



Dated: 04.09.2018

SYMBOL: LEXUS
ISIN: INE500X01013

To,
The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, NSE Building,
Bandra Kurla Complex,
Bandra East,
Mumbai – 400 051
Fax: 022-26598237, 022-26598238

Subject: Notice of 10th Annual General Meeting of “Lexus Granito (India) Limited” (The” Company”)

Respected Sir,

We are herewith enclosing the copy of the Notice of the 10th Annual General Meeting scheduled to be held on **Saturday, the 22nd Day of September, 2018 at 3.00 P.M.** at the registered office of the Company situated at Survey No. 800, Opp. Lakhdhipur Village, Lakhdhipur Road, N.H. 8A, Tal. Morbi, Rajkot-363642, Gujarat.

The Annual Report will be submitted to the Stock Exchange in due course as required under Regulation 34 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

You are requested to take the same on record.

Thanking You,

Yours Faithfully,

For LEXUS GRANITO (INDIA) LIMITED

Payal Jain

Payal Jain
Company Secretary and Compliance officer
M.No. A48898

LEXUS GRANITO (INDIA) LTD.

MFG.: VITRIFIED & WALL TILES

CIN : U26914GJ2008PLC053838

Survey No. 800, Opp. Lakhdhipur Village, Lakhdhipur Road, N.H. 8-A, Tal. Morbi- 363 642 (Gujarat) INDIA.
f. +91- 2822 - 244 445 e. info@lexustile.com w. www.lexustile.com

Notice

NOTICE IS HEREBY GIVEN THAT THE 10TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF LEXUS GRANITO (INDIA) LIMITED (THE COMPANY) WILL BE HELD ON SATURDAY THE 22nd DAY OF SEPTEMBER 2018 AT 03:00 P.M. AT SURVEY NO. 800, OPP. LAKHDIRPUR VILLAGE, LAKHDIRPUR ROAD, N.H. 8A, TAL. MORBI, RAJKOT-363642 GUJARAT TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

(1) Adoption of Audited Standalone Financial Statements:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon.

(2) Re-appointment of a Director:

To re-appoint Mr. Anilkumar Babulal Detroja (DIN-03078203), Managing Director, who is liable to retire by rotation and offers himself for the re-appointment. Following resolution will be passed as an Ordinary Resolution:

“RESOLVED THAT subject to the consent of shareholders of the Company Mr. Anilkumar Babulal Detroja, the Managing Director of the Company, who retires by rotation at the ensuing Annual General Meeting and being eligible seeks reappointment be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

“RESOLVED FURTHER THAT the said appointment of Mr. Anilkumar Babulal Detroja, Managing Director liable to retire by rotation and eligible for re-appointment be included as an Agenda item at the ensuing Annual General Meeting of the Members of the Company for their confirmation/approval.”

SPECIAL BUSINESS

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

“RESOLVED THAT Mr. Dhiraj Omprakash Sachdev (DIN-08195271), who was appointed by the Board of Directors as a Additional Non-Executive Director on the board of the Company

with effect from August 18, 2018, pursuant to Section 161(1) of the Companies Act, 2013 (hereinafter called “the Act”) read with the Article 130 of the Articles of Association of the Company and who holds office up to the date of the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from himself proposing his candidature for the office of Non Executive Director, be and is hereby appointed as a Non-Executive Director, liable to retire by rotation, of the Company to hold office for indefinite period from this Annual General Meeting.

“RESOLVED FURTHER THAT Mr. Babulal Mahadevbhai Detroja, Whole Time Director of the Company, be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

(4) To consider, and if thought fit, to pass with or without modification (s), the following as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1) (a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modifications or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company and subject to the approval of Shareholders of the Company in the Annual General Meeting, the consent of Board of Directors be and is hereby accorded to create mortgages, charges and hypothecation in addition to the existing mortgages, charges and hypothecation created by the Company, on all or any of the immovable and movable properties of the Company whose so ever situated, both present and future, and the whole or any of the part of the Undertaking of the Company whose so ever situated, both present and future and the whole or any part of the undertaking of the Company manner as the Bank may deem fit, to or in favour of all or any of the financial institutions/ banks/ lenders/ any other investing agencies or any other person(s)/ bodies corporate by private placement or otherwise, to secure rupee/ foreign currency loans and/ or the issues of debentures, bonds or other financial instruments (hereinafter collectively referred to as 'Loans'), provided that the total amount of Loans together with interest thereon at the respective agreed rates,

compound interest, additional interest, liquidate damages, commitment charges, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company to the aforesaid parties or any of them under the agreements entered into/to be entered into by the Company in respect of the said Loans, shall not, at time exceed the limit of Rs. 500.00 Crores (Rupees Five Hundred Crores Only)."

"RESOLVED FURTHER THAT Mr. Babulal Mahadevbhai Detroja, Whole Time Director of the Company, be and is hereby authorized to undertake all such acts, deeds, matter and things to finalize and execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion, to enable this resolution, and to settle any question, difficulty or doubt that may arise in this regard."

(5) To consider, and if thought fit, to pass with or without modification (s), the following as a Special Resolution:

"RESOLVED THAT in supersession of the resolution earlier passed by the Members of the Company in the Extra Ordinary General Meeting held on 13th April, 2017 and pursuant to Section 180(1)(c) of the Companies Act, 2013 and the rules made there under (including any statutory modifications or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company subject to the approval of Shareholders of the Company in the Annual General Meeting, the consent of Board of Directors be and is hereby accorded for Borrowing any sum or sums of money from time to time from any one or more of the Company Bankers and/or from any one or more other persons, firms, body corporate or financial institutions whether by way of cash credit, advance or deposits, loans or bills discounting or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets and properties whether movable or otherwise or all or any of the undertakings of the Company notwithstanding that the moneys to be borrowed together with moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in Ordinary course of Business) will or may exceed the aggregate of the paid-up capital of the Company and its free reserves, this is to say, reserves not set apart for any specific purpose such that the total borrowings shall not exceed Rs. 500.00 Crores (Rupees Five Hundred Crores Only) excluding of any interest or charges but including the Borrowing already availed and the Directors are hereby authorized to

execute such deeds and instruments or writings as they think fit and containing such conditions and covenants as the Directors may think fit."

"RESOLVED FURTHER THAT Mr. Babulal Mahadevbhai Detroja, Whole Time Director of the Company, be and are hereby authorized to finalize, settle and execute such documents/deeds/writings /papers and Agreements as may be required and to take all necessary steps and actions in this regard in order to comply with all the legal and procedural formalities and further to authorize any of its Committee(s), Director(s) or any Officer(s) of the Company to do all such acts, deeds and things as it may in its absolute discretion deem necessary proper and fit."

(6) To approve Inter-corporate Loans & Investments in excess of prescribed Limit and in this regard, pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of section 186 of the Companies Act 2013 (as amended or re-enacted from time to time) read with rule no 11 & 13 the Companies (Meeting of Board and its Powers) Rules, 2014 and subject to the approval of shareholders in general meeting and subject to such approvals, consents, sanctions and permissions of the appropriate authorities, departments or bodies as may be necessary, the consent be and is hereby accorded to grant loans or make investment or provide security or guarantee in for an amount(s) exceeding 60% of paid-up capital, free reserves and securities premium account or 100% of free reserves and securities premium account but not exceeding Rs. 100 Crores (Rupees One Hundred Crores) on such terms and conditions as may be decided by the Board from time to time."

"RESOLVED FURTHER THAT pursuant to rule no 12 of the Companies (Meeting of Board and its Powers) Rules, 2014 and section 117 of the Companies Act 2013 (as amended or re-enacted from time to time) read with rule no 24 of the Companies (Management and Administration) Rules 2014, Mr. Babulal Mahadevbhai Detroja, Whole Time Director of the Company be and is hereby authorized to making necessary entries in the Register of Investment, authenticate it and file necessary forms with the Registrar of Companies within the prescribed time and fees."

"RESOLVED FURTHER THAT Mr. Babulal Mahadevbhai

Detroja, Whole Time Director of the Company, be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.

(7) To approve the revision/modification in remuneration and in this regard pass the following resolution as a Special Resolution:

Following is the draft resolution proposed to be passed in the ensuing Annual General Meeting to be held on Saturday, the 22nd Day of September, 2018, to approve the revision/modification of the remuneration of the Managing Director of the Company as recommended by the Nomination and Remuneration Committee.

In order to facilitate the company's growth the board of directors has voluntarily taken steps for revision/modification of terms of their remuneration for utilizing the earned profits of the company for the betterment of company and for the sake of all stakeholders. They have suo moto agreed to decrease in their remuneration so that the benefit of company's earning must reach the shareholders in form of profit maximization.

To consider passing the following resolution as a Special resolution:

"RESOLVED THAT in partial modification of the resolution passed by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and subject to the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V to the Companies Act 2013 (the Act) 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) and as recommended by the Nomination and Remuneration Committee and the board of directors of the Company, approval of the Company be and is hereby accorded for the revision/variation in the terms of remuneration payable to Mr. Anilkumar Babulal Detroja, (holding DIN 03078203) Managing Director of the Company, effective from 1st April 2018, till the remaining period of his tenure, as stated in the Explanatory Statement attached to this Notice, within the limits specified under the provisions of the

Act, provided that, the total remuneration drawn by him from the Company, does not exceed the higher maximum limit admissible for the company in terms of Schedule V to the Act.

"RESOLVED FURTHER THAT in accordance with the provisions of Section 196, 197 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(s) thereof for the time being in force) consent of the Members of the Company be and is hereby accorded to the Board for remuneration paid to Mr. Anilkumar Babulal Detroja, (holding DIN 03078203) Managing Director of the Company for the financial year 2018-19 to 2020-2021 exceeding 5% of the Net Profits of the Company payable to him individually and in combination/totality with other directors exceeding 10% of the Net Profit with the authority to the Nomination & Remuneration Committee to decide the quantum, composition and periodicity of payment of such remuneration."

"RESOLVED FURTHER THAT in event of no profits or inadequacy of profits, in any financial year, during the currency of tenure of Mr. Anilkumar Babulal Detroja, (holding DIN 03078203) Managing Director of the Company, the Company shall pay the existing remuneration as minimum remuneration by way of salary, perquisites and / or allowance, performance based rewards/ incentives as may be determined by the Nomination & Remuneration Committee which shall also have the authority to decide the quantum, composition and periodicity of payment of such remuneration, provided that, that such remuneration shall not exceed the limit prescribed under Section II, Part II (A) (1)(ii) of Schedule V of the Companies Act, 2013, as applicable to the Company or such other limits, as may be prescribed by the Central Government from time to time as to minimum remuneration subject to approval of Shareholders in General meeting"

RESOLVED FURTHER THAT the limits of the remuneration mentioned in Schedule V be doubled by this resolution as required by Schedule V of the Companies Act 2013 in event of no profits or inadequacy of profits, in any financial year.

RESOLVED FURTHER THAT all other terms and conditions of appointment, as approved earlier by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and which are not dealt with in this resolution, shall remain unaltered.

RESOLVED FURTHER THAT the Board 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."

(8) To approve the revision/modification in remuneration and in this regard pass the following resolution as a Special Resolution:

Following is the draft resolution proposed to be passed in the ensuing Annual General Meeting to be held on Saturday, the 22nd Day of September, 2018, to approve the revision/modification of the remuneration of the Whole-time Director of the Company as recommended by the Nomination and Remuneration Committee.

In order to facilitate the company's growth the board of directors has voluntarily taken steps for revision/modification of terms of their remuneration for utilizing the earned profits of the company for the betterment of company and for the sake of all stakeholders. They have suo moto agreed to decrease in their remuneration so that the benefit of company's earning must reach the shareholders in form of profit maximization.

To consider passing the following resolution as a Special resolution:

"RESOLVED THAT in partial modification of the resolution passed by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and subject to the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V to the Companies Act 2013 (the Act) 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) and as recommended by the Nomination and Remuneration Committee and the board of directors of the Company, approval of the Company be and is hereby accorded for the revision/variation in the terms of remuneration payable to Mr. Nilesh Babubhai Detroja, (holding DIN 01725545) Whole-time Director of the Company, effective from 1st April 2018, till the remaining period of his tenure, as stated in the Explanatory Statement attached to this Notice, within the limits specified under the provisions of the Act, provided that, the total remuneration drawn by him from the Company, does not exceed the higher maximum limit admissible for the company in terms of Schedule V to the Act.

"RESOLVED FURTHER THAT in accordance with the provisions of Section 196, 197 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(s) thereof for the time being in force) consent of the Members of the Company be and is hereby accorded to the Board for remuneration paid to Mr. Nilesh Babubhai Detroja, (holding DIN 01725545) Whole-time Director of the Company for the financial year 2018-19 to 2020-2021 exceeding 5% of the Net Profits of the Company payable to him individually and in combination/totality with other directors exceeding 10% of the Net Profit with the authority to the Nomination & Remuneration Committee to decide the quantum, composition and periodicity of payment of such remuneration."

"RESOLVED FURTHER THAT in event of no profits or inadequacy of profits, in any financial year, during the currency of tenure of Mr. Nilesh Babubhai Detroja, (holding DIN 01725545) Whole-time Director of the Company, the Company shall pay the existing remuneration as minimum remuneration by way of salary, perquisites and / or allowance, performance based rewards/ incentives as may be determined by the Nomination & Remuneration Committee which shall also have the authority to decide the quantum, composition and periodicity of payment of such remuneration, provided that, that such remuneration shall not exceed the limit prescribed under Section II, Part II (A) (1)(ii) of Schedule V of the Companies Act, 2013, as applicable to the Company or such other limits, as may be prescribed by the Central Government from time to time as to minimum remuneration subject to approval of Shareholders in General meeting."

"RESOLVED FURTHER THAT the limits of the remuneration mentioned in Schedule V be doubled by this resolution as required by Schedule V of the Companies Act 2013 in event of no profits or inadequacy of profits, in any financial year."

"RESOLVED FURTHER THAT all other terms and conditions of appointment, as approved earlier by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and which are not dealt with in this resolution, shall remain unaltered."

"RESOLVED FURTHER THAT the Board 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."

(9) To approve the revision/modification in remuneration and in this regard pass the following resolution as a Special

Resolution:

Following is the draft resolution proposed to be passed in the ensuing Annual General Meeting to be held on Saturday, the 22nd Day of September, 2018, to approve the revision/modification of the remuneration of the Whole-time Director of the Company as recommended by the Nomination and Remuneration Committee.

In order to facilitate the company's growth the board of directors has voluntarily taken steps for revision/modification of terms of their remuneration for utilizing the earned profits of the company for the betterment of company and for the sake of all stakeholders. They have suo moto agreed to decrease in their remuneration so that the benefit of company's earning must reach the shareholders in form of profit maximization.

To consider passing the following resolution as a Special resolution:

"RESOLVED THAT in partial modification of the resolution passed by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and subject to the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V to the Companies Act 2013 (the Act) 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) and as recommended by the Nomination and Remuneration Committee and the board of directors of the Company, approval of the Company be and is hereby accorded for the revision/variation in the terms of remuneration payable to Mr. Hitesh Babulal Detroja, (holding DIN 02760273) Whole-time Director of the Company, effective from 1st April 2018, till the remaining period of his tenure, as stated in the Explanatory Statement attached to this Notice, within the limits specified under the provisions of the Act, provided that, the total remuneration drawn by him from the Company, does not exceed the higher maximum limit admissible for the company in terms of Schedule V to the Act.

"RESOLVED FURTHER THAT in accordance with the provisions of Section 196, 197 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(s) thereof for the time being in force) consent of the Members of the Company be and is hereby accorded to the Board for remuneration paid to Mr. Hitesh Babulal Detroja,

(holding DIN 02760273) Whole-time Director of the Company for the financial year 2018-19 to 2020-2021 exceeding 5% of the Net Profits of the Company payable to him individually and in combination/totally with other directors exceeding 10% of the Net Profit with the authority to the Nomination & Remuneration Committee to decide the quantum, composition and periodicity of payment of such remuneration."

"RESOLVED FURTHER THAT in event of no profits or inadequacy of profits, in any financial year, during the currency of tenure of Mr. Hitesh Babulal Detroja, (holding DIN 02760273) Whole-time Director of the Company, the Company shall pay the existing remuneration as minimum remuneration by way of salary, perquisites and / or allowance, performance based rewards/ incentives as may be determined by the Nomination & Remuneration Committee which shall also have the authority to decide the quantum, composition and periodicity of payment of such remuneration, provided that, that such remuneration shall not exceed the limit prescribed under Section II, Part II (A) (1)(ii) of Schedule V of the Companies Act, 2013, as applicable to the Company or such other limits, as may be prescribed by the Central Government from time to time as to minimum remuneration subject to approval of Shareholders in General meeting."

"RESOLVED FURTHER THAT the limits of the remuneration mentioned in Schedule V be doubled by this resolution as required by Schedule V of the Companies Act 2013 in event of no profits or inadequacy of profits, in any financial year."

"RESOLVED FURTHER THAT all other terms and conditions of appointment, as approved earlier by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and which are not dealt with in this resolution, shall remain unaltered."

"RESOLVED FURTHER THAT the Board 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."

(10) To approve the revision/modification in remuneration and in this regard pass the following resolution as a Special Resolution:

Following is the draft resolution proposed to be passed in the ensuing Annual General Meeting to be held on Saturday, the 22nd Day of September, 2018, to approve the revision/modification of the remuneration of the Chairman and

Whole-time Director of the Company as recommended by the Nomination and Remuneration Committee.

In order to facilitate the company's growth the board of directors has voluntarily taken steps for revision/modification of terms of their remuneration for utilizing the earned profits of the company for the betterment of company and for the sake of all stakeholders. They have suo moto agreed to decrease in their remuneration so that the benefit of company's earning must reach the shareholders in form of profit maximization.

To consider passing the following resolution as a Special resolution:

"RESOLVED THAT in partial modification of the resolution passed by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and subject to the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V to the Companies Act 2013 (the Act) 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) and as recommended by the Nomination and Remuneration Committee and the board of directors of the Company, approval of the Company be and is hereby accorded for the revision/variation in the terms of remuneration payable to Mr. Babulal Mahadevbhai Detroja, (holding DIN 01725541) Chairman and Whole-time Director of the Company, effective from 1st April 2018, till the remaining period of his tenure, as stated in the Explanatory Statement attached to this Notice, within the limits specified under the provisions of the Act, provided that, the total remuneration drawn by him from the Company, does not exceed the higher maximum limit admissible for the company in terms of Schedule V to the Act.

"RESOLVED FURTHER THAT in accordance with the provisions of Section 196, 197 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(s) thereof for the time being in force) consent of the Members of the Company be and is hereby accorded to the Board for remuneration paid to Mr. Babulal Mahadevbhai Detroja, (holding DIN 01725541) Chairman and Whole-time Director of the Company for the financial year 2018-19 to 2020-2021 exceeding 5% of the Net Profits of the Company payable to him individually and in combination/totally with other directors exceeding 10% of the Net Profit with the authority to the

Nomination & Remuneration Committee to decide the quantum, composition and periodicity of payment of such remuneration."

"RESOLVED FURTHER THAT in event of no profits or inadequacy of profits, in any financial year, during the currency of tenure of Mr. Babulal Mahadevbhai Detroja, (holding DIN 01725541) Chairman and Whole-time Director of the Company, the Company shall pay the existing remuneration as minimum remuneration by way of salary, perquisites and / or allowance, performance based rewards/ incentives as may be determined by the Nomination & Remuneration Committee which shall also have the authority to decide the quantum, composition and periodicity of payment of such remuneration, provided that, that such remuneration shall not exceed the limit prescribed under Section II, Part II (A) (1)(ii) of Schedule V of the Companies Act, 2013, as applicable to the Company or such other limits, as may be prescribed by the Central Government from time to time as to minimum remuneration subject to approval of Shareholders in General meeting."

"RESOLVED FURTHER THAT the limits of the remuneration mentioned in Schedule V be doubled by this resolution as required by Schedule V of the Companies Act 2013 in event of no profits or inadequacy of profits, in any financial year."

"RESOLVED FURTHER THAT all other terms and conditions of appointment, as approved earlier by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and which are not dealt with in this resolution, shall remain unaltered."

"RESOLVED FURTHER THAT the Board 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."

(11) To approve the revision/modification in remuneration and in this regard pass the following resolution as a Special Resolution:

Following is the draft resolution proposed to be passed in the ensuing Annual General Meeting to be held on Saturday, the 22nd Day of September, 2018, to approve the revision/modification of the remuneration of the Whole-Time Director of the Company as recommended by the Nomination and Remuneration Committee.

In order to facilitate the company's growth the board of directors

has voluntarily taken steps for revision/modification of terms of their remuneration for utilizing the earned profits of the company for the betterment of company and for the sake of all stakeholders. They have suo moto agreed to decrease in their remuneration so that the benefit of company's earning must reach the shareholders in form of profit maximization.

To consider passing the following resolution as a Special resolution:

"RESOLVED THAT in partial modification of the resolution passed by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and subject to the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V to the Companies Act 2013 (the Act) 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) and as recommended by the Nomination and Remuneration Committee and the board of directors of the Company, approval of the Company be and is hereby accorded for the revision/variation in the terms of remuneration payable to Mrs. Parulben Nileshbhai Detroja, (holding DIN 02760294) Whole Time Director of the Company, effective from 1st April 2018, till the remaining period of her tenure, as stated in the Explanatory Statement attached to this Notice, within the limits specified under the provisions of the Act, provided that, the total remuneration drawn by her from the Company, does not exceed the higher maximum limit admissible for the company in terms of Schedule V to the Act.

"RESOLVED FURTHER THAT in accordance with the provisions of Section 196, 197 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(s) thereof for the time being in force) consent of the Members of the Company be and is hereby accorded to the Board for remuneration paid to Mrs. Parulben Nileshbhai Detroja, (holding DIN 02760294) Whole Time Director of the Company for the financial year 2018-19 to 2020-2021 exceeding 5% of the Net Profits of the Company payable to her individually and in combination/totally with other directors exceeding 10% of the Net Profit with the authority to the Nomination & Remuneration Committee to decide the quantum, composition and periodicity of payment of such remuneration."

"RESOLVED FURTHER THAT in event of no profits or inadequacy of profits, in any financial year, during the currency of

tenure of Mrs. Parulben Nileshbhai Detroja, (holding DIN 02760294) Whole Time Director of the Company, the Company shall pay the existing remuneration as minimum remuneration by way of salary, perquisites and / or allowance, performance based rewards/ incentives as may be determined by the Nomination & Remuneration Committee which shall also have the authority to decide the quantum, composition and periodicity of payment of such remuneration, provided that, that such remuneration shall not exceed the limit prescribed under Section II, Part II (A) (1)(ii) of Schedule V of the Companies Act, 2013, as applicable to the Company or such other limits, as may be prescribed by the Central Government from time to time as to minimum remuneration subject to approval of Shareholders in General meeting"

RESOLVED FURTHER THAT the limits of the remuneration mentioned in Schedule V be doubled by this resolution as required by Schedule V of the Companies Act 2013 in event of no profits or inadequacy of profits, in any financial year.

RESOLVED FURTHER THAT all other terms and conditions of appointment, as approved earlier by the shareholders at the Extra-Ordinary General Meeting held on 5th May 2017 and which are not dealt with in this resolution, shall remain unaltered.

RESOLVED FURTHER THAT the Board 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."

By order of the Board
For **Lexus Granito (India) Limited**

Babulal Mahadevbhai Detroja
Whole Time Director
DIN No. - 01725541

Date: 18.08.2018
Place: Morbi

Registered Office:
Survey No. 800, Opp. Lakhdirpur Village,
Lakhdirpur Road, N.H. 8A, Tal. Morbi,
Rajkot-363642, Gujarat
(CIN: U26914GJ2008PLC053838)

IMPORTANT NOTES:

(1) Proxy: A member entitled to attend and vote at the meeting may appoint a proxy to attend and, on poll, to vote instead of himself/herself and a proxy need not be a member of the company (a copy of the Proxy Form is attached herewith the Annual Return). The instrument appointing a proxy in order to be effective, should be duly stamped, filled, signed and must be deposited at the registered office of the company not less than 48 hours before the commencement of the Annual General Meeting (AGM). A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10 (ten) percent of the total share capital of the company carrying voting rights.

A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.

(2) Attendance Slip & Annual Return: Members/proxies/authorized representatives should bring their copy of the Annual Reports and Financial Statements along with their Attendance Slip attached herewith duly filled and signed in accordance with Specimen Signatures registered with the company to attend the meeting. Members who hold shares in dematerialized form are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.

(3) Explanatory Statement: The relative Explanatory Statement pursuant to section 102 of Companies Act 2013, in respect of business under item Nos. 3 to 11 of the notice annexed hereto.

(4) Authorised Representative: Corporate Members intending to send their authorized representatives to attend the Annual General Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Annual General Meeting.

(5) Joint-Holder: In case of Joint holder's attending the meeting, the Joint-holder's who is higher in the order will be entitled to vote at the meeting.

(6) Closure of Books: Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, the 19th September, 2018

to Friday, the 21th September, 2018 (both days inclusive) for the purpose of Annual General Meeting.

(7) The Registers of Directors and Key Managerial Personnel (KMP) and their shareholding and Register of Contracts or arrangements in which Directors are interested maintained under Section 170 and 189 of the Companies Act, 2013 respectively will be available for inspection by the members at the AGM.

(8) NRI Shareholder: The non-resident Indian shareholders are requested to inform the Registrar and Share Transfer Agent of the Company immediately about:

1. The change in the residential status on return to India for Permanent settlement.
2. The particulars of their bank account maintained in India with complete name, branch account type, account number and address of the bank with PIN Code number, if not furnished earlier.

(9) Remote E-Voting: As per Notification issued by Ministry of Corporate Affairs dated 19th day of March, 2015 with reference to the Companies (Management and administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 will be exempted from E-Voting provisions. Also, no such provision is available in SME Equity Listing agreement. Company is covered under Chapter XB as it is a SME company and listed on NSE Emerge-SME Platform of National Stock exchange of India Limited. Therefore, Company is not providing e-voting facility to its shareholders.

(10) Cut-Off Date: A person who is not a member as on cut-off date should treat this Notice for information purpose only.

(11) Route Map: A route map showing direction to reach the venue of the meeting is attached with this Annual report.

(12) Updation of Members' Details: The Securities and Exchange Board of India ("SEBI") has mandated the submission of PAN by every participant in the Securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining demat accounts. Members holding shares in physical form can submit their PAN details of the Company's Register and Transfer Agent.

(13) Dispatch of Annual Report: Pursuant to the provisions of Sections 101 and 136 of the Act read with the Companies (Accounts) Rules, 2014 Annual

Report for the Financial Year 2017-18, the notice of the 10th Annual General Meeting along with Attendance Slip and Proxy form, are being sent by electronic mode to all the members whose email addresses are registered with the Company/ Depository Participant(s) unless a member has requested for a physical Copy of the document. For members who have not registered their email addresses, physical copies of the Documents are being sent by the permitted mode.

(14) Registers: Relevant documents referred to in the proposed resolutions are available for inspection by members at the Registered Office of the Company between 11.00 a.m. to 05.00 p.m. on all working days upto the date of the Annual General Meeting.

(15) Members of the Company had approved the appointment of M/s. Ashok Holani & Co., Chartered Accountants, as the Statutory Auditors at the Ninth AGM of the Company which is valid till Fourteenth AGM of the Company. In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every AGM.

(16) Re-Appointment of Directors: As per Section 152 of the Companies Act, 2013, Mr. Anilkumar Babulal Detroja, Managing Director of the Company, retires by rotation at the ensuing General Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment.

Brief resume of the Director proposed to be re-appointed including nature of his expertise in specific functional areas, names of the companies in which he holds directorship & memberships/chairmanships of Board Committees, Shareholding & relationships between directors inter-se as stipulated under Regulation 36 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, with the stock exchange are provided as annexure to the Notice.

(17) Compliance Under Regulation 136(1): The Annual Report of the Company will be available on the Company's website <http://www.lexustile.com> and on the website of respective Stock Exchange where the equity shares of the Company are listed, www.nseindia.com/merge/. As per Section 136(1), the physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at cs@lexustile.com

(18) Members are requested to send their demat/remat applications, request for share transfers, intimation of change of address and other correspondence to the Company's Registrar and Transfer Agents (RTA)

Bigshare Services Private Limited
(Register and Share Transfer Agent)
1st Floor, Bharat Tin Works building,
Opp. Vasant Oasis Apartments,
Marol Maroshi Road,
Andheri East, Mumbai-400059, Maharashtra
Website: bigshareonline.com

(19) Nomination: Members are entitled to make nomination in respect of the shares held by them in physical form. Members desirous of making nominations may send their request in Form SH.13 in duplicate to the Registrars and Share Transfer Agents (RTA) of the Company. Members may obtain a blank Form SH.13 upon request to the Company or its RTA.

(20) As a part of "Green Initiatives in the Corporate Governance" the Ministry of Corporate Affairs (MCA) has permitted the Companies to serve the documents, namely Notice of General Meeting, Balance Sheet, Statement of Profit and Loss account, Auditor's Report, Director's Report etc. to the members through e-mail. Henceforth, the email address indicated in your respective depository participant accounts which will be periodically downloaded from NSDL/CDSL will be deemed to be your registered email address for serving notices/documents including those covered under Section 136 of the Companies Act, 2013 (corresponding to Section 219 of the erstwhile Companies Act, 1956). Members holding shares in electronics mode are therefore requested to ensure to keep their email addresses updated with the Depository Participants.

(21) Members are requested to send their question(s), if any, relating to the financial statements, shareholding, etc., to the Company Secretary/Chief Financial Officer at the Registered Office of the Company, on or before Saturday, September 07, 2018, so that the answers/details can be kept ready at the AGM.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 3

The Company has received notice in writing from the director himself pursuant to Section 160 of the Companies Act, 2013 proposing a candidature for appointment of Mr. Dhiraj Omprakash Sachdev (DIN: 08195271) as Non-Executive Director. Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, it is proposed to appoint Mr. Dhiraj Omprakash Sachdev (DIN: 08195271) as Non-Executive Director of the Company for indefinite period from this Annual General Meeting. The Board of Directors at its meeting held on 18th August, 2018 has appointed Mr. Dhiraj Omprakash Sachdev as an Additional Non Executive Director on the Board of Directors of the Company.

He is holding 27,000 shares in the share capital of the Company as on 10.08.2018. He is a person of high skills and has approximately 22 years of experience, largely in asset management - both Mutual Fund and Portfolio Management Services (PMS), Equity Research and Treasury. Prior to his current engagement with Roha Asset Management, he was associated with HSBC for about 13 years where he managed HSBC Mid & Small Cap Fund and HSBC Infrastructure Funds. He was ranked amongst India's best Fund Managers by Outlook Business & Value Research in the year 2017. He has a long term track record of delivering about 29% CAGR for HSBC Small Cap Fund over the last 5 years till his tenure with HSBC. Additionally, in the past he was associated with ASK Investments, HDFC Bank and Hindustan Unilever Ltd.

The Board believes that the association of Mr. Dhiraj Omprakash Sachdev as Non Executive Director of the Company shall be beneficial to the progress of the Company and hence, the Board recommends his appointment as Non Executive Director as set out in Item No. 3 for approval of the shareholders at the ensuing Annual General Meeting. In the opinion of the Board, the Non Executive Director fulfills the conditions specified in Sections 149 and 152 of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force). Further, Mr. Dhiraj Omprakash Sachdev has given his notice in writing under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Non Executive Director.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 4

Pursuant to the provision of Section 180(1) (a) as the Company is planning to expand its business. The Company is required to borrow money from banks and financial institutions from time to time to meet the fund requirement and to grasp the market opportunities for expansion. For securing the borrowed amount, it is necessary for the bank to ask for mortgage or create charge on assets of the company. Hence, the Company has to offer security by way of hypothecation and/or mortgage on the assets of the Company. To create charge on the assets of the Company requires approval of the Shareholders under section 180(1) (a) of the Companies Act, 2013.

The directors are satisfied that this resolution would be in the interest of the company and its members and accordingly recommend passing the resolution as Special Resolution. Directors, their relative and key managerial personnel and who are members of the company, may be deemed to be concerned or interested in this resolution to the extent of their respective shareholding in the company to the same extent as that of every other member of the company.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 5

In supersession of the resolution earlier passed by the Members of the Company in the Extra Ordinary General Meeting held on 13th April, 2017 and in Pursuant to the provision of section 180(1)(c), the board of directors of the company borrow money, where the money to be borrowed, together with the money already borrowed by the company will exceed aggregate of its paid-up share capital and free reserves, apart from temporary loans obtained from the company bankers in the ordinary course of business. The company is on stage of expansion. The company is in need of more funds for progress. In view it is required to

increase the borrowing limit up to Rs. 500.00 crores (Rupees Five Hundred Crores Only). In cases where the borrowing is in excess of aggregate of its paid-up share capital and free reserves approval of the members/shareholders is required.

The directors are satisfied that this resolution would be in the interest of the company and its members and accordingly recommend passing the resolution as Special Resolution. Directors, their relative and key managerial personnel and who are members of the company, may be deemed to be concerned or interested in this resolution to the extent of their respective shareholding in the company to the same extent as that of every other member of the company.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 6

Pursuant to the provision of Section 186, the board of directors of the company are planning to make investment in another business for the expansion of the current business, therefore it will be required to seek permission from the shareholders as probably this investment will exceed the prescribed limits as mentioned in the Companies Act, 2013 The company is on stage of expansion. In view it is required to increase the investment limit as per the Companies Act, 2013 up to Rs. 100.00 Crores (Rupees One Hundred Crores Only).

The directors are satisfied that this resolution would be in the interest of the company and its members and accordingly recommend passing the resolution as Special Resolution. Directors, their relative and key managerial personnel and who are members of the company, may be deemed to be concerned or interested in this resolution to the extent of their respective shareholding in the company to the same extent as that of every other member of the company.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 7

The board, on the recommendation of Nomination and Remuneration Committee (NRC), at its meeting held on 6th August, 2018, revised the remuneration Mr. Anilkumar Babulal Detroja as Managing Director of the Company for a remaining period of his original tenure from 4th May, 2017 to 3rd May, 2022. Earlier the shareholders had approved his appointment and remuneration by way of a Special resolution at the Extra-Ordinary General Meeting held on 5th May 2017. The board reviewed the remuneration payable to him along with other perquisites and after considering recommended by the NRC, the board, at its meeting held on 6th August 2018, proposed the following variation in the terms of remuneration payable to him, subject to the approval of the shareholders in the ensuing AGM:

- (i) Salary at the rate of Rs. 1,00,000 (Rupees One lakhs only) per month.
- (ii) Perquisites as per the Section IV of the Schedule V of the Companies Act, 2013 as provided below:

Provident fund and superannuation:

A. Company's contribution towards provident fund as per rules of the company, but not exceeding 12% of salary and Company's contribution towards superannuation fund which shall not, together with the Company's contribution to provident fund, exceed 12%.

B. Gratuity payable at the rate of half month's salary for each completed year of service with a service of six months or more being treated as a full year.

C. Encashment of leave at the end of tenure, if any, as per the policy of the Company.

(iii) Other perquisites as provided below:

The Company shall reimburse actual entertainment and traveling expenses incurred by the Managing Director in connection with the Company's business.

The Company shall provide Car and any other conveyance as may be required in connection with the Company's business.

It is conceivable that such modification of remuneration payable to him will be within the overall limit fixed under Sections 197 and 198 read with Schedule V to the Act and require approval of the shareholders.

The terms of remuneration payable to the Managing Director as specified above are now being placed before the members for their approval by way of a special resolution, as set out in item no. 7 of this Notice, in compliance with the provisions of Sections 196, 197 and 203 read with Schedule V to the Act, as recommended by the NRC and by the board.

Information required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. GENERAL INFORMATION	
Nature of industry	Manufacturing and Trading of vitrified ceramic tiles and wall tiles
Date or expected date of commencement of commercial production	Our company was originally registered as a Partnership firm named “M/S Vitco Vitrified” dated May 05, 2008 which was then converted into a Joint Stock Company under the name “Vitco Vitrified Private Limited” under the provisions of the Companies Act, 1956 vide certificate of incorporation having CIN: U26914GJ2008PTC053838 dated May 08, 2008 in Gujarat. Subsequently, the name of the Company was changed to “Lexus Granito (India) Private Limited” on June 26, 2010. Further, the company was converted into public limited company i.e. Lexus Granito (India) Limited having CIN: U26914GJ2008PLC053838 vide fresh certificate of incorporation dated April 28, 2017.
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
Financial performance based on given indicators	The details of financial performance of the Company for the years 2016-17 and 2017-18 are provided in the Annual Report 2018 which accompanies this Notice.
Foreign investments or collaborations, if any	The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company. Foreign investors, mainly comprising NRIs, FIIs and Foreign Nationals are investors in the Company on account of past issuances of securities/ secondary market purchases.
II. Information about the appointee	
Background details	Mr. Anilkumar Babulal Detroja is the Managing Director of the Company.
Past Remuneration	For the FY 2016-17 is Rs. 36,00,000 For the FY 2017-18 is Rs. 84,00,000

Recognition or awards	Under the leadership of Mr. Anilkumar Babulal Detroja, your Company has received a award of (1) Recognized “One Star Export House” from Directorate General of Foreign Trade. (2) Recognized “Two Star Export House” from Directorate General of Foreign Trade. (3) Awarded as “Rising Stars” at Power Brands Global London, International Forum for Equality.
Job profile and his suitability	Mr. Anilkumar Babulal Detroja aged 31 years is the Promoter and Managing Director of our Company. He has an experience of more than 7 years in this industry and has been key person in formulating and implementation of business strategy for growth & expansion and manages overall business operations. He also looks after financial affairs of the company.
Remuneration proposed	Details of proposed remuneration are presented in the resolution and also in the statement under Section 102 of the Companies Act, 2013.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration is as per Section 197 & 198 of the Companies Act, 2013 read with Schedule V and is comparable to the remuneration of MD levels of similar sized companies.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Directors does not have any pecuniary relationship with the Company except remuneration paid to them as Managing Director and as a shareholder to the extent of their respective shareholding directly and indirectly in the Company.
III. Other information	
Reasons of loss or inadequate profits	Nowadays, world's economy has a downward trend for the real estate business which is having an adverse effect on our business, as our business of manufacturing tiles is directly linked to the real estate business, creating losses in foreign contracts due to inability to pay off the debts by the debtors which causes loss of earnings. The burden to pay interest on the borrowed funds is increasing day by day causing the profits to fall.
Steps taken or proposed to be taken for improvement	The Company has been earning profits in the past consistently and we expect to do well in future also.
Expected increase in productivity and profits in measurable terms:	The aforesaid steps taken / to be taken by the Company are expected to improve the Company's performance and profitability in the future.
Disclosures	As required, the information is provided under Director's Report Section of Annual Report 2018.

Mr Anikumar Babulal Detroja is deemed to be concerned / interested in this resolution, since it relates to his remuneration as Managing Director and Mr. Nilesh Babulal Detroja, Mr. Hitesh Babulal Detroja, Mr. Babulal Mahadevbhai Detroja, Directors of the company are also deemed to be interested, being his relatives.

None of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in Item No.7 of this Notice except to the extent of their shareholding in the company.

The board, therefore, recommends the special resolution, as set out in item No.7, for approval by the shareholders of the Company.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 8

The board, on the recommendation of Nomination and Remuneration Committee (NRC), at its meeting held on 6th August, 2018, revised the remuneration Mr. Nilesh Babubhai Detroja, (holding DIN 01725545) Whole-time Director of the Company for a remaining period of his original tenure from 4th May, 2017 to 3rd May, 2022. Earlier the shareholders had approved his appointment and remuneration by way of a Special resolution at the Extra-Ordinary General Meeting held on 5th May 2017. The board reviewed the remuneration payable to him along with other perquisites and after considering recommended by the NRC, the board, at its meeting held on 6th August 2018, proposed the following variation in the terms of remuneration payable to him, subject to the approval of the shareholders in the ensuing AGM:

- (i) Salary at the rate of Rs. 1,00,000 (Rupees One lakh only) per month.
- (ii) Perquisites as per the Section IV of the Schedule V of the Companies Act, 2013 as provided below:

Provident fund and superannuation:

- A. Company's contribution towards provident fund as per rules of the company, but not exceeding 12% of salary and Company's contribution towards superannuation fund which shall not, together with the Company's contribution to provident fund, exceed 12%.
- B. Gratuity payable at the rate of half month's salary for each completed year of service with a service of six months or more being treated as a full year.
- C. Encashment of leave at the end of tenure, if any, as per the policy of the Company.

- (iii) Other perquisites as provided below:

The Company shall reimburse actual entertainment and traveling expenses incurred by the Whole-time Director in connection with the Company's business.

The Company shall provide Car and any other conveyance as may be required in connection with the Company's business.

It is conceivable that such modification of remuneration payable to him will be within the overall limit fixed under Sections 197 and 198 read with Schedule V to the Act and require approval of the shareholders.

The terms of remuneration payable to the Whole Time Director as specified above are now being placed before the members for their approval by way of a special resolution, as set out in item no. 8 of this Notice, in compliance with the provisions of Sections 196, 197 and 203 read with Schedule V to the Act, as recommended by the NRC and by the board.

Information required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. GENERAL INFORMATION	
Nature of industry	Manufacturing and Trading of vitrified ceramic tiles and wall tiles
Date or expected date of commencement of commercial production	Our company was originally registered as a Partnership firm named "M/S Vitco Vitrified" dated May 05, 2008 which was then converted into a Joint Stock Company under the name "Vitco Vitrified Private Limited" under the provisions of the Companies Act, 1956 vide certificate of incorporation having CIN: U26914GJ2008PTC053838 dated May 08, 2008 in Gujarat. Subsequently, the name of the Company was changed to "Lexus Granito (India) Private Limited" on June 26, 2010. Further, the company was converted into public limited company i.e. Lexus Granito (India) Limited having CIN: U26914GJ2008PLC053838 vide fresh certificate of incorporation dated April 28, 2017.
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
Financial performance based on given indicators	The details of financial performance of the Company for the years 2016-17 and 2017-18 are provided in the Annual Report 2018 which accompanies this Notice.
Foreign investments or collaborations, if any	The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company. Foreign investors, mainly comprising NRIs, FIIs and Foreign Nationals are investors in the Company on account of past issuances of securities/ secondary market purchases.
II. Information about the appointee	
Background details	Mr. Nilesh Babubhai Detroja is the Whole-time Director of the Company.
Past Remuneration	For the FY 2016-17 is Rs. 36,00,000 For the FY 2017-18 is Rs. 84,00,000
Recognition or awards	Under the leadership of Mr. Nilesh Babubhai Detroja, your Company has received a award of (1) Recognized "One Star Export House" from Directorate General of Foreign Trade. (2) Recognized "Two Star Export House" from Directorate General of Foreign Trade. (3) Awarded as "Rising Stars" at Power Brands Global London, International Forum for Equality.

Job profile and his suitability	Mr. Nilesh Babubhai Detroja aged 34 years is the Promoter and Whole-time Director of our
	Company. He has an experience of more than 7 years in this industry and currently looks after the production and product research & development of our company. He handles our designing department and keeps the team updated with the latest on-going trends.
Remuneration proposed	Details of proposed remuneration are presented in the resolution and also in the statement under Section 102 of the Companies Act, 2013.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration is as per Section 197 & 198 of the Companies Act, 2013 read with Schedule V and is comparable to the remuneration of WTD levels of similar sized companies.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Directors does not have any pecuniary relationship with the Company except remuneration paid to them as Whole-time Director and as a shareholder to the extent of their respective shareholding directly and indirectly in the Company.
III. Other information	
Reasons of loss or inadequate profits	Nowadays, world's economy has a downward trend for the real estate business which is having an adverse effect on our business, as our business of manufacturing tiles is directly linked to the real estate business, creating losses in foreign contracts due to inability to pay off the debts by the debtors which causes loss of earnings. The burden to pay interest on the borrowed funds is increasing day by day causing the profits to fall.
Steps taken or proposed to be taken for improvement	The Company has been earning profits in the past consistently and we expect to do well in future also.
Expected increase in productivity and profits in measurable terms:	The aforesaid steps taken / to be taken by the Company are expected to improve the Company performance and profitability in the future.
Disclosures	As required, the information is provided under Director's Report Section of Annual Report 2018

Mr. Nilesh Babubhai Detroja is deemed to be concerned / interested in this resolution, since it relates to his remuneration as Whole-time Director and Mr. Anilkumar Babulal Detroja, Mr. Hitesh Babulal Detroja, Mr. Babulal Mahadevbhai Detroja and Mrs. Parulben Nileshbhai Detroja, Directors of the company are also deemed to be interested, being his relatives.

None of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in Item No.8 of this Notice except to the extent of their shareholding in the company.

The board, therefore, recommends the special resolution, as set out in item No.8, for approval by the shareholders of the Company.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 9

The board, on the recommendation of Nomination and Remuneration Committee (NRC), at its meeting held on 6th August, 2018, revised the remuneration Mr. Hitesh Babulal Detroja, (holding DIN 02760273) Whole-time Director of the Company for a remaining period of his original tenure from 4th May, 2017 to 3rd May, 2022. Earlier the shareholders had approved his appointment and remuneration by way of a Special resolution at the Extra-Ordinary General Meeting held on 5th May 2017. The board reviewed the remuneration payable to him along with other perquisites and after considering recommended by the NRC, the board, at its meeting held on 6th August 2018, proposed the following variation in the terms of remuneration payable to him, subject to the approval of the shareholders in the ensuing AGM:

- (i) Salary at the rate of Rs. 1,00,000 (Rupees One lakh only) per month.
- (ii) Perquisites as per the Section IV of the Schedule V of the Companies Act, 2013 as provided below:

Provident fund and superannuation:

- A. Company's contribution towards provident fund as per rules of the company, but not exceeding 12% of salary and Company's contribution towards superannuation fund which shall not, together with the Company's contribution to provident fund, exceed 12%.
- B. Gratuity payable at the rate of half month's salary for each completed year of service with a service of six months or more being treated as a full year.
- C. Encashment of leave at the end of tenure, if any, as per the policy of the Company.

- (iii) Other perquisites as provided below:

The Company shall reimburse actual entertainment and traveling expenses incurred by the Whole-time Director in connection with the Company's business.

The Company shall provide Car and any other conveyance as may be required in connection with the Company's business.

It is conceivable that such modification of remuneration payable to him will be within the overall limit fixed under Sections 197 and 198 read with Schedule V to the Act and require approval of the shareholders.

The terms of remuneration payable to the Whole-time Director as specified above are now being placed before the members for their approval by way of a special resolution, as set out in item no. 9 of this Notice, in compliance with the provisions of Sections 196, 197 and 203 read with Schedule V to the Act, as recommended by the NRC and by the board.

Information required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. GENERAL INFORMATION	
Nature of industry	Manufacturing and Trading of vitrified ceramic tiles and wall tiles
Date or expected date of commencement of commercial production	Our company was originally registered as a Partnership firm named "M/S Vitco Vitrified" dated May 05, 2008 which was then converted into a Joint Stock Company under the name "Vitco Vitrified Private Limited" under the provisions of the Companies Act, 1956 vide certificate of incorporation having CIN : U26914GJ2008PTC053838 dated May 08, 2008 in Gujarat. Subsequently, the name of the Company was changed to "Lexus Granito (India) Private Limited" on June 26, 2010. Further, the company was converted into public limited company i.e. Lexus Granito (India) Limited having CIN: U26914GJ2008PLC053838 vide fresh certificate of incorporation dated April 28, 2017.
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
Financial performance based on given indicators	The details of financial performance of the Company for the years 2016-17 and 2017-18 are provided in the Annual Report 2018 which accompanies this Notice.
Foreign investments or collaborations, if any	The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company. Foreign investors, mainly comprising NRIs, FIIs and Foreign Nationals are investors in the Company on account of past issuances of securities/ secondary market purchases.
II. Information about the appointee	
Background details	Mr. Hitesh Babulal Detroja is the Whole-time Director of the Company.
Past Remuneration	For the FY 2016-17 is Rs. 36,00,000 For the FY 2017-18 is Rs. 84,00,000
Recognition or awards	Under the leadership of Mr. Hitesh Babulal Detroja, your Company has received a award of (1) Recognized "One Star Export House" from Directorate General of Foreign Trade. (2) Recognized "Two Star Export House" from Directorate General of Foreign Trade. (3) Awarded as "Rising Stars" at Power Brands Global London, International Forum for Equality.

Job profile and his suitability	Mr. Hitesh Babulal Detroja aged 30 years is the Promoter and Whole-time Director of our Company. He has an experience of more than 7 years in this industry and is entrusted with the responsibility to look after the marketing and administration department of the company. He also looks after the export operations of the company.
Remuneration proposed	Details of proposed remuneration are presented in the resolution and also in the statement under Section 102 of the Companies Act, 2013.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration is as per Section 197 & 198 of the Companies Act, 2013 read with Schedule V and is comparable to the remuneration of WTD levels of similar sized companies.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Directors does not have any pecuniary relationship with the Company except remuneration paid to them as Whole-time Director and as a shareholder to the extent of their respective shareholding directly and indirectly in the Company.
III. Other information	
Reasons of loss or inadequate profits	Nowadays, world's economy has a downward trend for the real estate business which is having an adverse effect on our business, as our business of manufacturing tiles is directly linked to the real estate business, creating losses in foreign contracts due to inability to pay off the debts by the debtors which causes loss of earnings. The burden to pay interest on the borrowed funds is increasing day by day causing the profits to fall.
Steps taken or proposed to be taken for improvement	The Company has been earning profits in the past consistently and we expect to do well in future also.
Expected increase in productivity and profits in measurable terms:	The aforesaid steps taken / to be taken by the Company are expected to improve the Company's performance and profitability in the future.
Disclosures	As required, the information is provided under Director's Report Section of Annual Report 201

Mr. Hitesh Babulal Detroja is deemed to be concerned / interested in this resolution, since it relates to his remuneration as Whole-time Director and Mr. Anilkumar Babulal Detroja, Mr. Nilesh Babubhai Detroja, Mr. Babulal Mahadevbhai Detroja, Directors of the company are also deemed to be interested, being his relatives.

None of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in Item No.9 of this Notice except to the extent of their shareholding in the company.

The board, therefore, recommends the special resolution, as set out in item No.9, for approval by the shareholders of the Company.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 10

The board, on the recommendation of Nomination and Remuneration Committee (NRC), at its meeting held on 6th August, 2018, revised the remuneration Mr. Babulal Mahadevbhai Detroja, (holding DIN 01725541) Chairman and Whole-time Director of the Company for a remaining period of his original tenure from 4th May, 2017 to 3rd May, 2022. Earlier the shareholders had approved his appointment and remuneration by way of a Special resolution at the Extra-Ordinary General Meeting held on 5th May 2017. The board reviewed the remuneration payable to him along with other perquisites and after considering recommended by the NRC, the board, at its meeting held on 6th August 2018, proposed the following variation in the terms of remuneration payable to him, subject to the approval of the shareholders in the ensuing AGM:

- (i) Salary at the rate of Rs. 1,00,000 (Rupees One lakh only) per month.
- (ii) Perquisites as per the Section IV of the Schedule V of the Companies Act, 2013 as provided below:

Provident fund and superannuation:

A. Company's contribution towards provident fund as per rules of the company, but not exceeding 12% of salary and Company's contribution towards superannuation fund which shall not, together with the Company's contribution to provident fund, exceed 12%.

B. Gratuity payable at the rate of half month's salary for each completed year of service with a service of six months or more being treated as a full year.

C. Encashment of leave at the end of tenure, if any, as per the policy of the Company.

(iii) Other perquisites as provided below:

The Company shall reimburse actual entertainment and traveling expenses incurred by the Chairman and Whole-time Director in connection with the Company's business.

The Company shall provide Car and any other conveyance as may be required in connection with the Company's business.

It is conceivable that such modification of remuneration payable to him will be within the overall limit fixed under Sections 197 and 198 read with Schedule V to the Act and require approval of the shareholders.

The terms of remuneration payable to the Chairman and Whole Time Director as specified above are now being placed before the members for their approval by way of a special resolution, as set out in item no. 10 of this Notice, in compliance with the provisions of Sections 196, 197 and 203 read with Schedule V to the Act, as recommended by the NRC and by the board.

Information required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. GENERAL INFORMATION	
Nature of industry	Manufacturing and Trading of vitrified ceramic tiles and wall tiles
Date or expected date of commencement of commercial production	Our company was originally registered as a Partnership firm named "M/S Vitco Vitrified" dated May 05, 2008 which was then converted into a Joint Stock Company under the name "Vitco Vitrified Private Limited" under the provisions of the Companies Act, 1956 vide certificate of incorporation having CIN : U26914GJ2008PTC053838 dated May 08, 2008 in Gujarat. Subsequently, the name of the Company was changed to "Lexus Granito (India) Private Limited" on June 26, 2010. Further, the company was converted into public limited company i.e. Lexus Granito (India) Limited having CIN: U26914GJ2008PLC053838 vide fresh certificate of incorporation dated April 28, 2017.
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
Financial performance based on given indicators	The details of financial performance of the Company for the years 2016-17 and 2017-18 are provided in the Annual Report 2018 which accompanies this Notice.
Foreign investments or collaborations, if any	The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company. Foreign investors, mainly comprising NRIs, FIIs and Foreign Nationals are investors in the Company on account of past issuances of securities/ secondary market purchases.
II. Information about the appointee	
Background details	Mr. Babulal Mahadevbhai Detroja, is the Chairman and Whole-time Director of the Company.
Past Remuneration	For the FY 2016-17 is Rs. 36,00,000 For the FY 2017-18 is Rs. 84,00,000
Recognition or awards	Under the leadership of Mr. Babulal Mahadevbhai Detroja, your Company has received a award of (1) Recognized "One Star Export House" from Directorate General of Foreign Trade. (2) Recognized "Two Star Export House" from Directorate General of Foreign Trade. (3) Awarded as "Rising Stars" at Power Brands Global London, International Forum for Equality.
Job profile and his suitability	Mr. Babulal Mahadevbhai Detroja, aged 57 years is the Chairman and Whole-time Director of our Company. He has nearly a decade of experience in the ceramic industry and has thorough knowledge of products of our Company. He looks after the

	strategic growth of our Company and looks after overall business operations.
Remuneration proposed	Details of proposed remuneration are presented in the resolution and also in the statement under Section 102 of the Companies Act, 2013.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration is as per Section 197 & 198 of the Companies Act, 2013 read with Schedule V and is comparable to the remuneration of WTD levels of similar sized companies.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Directors does not have any pecuniary relationship with the Company except remuneration paid to them as Whole-time Director and as a shareholder to the extent of their respective shareholding directly and indirectly in the Company.
III. Other information	
Reasons of loss or inadequate profits	Nowadays, world's economy has a downward trend for the real estate business which is having an adverse effect on our business, as our business of manufacturing tiles is directly linked to the real estate business, creating losses in foreign contracts due to inability to pay off the debts by the debtors which causes loss of earnings. The burden to pay interest on the borrowed funds is increasing day by day causing the profits to fall.
Steps taken or proposed to be taken for improvement	The Company has been earning profits in the past consistently and we expect to do well in future also.
Expected increase in productivity and profits in measurable terms:	The aforesaid steps taken / to be taken by the Company are expected to improve the Company's performance and profitability in the future.
Disclosures	As required, the information is provided under Director's Report Section of Annual Report 2018

Mr. Babulal Mahadevbhai Detroja is deemed to be concerned / interested in this resolution, since it relates to his remuneration as Chairman and Whole-time Director and Mr. Anilkumar Babulal Detroja, Mr. Hitesh Babulal Detroja, Mr. Nilesh Babubhai Detroja, Directors of the company are also deemed to be interested, being his relatives.

None of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in Item No.8 of this Notice except to the extent of their shareholding in the company.

The board, therefore, recommends the special resolution, as set out in item No.10, for approval by the shareholders of the Company.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (HEREINAFTER CALLED "THE ACT")

Item No. 11

The board, on the recommendation of Nomination and Remuneration Committee (NRC), at its meeting held on 6th August, 2018, revised the remuneration Mrs. Parulben Nileshbhai Detroja as Whole Time Director of the Company for a remaining period of her original tenure from 4th May, 2017 to 3rd May, 2022. Earlier the shareholders had approved her appointment and remuneration by way of a Special resolution at the Extra-Ordinary General Meeting held on 5th May 2017. The board reviewed the remuneration payable to her along with other perquisites and after considering recommended by the NRC, the board, at its meeting held on 6th August 2018, proposed the following variation in the terms of remuneration payable to her, subject to the approval of the shareholders in the ensuing AGM:

- (i) Salary at the rate of Rs. 90,000 (Rupees Ninety Thousand only) per month.
- (ii) Perquisites as per the Section IV of the Schedule V of the Companies Act, 2013 as provided below:

Provident fund and superannuation:

- A. Company's contribution towards provident fund as per rules of the company, but not exceeding 12% of salary and Company's contribution towards superannuation fund which shall not, together with the Company's contribution to provident fund, exceed 12%.
- B. Gratuity payable at the rate of half month's salary for each completed year of service with a service of six months or more being treated as a full year.
- C. Encashment of leave at the end of tenure, if any, as per the policy of the Company.

- (iii) Other perquisites as provided below:

The Company shall reimburse actual entertainment and traveling expenses incurred by the Whole Time Director in connection with the Company's business.

The Company shall provide Car and any other conveyance as may be required in connection with the Company's business.

It is conceivable that such modification of remuneration payable to her will be within the overall limit fixed under Sections 197 and 198 read with Schedule V to the Act and require approval of the shareholders.

The terms of remuneration payable to the Whole Time Director as specified above are now being placed before the members for their approval by way of a special resolution, as set out in item no. 11 of this Notice, in compliance with the provisions of Sections 196, 197 and 203 read with Schedule V to the Act, as recommended by the NRC and by the board.

Information required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. GENERAL INFORMATION	
Nature of industry	Manufacturing and Trading of vitrified ceramic tiles and wall tiles
Date or expected date of commencement of commercial production	Our company was originally registered as a Partnership firm named “M/S Vitco Vitrified” dated May 05, 2008 which was then converted into a Joint Stock Company under the name “Vitco Vitrified Private Limited” under the provisions of the Companies Act, 1956 vide certificate of incorporation having CIN : U26914GJ2008PTC053838 dated May 08, 2008 in Gujarat. Subsequently, the name of the Company was changed to “Lexus Granito (India) Private Limited” on June 26, 2010. Further, the company was converted into public limited company i.e. Lexus Granito (India) Limited having CIN: U26914GJ2008PLC053838 vide fresh certificate of incorporation dated April 28, 2017.
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
Financial performance based on given indicators	The details of financial performance of the Company for the years 2016-17 and 2017-18 are provided in the Annual Report 2018 which accompanies this Notice.
Foreign investments or collaborations, if any	The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company. Foreign investors, mainly comprising NRIs, FIIs and Foreign Nationals are investors in the Company on account of past issuances of securities/ secondary market purchases.
II. Information about the appointee	
Background details	Mrs. Parulben Nileshbhai Detroja is the Whole Time Director of the Company.
Past Remuneration	For the FY 2016-17 is Rs. NIL For the FY 2017-18 is Rs. 10,80,000

Recognition or awards	Under the leadership of Mrs. Parulben Nileshbhai Detroja, your Company has received a award of (1) Recognized “One Star Export House” from Directorate General of Foreign Trade. (2) Recognized “Two Star Export House” from Directorate General of Foreign Trade. (3) Awarded as “Rising Stars” at Power Brands Global London, International Forum for Equality.
Job profile and her suitability	Mrs. Parulben Nileshbhai Detroja aged 33 years has been designated as the Whole Time Director of our Company. She currently looks after the Human resource Department of the Company and also manages the approvals required from the regulatory authorities from time to time.
Remuneration proposed	Details of proposed remuneration are presented in the resolution and also in the statement under Section 102 of the Companies Act, 2013.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration is as per Section 197 & 198 of the Companies Act, 2013 read with Schedule V and is comparable to the remuneration of WTD levels of similar sized companies.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Directors does not have any pecuniary relationship with the Company except remuneration paid to them as Whole-time Directors and as a shareholder to the extent of their respective shareholding directly and indirectly in the Company.
III. Other information	
Reasons of loss or inadequate profits	Nowadays, world’s economy has a downward trend for the real estate business which is having an adverse effect on our business, as our business of manufacturing tiles is directly linked to the real estate business, creating losses in foreign contracts due to inability to pay off the debts by the debtors which causes loss of earnings. The burden to pay interest on the borrowed funds is increasing day by day causing the profits to fall.
Steps taken or proposed to be taken for improvement	The Company has been earning profits in the past consistently and we expect to do well in future also.
Expected increase in productivity and profits in measurable terms:	The aforesaid steps taken / to be taken by the Company are expected to improve the Company performance and profitability in the future.
Disclosures	As required, the information is provided under Director’s Report Section of Annual Report 2017-2018.

Mrs. Parulben Nileshbhai Detroja is deemed to be concerned / interested in this resolution, since it relates to her remuneration as Whole Time Director and Mr. Nilesh Babubhai Detroja, Director of the Company are also deemed to be interested, being her relative.

None of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in Item No.11 of this Notice except to the extent of their shareholding in the company.

The board, therefore, recommends the special resolution, as set out in item No.11, for approval by the shareholders of the Company.

By order of the Board
For Lexus Granito (India) Limited

Babulal Mahadevbhai Detroja
Whole Time Director
DIN No. - 01725541

Date: 18.08.2018
Place: Morbi

Registered Office:
Survey No. 800, Opp. Lakhdhirpur Village,
Lakhdhirpur Road, N.H. 8A, Tal. Morbi,
Rajkot-363642, Gujarat
(CIN: U26914GJ2008PLC053838)

Annexure To Notice

ADDITIONAL INFORMATION (AS ON MARCH 31, 2018) OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 10 TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS	
Name of Director	Mr. Anilkumar Babulal Detroja
Date of Birth	December 23, 1985
Date of Appointment	May 22, 2010
Qualifications	Diploma in Production Engineering
Expertise in specific function area	Overall business operations of the Company
Brief Profile	Mr. Anilkumar Babulal Detroja has been on the board of the company since May 22, 2010 and has an experience of more than 8 years in the industry and has been key person in formulating and implementation of business strategy for growth and expansion and manages overall business operations. He looks after the strategic growth of our company and looks after the overall business operations. Mr. Anilkumar Babulal Detroja was paid remuneration by the company to discharge his duties.
Directorship held in other listed companies excluding foreign companies	None
Member of Committees in other listed Companies	None
Shareholding in the company	Mr. Anilkumar Babulal Detroja holds 778600/- shares in the company.
Relationship with other Directors and Key Managerial Personnel	Mr. Anilkumar Babulal Detroja is the son of Babulal Mahadevbhai Detroja, chairman Cum Whole Time Director and Brother of Mr. Nilesh Babubhai Detroja, Whole-time Director of the company; Mr. Hitesh Babulal Detroja, Whole-time Director of the company;
No. of Meetings attended during the Financial Year	Mr. Anilkumar Babulal Detroja attended 16 meetings out of 16 Meetings of Board of Directors held in the Company.
Terms and Conditions of appointment	To enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013, Mr. Anilkumar Babulal Detroja is being made liable to retire by rotation.

ADDITIONAL INFORMATION (AS ON MARCH 31, 2018) OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 10 TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS	
Name of Director	Mr. Dhiraj Omprakash Sachdev
Date of Birth	January 05, 1973
Date of Appointment	August 18, 2018
Qualifications	He holds a degree in Commerce (B.com) from Mumbai University, is a qualified Chartered Accountant (ACA) from ICAI and a Cost & Management Accountant (CMA) from ICMAI Institute along-with Diploma in Foreign Trade Management (DFTM) from Mumbai University.
Expertise in specific function area	Investment Decision making
Brief Profile	Mr. Dhiraj Sachdev has approximately 22 years of experience, largely in asset management - both Mutual Fund and Portfolio Management Services (PMS), Equity Research and Treasury. Prior to Roha Asset Management, Dhiraj was associated with HSBC for about 13 years where he managed HSBC Mid & Small Cap Fund and HSBC Infrastructure Funds. He was ranked amongst India's best Fund Managers by Outlook Business & Value Research in the year 2017. He has a long term track record of delivering about 29% CAGR for HSBC Small Cap Fund over the last 5 years till his tenure with HSBC. Additionally, in the past he was associated with ASK Investments, HDFC Bank and Hindustan Unilever Ltd.
Directorship held in other listed companies excluding foreign companies	None
Member of Committees in other listed Companies	None
Shareholding in the company	Mr. Dhiraj Omprakash Sachdev holds 27,000/- shares in the company.
Relationship with other Directors and Key Managerial Personnel	None
No. of Meetings attended during the Financial Year	Nil. As in this meeting his appointed is placed on agenda.
Terms and Conditions of appointment	To enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013, Mr. Dhiraj Omprakash Sachdev is being made liable to retire by rotation.

LEXUS GRANITO (INDIA) LIMITED

Registered Office: Survey No. 800, Opp. Lakhdirpur Village, Lakhdirpur Road,
N.H. 8A, Tal. Morbi, Rajkot, Gujarat- 363642
Email ID: info@lexustile.com Website: www.lexustile.com
Tel: +91 7567500110
CIN: L26914GJ2008PLC053838

ATTENDANCE SLIP

(to be presented at the entrance)
9th ANNUAL GENERAL MEETING ON SATURDAY, 22nd SEPTEMBER, 2018 AT 3:00 P.M.
Survey No. 800, Opp. Lakhdirpur Village, Lakhdirpur Road,
N.H. 8A, Tal. Morbi, Rajkot, Gujarat- 363642

Folio No. _____ DP ID _____ Client ID No. _____

Name of the Member: _____ Signature: _____ Name of the Proxy

holder: _____ Signature: _____ No. of Share(s)

held _____

I hereby record my presence at the 10th Annual General Meeting of the Company held on Saturday, 22nd September, 2018 at Survey No. 800, Opp. Lakhdirpur Village, Lakhdirpur Road, N.H. 8A, Tal. Morbi, Rajkot, Gujarat- 363642 at 3:00. P.M.

- NOTE: (1) Only member/proxy holder can attend the meeting.
(2) Member/proxy holder should bring his/her copy of the Annual Report for reference at the meeting.
(3) In the case of joint holders, the signature of any one holder shall be sufficient, but the names of all joint holders should be stated.

LEXUS GRANITO (INDIA) LIMITED

Registered Office: Survey No. 800, Opp. Lakhdhirpur Village, Lakhdhirpur Road,
N.H. 8A, Tal. Morbi, Rajkot, Gujarat- 363642
Email ID: info@lexustile.com Website: www.lexustile.com
Tel: +91 7567500110
CIN: L26914GJ2008PLC053838

Form No.MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

Name of the member (s): _____

Registered Address: _____

E-mail Id: _____

Folio No./Client ID No. _____

DP ID No. _____

I/We, being the member (s) of _____ equity shares of the Lexus Granito (India) Limited, hereby appoint

1. Name: _____ Email Id: _____

Address: _____

Signature: _____ or failing him;

2. Name: _____ Email Id: _____

Address: _____

Signature: _____ or failing him;

3. Name: _____ Email Id: _____

Address: _____

Signature: _____

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 9th Annual General Meeting of the Company, to be held on Saturday, the 22nd day of September, 2018 at 3.00. P.M. IST at Survey No. 800, Opp. Lakhdhirpur Village, Lakhdhirpur Road, N.H. 8A, Tal. Morbi, Rajkot, Gujarat- 363642 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

** I wish my above proxy to vote in the manner as indicated in the box below:

Resolution No.	Resolution	Optional*	
		For	Against
Ordinary Business			
1.	Adoption of Audited Standalone Financial Statements for the Financial Year ended 31 st March 2018 and report of Board of Directors and Auditors thereon.		
2.	Re-appointment of Mr.AnilkumarBabulal Detroja as Whole-time director, who retires by rotation.		
Special Business			
3.	Appointment of a person as a Non-Executive Director		
4.	To authorize the Company to create mortgages, charges and hypothecation in addition to the existing mortgages, charges and hypothecation created by the Company		
5.	To authorize the Company to borrow funds from time to time as per the requirement of the Company		
6.	To authorize the Company to invest funds in excess of limits prescribed under Section 186 of the Companies Act, 2013		
7.	To Approve revision/modification in Remuneration of Mr. Anilkumar Babulal Detroja, Managing Director of the Company.		
8.	To Approve revision/modification in Remuneration of Mr. Nilesh Babubhai Detroja, Whole Time Director of the Company.		
9.	To Approve revision/modification in Remuneration of Mr. Hitesh Babulal Detroja, Whole Time Director of the Company.		
10.	To Approve revision/modification in Remuneration of Mr. Babulal Mahadevbhai Detroja, Whole Time Director of the Company.		
11.	To Approve revision/modification in Remuneration of Mr. Parulben Nileshbhai Detroja, Whole Time Director of the Company.		

Signed this _____ day of _____ 2018	Affix Revenue Stamp
Signature of Shareholder: _____	Signature of Proxy holder(s): _____
* It is optional to put a "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.	
Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting. 2. A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member. 3. In the case of joint holders, the signature of any one holder shall be sufficient, but the names of all joint holders should be stated. 4. Appointing a proxy does not prevent a member from attending in person if he so wishes.	

FOR KIND ATTENTION OF SHAREHOLDERS

Dear Shareholders,

As per the provisions of Section 88 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014, the Company needs to update its "register of members" to incorporate certain new details, as are required under the said provisions. Further, as per the "Green Initiative in the Corporate Governance" initiated by the Ministry of Corporate Affairs (MCA), vide its circular No. 17/2011 dated 21.04.2011, the Company proposes to send all the notices, documents including Annual Report in electronic form to its members.

We therefore request you to furnish the following details for updation of register of Members and enable the Company to send all the communication to you through electronic mode:

General Information:

Folio No.:	
Name of the first named Shareholder:	
Father's/Mother's/Spouse's Name:	
Address (Registered Office Addressing case the Member is the Body Corporate):	
E-mail id:	
PAN:*	
CIN/Registration No.:* (applicable to Corporate Shareholders)	
UIN (Aadhar Number):	
Occupation:	
Residential Status	
Nationality	
In case member is a minor, name of the guardian	
Date of Birth of the Member	

*Members holding shares in DEMAT mode may furnish these details to their respective DP's.

Bank Details:

IFSC: (11 digit)	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.: *	
Name of the Bank:	
Bank Branch Address:	

*A blank cancelled cheque is enclosed to enable verification of bank details.

Signature of Member

Kindly, submit the above details duly filled in and signed at the appropriate place to the Registrar & Share Transfer Agent of the Company viz. "BIGSHARE SERVICES PRIVATE LIMITED., 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis Apartments, Marol Maroshi Road, Andheri East, Mumbai-400059, Maharashtra.

The E-mail ID provided shall be updated subject to successful verification of your signature. The members may receive Annual Reports in physical form free of cost by post by making request for the same.

Thanking You,

For **LEXUS GRANITO (INDIA) LIMITED**

ANILKUMAR BABULAL DETROJA
(Managing Director)
DIN No. 03078203

Route map of the **Annual General Meeting**

