e., Rs. 1.50/- (One Rupee Fifty Paise Only) per Equity Share of face value of Rs. 10/- (Rupees Ten Only)] for the Financial Year ended 31st March, 2023.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7435791	7435791	100.0000	7435791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7435791	100.0000	7435791	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5656324	14733	0.26	14733	0	100.0000	0.0000
	Poll		980	0.02	980	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15713	0.28	15713	0	100.0000	0.0000
Total		13092115	7451504	56.92	7451504	0	100.0000	0.0000

Whether resolution is passed or not (YES/NO): Yes



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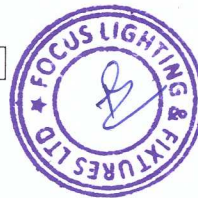
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		Resolution (4)						
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To consider and approve for Sub-division of the equity shares of the company.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7435791	7435791	100.0000	7435791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7435791	100.0000	7435791	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5656324	14733	0.26	14733	0	100.0000	0.0000
	Poll		980	0.02	980	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15713	0.28	15713	0	100.0000	0.0000
Total		13092115	7451504	56.92	7451504	0	100.0000	0.0000

Whether resolution is passed or not (YES/NO): Yes



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		Resolution (5)						
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To consider and approve Alteration of Memorandum of Association (MOA).						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7435791	7435791	100.0000	7435791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7435791	100.0000	7435791	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5656324	14733	0.26	14733	0	100.0000	0.0000
	Poll		980	0.02	980	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15713	0.28	15713	0	100.0000	0.0000
Total		13092115	7451504	56.92	7451504	0	100.0000	0.0000

Whether resolution is passed or not (YES/NO): Yes



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		Resolution (6)						
Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		To increase the limit as permissible under Section 188(1)(f) of the Companies Act, 2013 of Mr. Jigar Bharat Ghelani holding office or place of profit, as Business Development Manager in Plus Light Tech – F.Z.E, Wholly Owned Subsidiary.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7435791	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5656324	14733	0.26	14733	0	100.0000	0.0000
	Poll		980	0.02	980	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15713	0.28	15713	0	100.0000	0.0000
Total		13092115	15713	0.12	15713	0	100.0000	0.0000

Whether resolution is passed or not (YES/NO): Yes



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		Resolution (7)						
Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		To approve the increase in remuneration payable to Mrs. Deepali Sheth, Executive Director of the Company.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7435791	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	100.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5656324	14733	0.26	14733	0	100.0000	0.0000
	Poll		980	0.02	980	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15713	0.28	15713	0	100.0000	0.0000
Total		13092115	15713	0.12	15713	0	100.0000	0.0000

Whether resolution is passed or not (YES/NO): Yes



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		Resolution (8)						
Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		To increase the overall Managerial Remuneration of the Directors of the Company.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7435791	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5656324	14733	0.26	14733	0	100.0000	0.0000
	Poll		980	0.02	980	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15713	0.28	15713	0	100.0000	0.0000
Total		13092115	15713	0.12	15713	0	100.0000	0.0000

Whether resolution is passed or not (YES/NO): Yes



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		Resolution (9)						
Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		To discuss, consider and approve the Contracts/ Arrangements/ Transactions and Material Related Party Transactions with Xandos Lighting And Fixtures Private Limited.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7435791	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5656324	14733	0.26	14570	163	98.89	1.11
	Poll		980	0.02	980	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15713	0.28	15550	163	98.96	1.04
Total		13092115	15713	0.12	15550	163	98.96	1.04

Whether resolution is passed or not (YES/NO): Yes



Corporate Office

Focus Lighting & Fixtures Limited
A1007-1010, Corporate Avenue
Sonawala Road, Goregaon East
Mumbai 400063. India

Work

Survey No.396/24, Plot no.71/72,
New Ahmedabad Industrial estate,
NH8A, Behind Zydus research centre,
Moraiya, Dist. Sanand,
Gujarat - 382213. India

CIN L31500MH2005PLC155278

T +91 22 2686 5671-6 E info@pluslighttech.com
W focuslightingandfixtures.com

MAYANK ARORA & Co.

COMPANY SECRETARIES

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 18th Annual General Meeting of Focus Lighting And Fixtures Limited held on Thursday, 31st day of August, 2023 at 2:00 p.m. (IST) at the 11C, Laxmi Industrial Estate, New Link Road, Opp. Fun Republic Cinema , Andheri (West), Mumbai - 400 058, Maharashtra.

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, Partner of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Focus Lighting and Fixtures Limited ("the Company") for the purpose of scrutinizing the process of Remote e-voting through electronic means ("e-voting") and voting by use of poll at the AGM in a fair and transparent manner on the resolutions contained in the notice dated July 24, 2023 ("Notice"), calling the 18th Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") was convened on Thursday, 31st day of August, 2023 at 2:00 P.M. IST at the 11C, Laxmi Industrial Estate, New Link Road, Opp. Fun Republic Cinema, Andheri (West), Mumbai - 400 058, Maharashtra.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) process of voting by use of poll at the AGM.

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The



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management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for voting process (i.e. remote e-voting and voting at the AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility for e-voting and also the poll conducted through physical ballot forms at the AGM.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, August 18, 2023 were entitled to vote on the resolutions (item nos. 1 to 9 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:-

- i. The remote e-voting period remained open from Monday, 28th August, 2023 (9.00 A.M. IST) to Wednesday, 30th August, 2023 (5.00 P.M. IST)
- ii. The votes cast were unblocked on Thursday, 31st August, 2023 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Prathvika Poojary and Ms. Nishita Gandhi, who are not in the employment of the Company and/or CDSL. They have signed below in confirmation of the same.

Prathvika Poojary

Nishita Gandhi

- iii. Thereafter, the details containing, inter alia; the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of Central Depository Services (India) Limited (CDSL), i.e. <https://www.e-voting.CDSL.com/>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. Voting process at the AGM:-

- i. At the AGM, the chairman after discussion on all the matters included in the said Notice announced that the Members present at the AGM and who have not cast their vote by remote e-voting, rights through poll which was made available at the venue of the AGM.



8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and through ballot paper, based on the reports generated by CDSL, scrutinized on test check basis and relied upon by me as under:-



ORDINARY BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31st March, 2023 which includes the Statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2023, the Balance Sheet as at that date, the Auditor's Report thereon and the Directors' Report.

(I) Voted in favour of the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 74,51,504
Remote E-voting	25	74,50,524	99.99
Poll	01	980	0.01
Total	26	74,51,504	100

(II) Voted against the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7451504
Remote E-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(III) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	--	--
Poll	--	--
Total	--	--

Result: Resolution passed with requisite majority



RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

To appoint a Director in place of Ms. Khushi Amit Sheth (DIN: 09351537), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for reappointment.

(I) Voted in favour of the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 15,713
Remote E-voting	23	14,733	93.76
Poll	1	980	6.24
Total	24	15713	100

(II) Voted against the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 15,713
Remote E-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(III) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 3: (AS AN ORDINARY RESOLUTION)

To approve and declare Final Dividend on Equity Shares at the rate of 15% (Fifteen Percent) [i.e., Rs. 1.50/- (One Rupee Fifty Paise Only) per Equity Share of face value of Rs. 10/- (Rupees Ten Only)] for the Financial Year ended 31st March, 2023.

(I) Voted in favour of the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 74,51,504
Remote E-voting	25	74,50,524	99.99
Poll	01	980	0.01
Total	26	74,51,504	100

(II) Voted against the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 74,51,504
Remote E-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(III) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Result: Resolution passed with requisite majority



SPECIAL BUSINESS:

RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

To consider and approve for Sub-division of the equity shares of the company

(I) Voted in favour of the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 74,51,504
Remote E-voting	25	74,50,524	99.99
Poll	01	980	0.01
Total	26	74,51,504	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 74,51,504
Remote E-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(III) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 5: (AS AN ORDINARY RESOLUTION)

To consider and approve Alteration of Memorandum of Association (MOA).

(I) Voted in favour of the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 74,51,504
Remote E-voting	25	74,50,524	99.99
Poll	01	980	0.01
Total	26	74,51,504	100

(II) Voted against the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 74,51,504
Remote E-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(III) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 6: (AS A SPECIAL RESOLUTION)

To increase the limit as permissible under Section 188(1)(f) of the Companies Act, 2013 of Mr. Jigar Bharat Ghelani holding office or place of profit, as Business Development Manager in Plus Light Tech - F.Z.E, Wholly Owned Subsidiary.

(I) Voted in favour of the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 15,713
Remote E-voting	23	14,733	93.76
Poll	1	980	6.24
Total	24	15,713	100

(II) Voted against the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 15,713
Remote E-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(III) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 7: (AS A SPECIAL RESOLUTION)

To approve the increase remuneration payable to Mrs. Deepali Sheth, Executive Director of the Company.

(I) Voted in favour of the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 15,713
Remote E-voting	23	14,733	93.76
Poll	1	980	6.24
Total	24	15,713	100

(II) Voted against the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 15,713
Remote E-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(III) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 8: (AS A SPECIAL RESOLUTION)

To increase the overall Managerial Remuneration of the Directors of the Company.

(I) Voted in favour of the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 15,713
Remote E-voting	23	14,733	93.76
Poll	1	980	6.24
Total	24	15,713	100

(II) Voted against the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 15,713
Remote E-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(III) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 9: (AS A SPECIAL RESOLUTION)

To discuss, consider and approve the Contracts/ Arrangements/ Transactions and Material Related Party Transactions with Xandos Lighting And Fixtures Private Limited

(I) Voted in favour of the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 15,550
Remote E-voting	22	14,570	92.62
Poll	1	980	6.24
Total	23	15,550	98.96

(II) Voted against the resolution:

Particulars	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 163
Remote E-voting	1	163	1.04
Poll	--	--	--
Total	1	163	1.04

(III) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Result: Resolution passed with requisite majority



9. The electronic data and all other relevant records relating to e-voting and voting conducted at AGM by way of ballot papers are under my safe custody and will be handed over to Mrs. Drashti Senjaliya (Company Secretary and Compliance Officer), for preserving safely after the Chairman considers, approves and signs the minutes of the AGM
10. The consolidated result of the votes cast (by Remote E-Voting and through ballot paper) is provided as Annexure 1 to this report.

Thanking You,
Yours Faithfully,

For Mayank Arora & Co.,
Company Secretaries



Mayank Arora
Partner

Place: Mumbai
Date: 01/09/2023

UDIN: F010378E000915458



For Focus Lighting and Fixtures Limited



Drashti Senjaliya
Company Secretary and Compliance Officer



Annexure - 1

Consolidated result of voting (by remote e-voting and e-voting) for resolution numbers 1 to 9 of the Notice of the 18th Annual General Meeting of "Focus Lighting And Fixtures Limited" held on Thursday, August 31, 2023 at 2:00 P.M (IST):-

Reso lutio n No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	%	Remote E- voting	Poll	Total	%
1.	74,50,524	980	74,51,504	74,50,524	980	74,51,504	100	--	--	--	--
2.	14,733	980	15,713	14,733	980	15,713	100	--	--	--	--
3.	74,50,524	980	74,51,504	74,50,524	980	74,51,504	100	--	--	--	--
4.	74,50,524	980	74,51,504	74,50,524	980	74,51,504	100	--	--	--	--
5.	74,50,524	980	74,51,504	74,50,524	980	74,51,504	100	--	--	--	--
6.	14,733	980	15,713	14,733	980	15,713	100	--	--	--	--
7.	14,733	980	15,713	14,733	980	15,713	100	--	--	--	--
8.	14,733	980	15,713	14,733	980	15,713	100	--	--	--	--
9.	14,733	980	15,713	14,570	980	15,550	98.96	163	--	163	1.04

For Mayank Arora & Co.,
Company Secretaries

Mayank Arora
Partner

Place: Mumbai

Date: 01/09/2023

UDIN: F010378E000915458

For Focus Lighting and Fixtures Limited

Drashti Senjaliya

Company Secretary and Compliance Officer

