

LIL:REG30:2024-25

Date: September 27, 2024

<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:** Proceedings of the 43<sup>rd</sup> Annual General Meeting held on September 27, 2024 via two-way Video Conferencing (“VC”) or Other Audio-Visual means (“OAVM”).

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

Dear Sir/Ma’am,

With reference to above, this is to inform you that the 43<sup>rd</sup> Annual General Meeting (“AGM”) of the members of Lumax Industries Limited (“the Company”) was held today i.e. **Friday, September 27, 2024 at 03:00 P.M. (IST) via two-ways i.e. Video Conferencing (“VC”) or Other Audio-Visual means (“OAVM”)** in compliance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder read with General Circular Nos. 20/2020 and 09/2023 dated May 05, 2020 and September 25, 2023, respectively and other Circulars issued in this respect by the Ministry of Corporate Affairs (MCA) (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (SEBI) Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (“SEBI Circular”) to transact the business(es) as set out in the notice dated August 20, 2024.

Pursuant to Regulation 30 read with Part A of Schedule III of the Listing Regulations, we are enclosing herewith the proceedings of 43<sup>rd</sup> Annual General Meeting of the Members of the Company.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For **Lumax Industries Limited**

**Raajesh Kumar Gupta**  
**Executive Director & Company Secretary**  
**ICSI Membership No. A-8709**

Encl.: As stated above

**GIST OF THE PROCEEDINGS OF THE 43<sup>rd</sup> ANNUAL GENERAL MEETING (AGM) OF LUMAX INDUSTRIES LIMITED HELD ON SEPTEMBER 27, 2024 AT 03.00 P.M. (IST) THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVM)**

Date of AGM: **September 27, 2024**

Total number of shareholders on Record Date i.e., September 21, 2024: **19771**

No. of Shareholders attended the meeting **through Video Conferencing (VC)/Other Audio-Visual Means (OAVM): 102**

Promoters and Promoter Group Shareholders: **6**

Public Shareholders: **96**

Mr. D.K. Jain, Chairman Emeritus attended the meeting.

**Directors Present:**

- 1. Mr. Deepak Jain: Chairman and Managing Director, Chairman of Risk Management Committee and Corporate Social Responsibility Committee**
- 2. Mr. Anmol Jain: Joint Managing Director**
- 3. Mr. Tadayoshi Aoki: Senior Executive Director**
- 4. Mr. Raajesh Kumar Gupta: Executive Director**
- 5. Mr. Tomohiro Kondo: Non-Executive Director**
- 6. Mr. Tetsuya Hojo: Non-Executive Director**
- 7. Mr. Rajeev Kapoor: Independent Director, Chairman of Audit Committee**
- 8. Mr. Vikrampati Singhania: Independent Director, Chairman of Share Transfer/ Stakeholders Relationship Committee**
- 9. Mrs. Ritika Sethi: Independent Director**
- 10. Mr. Harish Lakshman: Independent Director, Chairman of Nomination & Remuneration Committee**
- 11. Mrs. Pallavi Dinodia Gupta: Independent Director**
- 12. Mr. Pradeep Singh Jauhar: Independent Director**

**In attendance:**

Mr. Raajesh Kumar Gupta, Company Secretary

Mr. Vikas Mehra, Partner of S.R. Batliboi & Co. LLP, Statutory Auditors of the Company and Mr. Maneesh Gupta, Practicing Company Secretary, Secretarial Auditors and Scrutinizer, were also present at the Meeting through Video Conferencing ("VC") or Other Audio-Visual means ("OAVM").

The 43<sup>rd</sup> Annual General Meeting (AGM) of the Members of the Company was held on September 27, 2024 via two-ways Video Conferencing (“VC”) or Other Audio-Visual means (“OAVM”). The Meeting was conducted in compliance with all the applicable provisions of the Companies Act, 2013 and rules framed thereunder read with General Circular Nos. 20/2020 and 09/2023 dated May 05, 2020 and September 25, 2023, respectively and other Circulars issued in this respect by the Ministry of Corporate Affairs (MCA) (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (“SEBI Circular”). The Meeting commenced at 03:00 P.M. and concluded at 3:56 P.M.

Mr. Deepak Jain, Chairman and Managing Director of the Company, welcomed the Shareholders, Board Members, Statutory Auditors, Secretarial Auditor & Scrutinizer and Lumax Management Team for joining the AGM. Thereafter, he advised Mr. Raajesh Kumar Gupta, Company Secretary to confirm presence of requisite Quorum. The Company Secretary confirmed the presence of requisite quorum in the Meeting.

Thereafter, the Chairman called the Meeting to order and requested the Chairman Emeritus to give welcome address to the shareholders.

Accordingly, Mr. D.K. Jain, Chairman Emeritus gave his welcome address to the shareholders and thanked them for continued support.

Thereafter the Chairman informed the members that the Company had taken all requisite steps to enable the members to participate through VC/OAVM and vote electronically at the AGM. The Chairman further informed that the Company has tied up with the National Securities Depository Limited (“NSDL”) to provide the facility of Remote E-Voting to participate in the AGM through VC/OAVM and E-Voting during this AGM.

Thereafter, the Chairman welcomed the Representatives of Thai Stanley Electric Public Company Limited, one of the Shareholders belonging to Promoter/Promoter Group, who had joined the AGM.

Thereafter, the Chairman welcomed all the Directors attending the meeting and requested them to introduce themselves to the Shareholders. All the Directors present, thereafter introduced themselves to the Shareholders.

The Notice convening the AGM and the Annual Report of the Company for the Financial Year ended March 31, 2024, were taken as read as the same had already been circulated to the members. The Reports of the Statutory Auditors and the Secretarial Auditors were not required to be read as they did not contain any adverse comment or qualification.

Since the AGM was conducted through Video Conferencing (“VC”) or Other Audio-Visual means (“OAVM”), the requirement of appointment of Proxy and related Compliances were not applicable. The Company has received 4 representations under Section 113 of the Companies Act, 2013 for 45,23,766 Shares held by Promoter and Promoter Group.

The Chairman informed the members that the link for inspecting the Statutory Registers maintained under the Companies Act, 2013 including the Registers of Directors and Key Managerial Personnel and their shareholding, the Register of Contracts / Arrangements in which Directors are interested and Register of Members were made available by the Company on NSDL Portal. Shareholders can have the access to the above-mentioned link during the time of AGM by logging in through Shareholders section.

Thereafter, the Chairman informed the members that the Auditors Report on the Annual Financial Statements of the Company for the Financial Year ended March 31, 2024 did not contain any qualification, observations, comments on financial transactions or matters which have any adverse impact on the functioning of the Company. Therefore, the same is not required to be read at this AGM in compliance of Section 145 of the Act.

The Chairman then asked Mr. Raajesh Kumar Gupta, Company Secretary to brief the members on the E-voting procedure.

Mr. Raajesh Kumar Gupta informed that the Company had provided remote e-voting facility to all its shareholders to cast their vote in respect of all resolutions mentioned in the notice, which had started on Tuesday, September 24, 2024 at 09:00 A.M. and ended on Thursday, September 26, 2024 at 05:00 P.M. He further informed that the facility to vote at the AGM was provided to those Members who have not cast their votes through Remote E-Voting.

He further informed that the Board of Directors had appointed Mr. Maneesh Gupta, Practicing Company Secretary as the Scrutinizer to oversee the remote e-voting and e-voting during the AGM in a fair and transparent manner.

He also apprised the members about the Flow of AGM.

Thereafter, the Chairman delivered his speech to the Shareholders. The Chairman in his address apprised the members that the Company has adapted the theme of "Evolving, Innovating, Transforming for tomorrow".

He further elaborated the theme and apprised the members that Lumax Industries exemplifies transformation and innovation in the Automotive Lighting Industry, emphasizing collaboration and technological advancement for sustainable growth. With a commitment to manufacturing excellence, Lumax leads the industry by continuously evolving, innovating, and transforming. Strategically located across India, the company leverages state-of-the-art facilities to deliver cutting-edge solutions that enhance driver safety through advanced front lighting and stylish rear lighting featuring LED technology. This focus on efficiency and adaptability ensures unmatched service to customers while setting new benchmarks in design and functionality, reflecting Lumax's dedication to shaping the future of automotive lighting.

The Chairman further gave an update on the Economy as a whole, Indian Automotive Industry and Indian Automotive Component Industry.

Thereafter, Chairman apprised the members about the Company's performance and mentioned that during FY 2023-24, the Company has achieved the highest ever revenue. He then updated the members about the business and operational performance of the Company during the financial year 2023-24.

Thereafter, the Chairman apprised the members about the reconstitution of Board consequent upon the completion of tenure of Mr. Avinash Parkash Gandhi, Mr. Rattan Kapur and Mr. Dhiraj Dhar Gupta, the Independent Directors of the Company and also welcomed Mr. Harish Lakshman, Mr. Pradeep Singh Jauhar and Ms. Pallavi Dinodia Gupta, new Independent Directors on the Board of the Company.

After the address by Chairman, the Company Secretary apprised with the brief contents of the resolutions to the members attending the AGM.

**In terms of the Notice dated August 20, 2024 convening the 43<sup>rd</sup> AGM of the Company, the following Items of business, were placed for members' consideration and approval through remote e-voting and e-voting during the Meeting:**

S. No.	Agenda Item	Type of Resolution
<b>Ordinary Business</b>		
1.	To receive, consider and adopt:  a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon; and  b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Report of Auditors thereon.	Ordinary
2.	To declare a dividend of Rs. 35/- per equity share as recommended by the Board of Directors for the Financial Year ended March 31, 2024.	Ordinary
3.	To appoint a Director in place of Mr Deepak Jain (DIN: 00004972), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary
4.	To appoint a Director in place of Mr Anmol Jain (DIN: 00004993), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary

Special Business		
5.	Appointment of Mr Tetsuya Hojo (DIN: 10725951) as a Non - Executive Director	Ordinary
6.	Appointment of Ms Pallavi Dinodia Gupta (DIN: 06566637) as an Independent Director	Special
7.	Appointment of Mr Harish Lakshman (DIN: 00012602) as an Independent Director	Special
8.	Appointment of Mr Pradeep Singh Jauhar (DIN: 00744518) as an Independent Director	Special
9.	Ratification of remuneration of cost auditors for financial year 2024-25	Ordinary
10.	Approval of Material Related Party Transactions with Lumax Auto Technologies Limited.	Ordinary

Thereafter the Speaker Shareholders, who had registered themselves to speak at the AGM were invited to ask their queries. Post that the Speaker Shareholders spoke at the AGM and raised various queries, which were suitably responded by the Chairman to the satisfaction of the shareholders.

The members were informed that the Scrutinizer will consider the votes cast through remote e-voting and e-voting at the AGM and will prepare a report of voting on the resolutions and submit the same to Chairman of the Company or Company Secretary who shall countersign the same and the E-Voting results along with the Scrutinizer's report will be announced latest by September 30, 2024 and the same shall be uploaded on the website of the Company, National Securities Depository Limited and Stock Exchanges within the time prescribed under law.

Thereafter, Chairman thanked all the Shareholders and the members on the Board for their trust and confidence in the management of the Company.

The members were informed that electronic voting on the platform of NSDL would continue to remain open for another 15 minutes to enable the members to cast their votes.

Thereafter, the meeting concluded at 03:56 P.M. with a vote of thanks to the Chair.

**For Lumax Industries Limited**

**Raajesh Kumar Gupta**  
**Executive Director & Company Secretary**  
**ICSI Membership No. A-8709**

Lumax Industries Limited  
 Plot No. -878, Udyog Vihar  
 Phase-V, Gurugram - 122016  
 Haryana, India

T +91 124 4760000  
 E lil.ho@lumaxmail.com

[www.lumaxworld.in](http://www.lumaxworld.in)

Lumax Industries Limited - REGD. OFFICE : 2<sup>nd</sup> Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi - 110046  
 T - +91 11 4985 7832, E - cao@lumaxmail.com