

Date: September 24, 2022

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 alongwith Consolidated Scrutinizer's Report.

Dear Sir/Madam,

We wish to inform that the 17th Annual General Meeting of the Company was held on September 24, 2022 at 11C, Laxmi Industrial Estate, New Link Road, Opp. Fun Republic, Cinema, Andheri West, Mumbai – 400058, Maharashtra.

The 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 voting process at the Annual General Meeting. The Scrutinizer has submitted the report on 24th September, 2022.

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 A.**
2. Consolidated Report of the Scrutinizer dated 24th September, 2022, in compliance with Rule 20 of Companies (Management and Administration) Rules, 2014 as **Annexure B.**

The Voting Results along with the Consolidated Scrutinizer's Report are also available on the website of the Company at www.pluslighttech.com.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For Focus Lighting and Fixtures Limited

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Amit Vinod Sheth
Managing Director
DIN: 01468052

Encl.: As Above

Annexure A

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

Date of the AGM	24 th September, 2022
Total number of shareholders on record date/ cut-off date	1106
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	13
No. of Shareholders attended the meeting through Video Conferencing	Facility not provided
Promoters and Promoter Group:	
Public:	

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Focus Lighting & Fixtures Limited
A1007-1010, Corporate Avenue
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Mumbai 400063, India

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

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			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 (both standalone and consolidated) of the Company for the year ended March 31, 2022 which includes the Statement of Profit & Loss and Cash Flow Statement for the year ended March 31, 2022, 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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	7539005	73.67	7539005	0	100.0000	0.0000

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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			Appointment of a Director in place of Mrs. Deepali Amit Sheth (DIN: 01141083), 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	590580	7.94	590580	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		590580	7.9424	590580	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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	693794	6.78	693794	0	100.0000	0.0000

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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 5% (Five Percent) [i.e., Rs. 0.50/- (Fifty Paise Only) per Equity Share of face value of Rs. 10/- (Rupees Ten Only)] for the Financial Year ended 31 st March, 2022.						
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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	7539005	73.67	7539005	0	100.0000	0.0000

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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			Increase in the Authorised Share Capital 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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	7539005	73.67	7539005	0	100.0000	0.0000

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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		Approval for Alteration in Memorandum of Association 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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	7539005	73.67	7539005	0	100.0000	0.0000

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			Resolution (6)					
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			NO					
Description of resolution considered			Approval for Preferential Issuance of Warrants on a Private Placement Basis					
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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	7539005	73.67	7539005	0	100.0000	0.0000

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		Resolution (7)						
Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		NO						
Description of resolution considered		To approve the Appointment of Mr. Sanjay Surajmal Gaggar (DIN:03083767) as an Independent 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	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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	7539005	73.67	7539005	0	100.0000	0.0000

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Resolution (8)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Regularisation of Additional Director, Ms. Khushi Sheth (DIN: 09351537) as Non-Executive Non- Independent 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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	7435791	590580	7.9424	590580	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		590580	7.9424	590580	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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	693794	6.78	693794	0	100.0000	0.0000

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Resolution (9)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			NO					
Description of resolution considered			To re-appoint Mr. Chetan Shah (DIN: 08038633) as an Independent 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	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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	7539005	73.67	7539005	0	100.0000	0.0000

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

CIN L31500MH2005PLC155278

T +91 22 2686 5671-6 E info@pluslighttech.com | info@trix.co.in
W pluslighttech.com | trix.co.in | lumensandbeyond.com

Resolution (10)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			NO					
Description of resolution considered			To re-appoint Mr. Mahesh Rachh (DIN: 00458665) as an Independent 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	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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	7539005	73.67	7539005	0	100.0000	0.0000

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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
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Gujarat - 382213, India

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Resolution (11)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To Approve the Contracts/Arrangements/Transactions for Related Party Transactions with ShethVinod Lighting 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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	103214	1.01	103214	0	100.0000	0.0000

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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,
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W pluslighttech.com | trix.co.in | lumensandbeyond.com

Resolution (12)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To Ratify the Contracts/Arrangements/Transactions for Related Party Transactions with Sheth Vinod Lighting Private Limited for FY 2021-22.					
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	2797509	103214	3.69	103214	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103214	3.69	103214	0	100.0000	0.0000
Total		10233300	103214	1.01	103214	0	100.0000	0.0000

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

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Survey No.396/24, Plot no.71/72,
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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 17th Annual General Meeting of **Focus Lighting And Fixtures Limited** held on Saturday, 24th day of September, 2022 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, 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 September 02, 2022 ("Notice"), calling the 17th Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") was convened on Saturday, 24th day of September, 2022 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 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, September 16, 2022 were entitled to vote on the resolutions (item nos. 1 to 12 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 Wednesday, 21st September, 2022 (9.00 A.M. IST) to Friday, 23rd September, 2022 (5.00 P.M. IST)
- ii. The votes cast were unblocked on Saturday, 24th September, 2022 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Rashi Waghmare and Mr. Karan Solanki, who are not in the employment of the Company and/or CDSL. They have signed below in confirmation of the same.


Rashi Waghmare


Karan Solanki

- 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 shall vote 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 the voting at the AGM, 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 (both standalone and consolidated) of the Company for the year ended March 31, 2022 which includes the Statement of Profit & Loss and Cash Flow Statement for the year ended March 31, 2022, the Balance Sheet as at that date, the Auditor's Report thereon and the Directors' Report.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	24	7539005	100
Voting at AGM	0	0	0
Total	24	7539005	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

To appoint a Director in place of Mrs. Deepali Amit Sheth (DIN: 01141083), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 693794
Remote E-voting	23	693794	100
Voting at AGM	0	0	0
Total	23	693794	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 693794
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	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 5% (Five Percent) [i.e., Rs.0.50/- (Fifty Paise Only) per Equity Share of face value of Rs. 10/-(Rupees Ten Only)] for the Financial Year ended 31st March, 2022.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	24	7539005	100
Voting at AGM	0	0	0
Total	24	7539005	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



SPECIAL BUSINESS:

RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

Increase in the Authorized Share Capital of the Company.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	24	7539005	100
Voting at AGM	0	0	0
Total	24	7539005	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 5: (AS AN ORDINARY RESOLUTION)

Approval for Alteration in Memorandum of Association of the Company.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	24	7539005	100
Voting at AGM	0	0	0
Total	24	7539005	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 6: (AS A SPECIAL RESOLUTION)

Approval for Preferential Issuance of Warrants on a Private Placement Basis.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	24	7539005	100
Voting at AGM	0	0	0
Total	24	7539005	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 7: (AS A SPECIAL RESOLUTION)

To approve the Appointment of Mr. Sanjay Surajmal Gaggar (DIN: 03083767) as an Independent director of the Company.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	24	7539005	100
Voting at AGM	0	0	0
Total	24	7539005	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 8: (AS AN ORDINARY RESOLUTION)

Regularisation of Additional Director, Ms. Khushi Sheth (DIN: 09351537) as Non-Executive Non- Independent Director of the Company.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 693794
Remote E-voting	23	693794	100
Voting at AGM	0	0	0
Total	23	693794	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 693794
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 9: (AS A SPECIAL RESOLUTION)

To re-appoint Mr. Chetan Shah (DIN: 08038633) as an Independent Director of the Company.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	24	7539005	100
Voting at AGM	0	0	0
Total	24	7539005	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 10: (AS A SPECIAL RESOLUTION)

To re-appoint Mr. Mahesh Rachh (DIN: 00458665) as an Independent Director of the Company.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	24	7539005	100
Voting at AGM	0	0	0
Total	24	7539005	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 7539005
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 11: (AS AN ORDINARY RESOLUTION)

To Approve the Contracts/Arrangements/Transactions for Related Party Transactions with Sheth Vinod Lighting Private Limited.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 103214
Remote E-voting	22	103214	100
Voting at AGM	0	0	0
Total	22	103214	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 103214
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority



RESOLUTION NO 12: (AS AN ORDINARY RESOLUTION)

To Ratify the Contracts/Arrangements/Transactions for Related Party Transactions with ShethVinod Lighting Private Limited for FY 2021-22.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 103214
Remote E-voting	22	103214	100
Voting at AGM	0	0	0
Total	22	103214	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e. 103214
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	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 Ms. Drashti Mathur Bhimani (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 by Voting at AGM) is provided as Annexure I to this report.

Thanking You,
Yours Faithfully,

For Mayank Arora & Co.,
Company Secretaries

Mayank Arora

Place: Mumbai
Date: 24/09/2022

UDIN: F010378D001039054



Annexure - 1

Consolidated result of voting (by remote e-voting and e-voting) for resolution numbers 1 to 12 of the Notice of the 17th Annual General Meeting of "Focus Lighting And Fixtures Limited" held on Saturday, September 24, 2022 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	Voting at AGM	Total	Remote E-voting	Voting at AGM	Total	%	Remot e E- voting	Votin g at AGM	Total	%
1.	7539005	0	7539005	7539005	0	7539005	100	0	0	0	0
2.	693794	0	693794	693794	0	693794	100	0	0	0	0
3.	7539005	0	7539005	7539005	0	7539005	100	0	0	0	0
4.	7539005	0	7539005	7539005	0	7539005	100	0	0	0	0
5.	7539005	0	7539005	7539005	0	7539005	100	0	0	0	0
6.	7539005	0	7539005	7539005	0	7539005	100	0	0	0	0
7.	7539005	0	7539005	7539005	0	7539005	100	0	0	0	0
8.	693794	0	693794	693794	0	693794	100	0	0	0	0
9.	7539005	0	7539005	7539005	0	7539005	100	0	0	0	0
10.	7539005	0	7539005	7539005	0	7539005	100	0	0	0	0
11.	103214	0	103214	103214	0	103214	100	0	0	0	0
12.	103214	0	103214	103214	0	103214	100	0	0	0	0

**For Mayank Arora & Co.,
Company Secretaries**

Mayank Arora
Place: Mumbai
Date: 24/09/2022
UDIN: F010378D001039054

