



LUMINO INDUSTRIES LIMITED

Reg. Office: "Acropolis" 12th Floor, 1858/1, Rajdanga Main Road, Kolkata – 700 107

Telephone No: +91 33 2441 2008/ 2441 2009, website: www.luminoindustries.com

CIN No: U14293WB2005PLC102556

Hand Delivery NOTICE

Notice is hereby given that the 18th Annual General Meeting ('AGM') of the shareholders of Lumino Industries Limited will be held on 30th September 2023 at 11.30 a.m. at its registered office- "Unit No- 12/4, Merlin Acropolis 1858/1 Rajdanga Main Road, Kolkata WB 700107" to transact the following business:

ORDINARY BUSINESS:

1) To Receive, Consider and Adopt:

a) The Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2023 with the reports of the Board of Directors' and Auditors thereon.

b) The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023 together with report of the Auditors thereon.

2. To appoint a Director in place of Shri Jay Goel (DIN: 08190426), Director, who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Ratification of Remuneration payable to Cost Auditor

To consider and, if thought fit, to pass with the or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to M/s. B Ray & Associates, Cost Accountants (Registration No: 000155), Cost Auditors of the Company, to conduct the audit of cost records for the financial year 2023-24 amounting to Rs. 50,000/- (Rupees Fifty Thousand Only) per annum plus applicable taxes and out of pocket expenses actually incurred during the course of audit as recommended by the Audit Committee of the Company and approved by the Board of Directors, be and is hereby ratified and confirmed.

4. Ratification of related party transaction with Ms. Rashmi Goel for holding office or place of profit

To consider and, if thought fit, to pass with the or without modifications, the following resolution as an Ordinary Resolution:



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"RESOLVED THAT in supersession of any other resolution passed in this regard and pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013 read with Rule 15(3)(b) of the Companies (Meetings of Board and its Powers) Rule, 2014 and other applicable provisions, if any, consent of the Members of the Company be and is hereby accorded for re-designation of Ms. Rashmi Goel as **Senior General Manager, HR** of the Company, w.e.f. 01.04.2023 who is a relative of Mr. Devendra Goel (Managing Director) and Mr. Jay Goel, (Wholetime Director) of the Company, on a revised annual remuneration of Rs. 150 Lakhs (Rupees One Crore Fifty Lakh only) to be paid by the Company on such terms, conditions and benefits as may be applicable as per the policies of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things, as may be necessary, proper, expedient or incidental for giving effect to this resolution."

5. To increase the overall limit of maximum remuneration payable to the Directors including Managing Director, Whole-time Directors and Manager.

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

"RESOLVED THAT pursuant to Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendations of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company, approval of the Members of the Company, be and is hereby accorded to increase the overall limit of maximum remuneration payable to the Directors including Managing Director, Whole-time Directors and Manager, if any, in excess of 11% of net profits of the Company without any restriction on individual limit(s) on the remuneration payable to any of the Managerial Personnel.

RESOLVED FURTHER THAT the Board (including any committee constituted by the Board) be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and settle any question or difficulty that may arise for giving effect to this resolution without being required to seek any further consent or approval of the Members of the Company."

6. To approve revision in managerial remuneration payable to Mr. Devendra Goel, Managing Director of the Company.

To consider and, if thought fit, to pass with the or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee, Board of Directors of



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the Company and subject to such approvals as may be necessary, consent of the members of the Company, be and is hereby accorded for increase in overall maximum remuneration payable to Mr. Devendra Goel (DIN: 00673447), who was re-appointed as the Managing Director of the Company at the Extra Ordinary General Meeting held on 22nd December, 2022 as set out hereunder, with effect from 1st April, 2023 upto his tenure till 31st December, 2025:

Revised remuneration

Salary (inclusive of perquisites): upto Rs.5 Crore per annum.

RESOLVED FURTHER THAT where in any financial year during the tenure of office of Managing Director, the Company has no profits or its profits are inadequate, the Company shall pay to him, remuneration by way of Salary and Perquisites as specified above as minimum remuneration, subject however to the provisions of Schedule V and other applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT except for the aforesaid revision in salary, all other terms and conditions of his re-appointment as Managing Director of the Company, as approved by the Members at their Extra Ordinary General Meeting held on 22nd December, 2022, shall remain unchanged.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, settle any questions, doubts or difficulties and to do and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek further approval of the Members and the approval of the Members shall be deemed to have been given thereto expressly by the authority of this resolution."

7. To approve revision in managerial remuneration payable to Mr. Jay Goel, Whole Time Director of the Company.

To consider and, if thought fit, to pass with the or without modifications, the following resolution as Special Resolution:

"**RESOLVED THAT** pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee, Board of Directors of the Company and subject to such approvals as may be necessary, consent of the members of the Company, be and is hereby accorded for increase in overall maximum remuneration payable to Mr. Jay Goel (DIN: 08190426), who was re-appointed as a Whole Time Director of the Company at the Extra Ordinary General Meeting held on 30th July, 2022 as set out hereunder, with effect from 1st April, 2023 upto his tenure till 31st July, 2024:



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Revised remuneration

Salary (inclusive of perquisites): upto Rs.5 Crore per annum.

RESOLVED FURTHER THAT where in any financial year during the tenure of office of the Whole Time Director, the Company has no profits or its profits are inadequate, the Company shall pay to him, remuneration by way of Salary and Perquisites as specified above as minimum remuneration, subject however to the provisions of Schedule V and other applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT except for the aforesaid revision in salary, all other terms and conditions of his re-appointment as Whole-Time Director of the Company, as approved by the Members at their Extra Ordinary General Meeting held on 30th July, 2021, shall remain unchanged.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, settle any questions, doubts or difficulties and to do and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek further approval of the Members and the approval of the Members shall be deemed to have been given thereto expressly by the authority of this resolution."

8. To approve creation of charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013 in favour of lenders to secure the borrowings made/to be made under section 180(1)(c) of the Companies Act, 2013.

To consider and, if thought fit, to pass with the or without modifications, the following resolution as Special Resolution:

"**RESOLVED THAT** in suppression of any other previous resolution passed in this regard and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company for mortgaging and /or charging and/or hypothecating all or any of the movable or immovable properties wherever situated, both present and future, the whole or substantially whole of the undertaking or the undertakings of the Company for the purpose of securing any loan obtained or proposed to be obtained by the Company from the concerned lender/financial institution/Bank/person(s) and other investing agencies for an amount not exceeding Rs.2500 Crore (Rupees Two Thousand Five Hundred Crores only) in Indian rupees or equivalent thereof in any foreign currency(ies) in accordance with the limit specified under section 180(1)(c) of the Act together with interest, costs, charges, expenses and any other money payable under the respective arrangement to be entered into/to be entered by the company to the concerned lenders/financial institution/Bank and other investing agencies under the arrangement entered into/to be entered by the Company in respect of said loan, etc.



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RESOLVED FURTHER THAT the securities to be created by the Company as aforesaid may rank prior / pari passu / subservient with / to the mortgages and /or charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents as may be necessary, expedient and incidental thereto to give effect to this resolution."

9. To approve the increase in borrowing powers in excess of the Paid-up Share Capital, Free Reserves and Securities Premium of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013.

To consider and, if thought fit, to pass with the or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT in suppression of any other previous resolution passed in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to borrow any sum or sums of money from time to time at its discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other Persons, Firms, Bodies Corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may, at any time, exceed the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose), subject to such aggregate borrowings not exceeding the amount which is Rs. 2500 Crore (Rupees Two Thousand Five Hundred Crores only) in Indian rupees or equivalent thereof in any foreign currency(ies) over and above the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose) and that the Board be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may, in its absolute discretion, think fit.



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RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

Dated: 27.07.2023

Place: Kolkata

Registered Office:

Unit-12/4 Merlin Acropolis
1858/1, Rajdanga Main Road
Kolkata-700107

By order of the Board
For Lumino Industries Limited

Roshaan Davve
Company Secretary
Acs-27185

NOTES:

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.***
- A Proxy in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.
- Members are requested to notify immediately any change in address, if any, to the DP.
- The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") setting out material facts relating to the Special Businesses to be transacted at the AGM is annexed hereto additional information, pursuant to Secretarial Standard – 2 on General Meetings issued by The Institute of Company Secretaries of India, in respect of Director(s) seeking appointment/re-appointment at the Annual General Meeting ("Meeting" or 'AGM') is furnished as an annexure to the Notice
- All documents referred to in the Notice will be available for Physically inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 30, 2023. Members seeking to inspect such documents can send an email to cs@luminoindustries.com.



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6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 ("Act"), the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act will be available for inspection by the members during the AGM.
7. Further, members seeking any information with regard to the accounts or any other matter to be placed at the AGM, are requested to write to the Company from their registered email address, mentioning their name, DP ID and Client ID number and mobile number, at least 7 working days in advance before the commencement of the Meeting. through email to cs@luminoindustries.com. Such questions shall be taken up during the meeting or replied by the Company suitably.
8. The Notice of Annual General Meeting along with Board Report & Annual account for the FY 2022-23 is being sent to all the Members by hand delivery, whose names appear on the Register of Members. in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder.
9. Route Map of the Venue of the Meeting is enclosed herewith.



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DETAILS OF THE DIRECTOR SEEKING REAPPOINTMENT IN THE 18th ANNUAL GENERAL MEETING(Pursuant to Secretarial Standard-2)

Name of The Director	Jay Goel	Devendra Goel
DIN	08190426	00673447
Date of Birth/ Age	19/10/1996, 27 years,	20/10/1972 age 50 years
Date of First Appointment on the Board of the Company	02/08/2018 appointed as an additional director	04/04/2005 appointed as an additional director
Brief Resume of Director	Mr. Jay Goel, 27 years old is the Whole-time Director of Lumino Industries Limited. Taking the legacy forward as the third-generation entrepreneur of the Company, he holds the Degree of Bachelor of Science Management from world renowned Bentley University, Waltham, Massachusetts and had been awarded with High Distinction in Management from the same esteemed Institute. Mr. Jay Goel is already involved in the marketing and financial aspects of the Company and is taking on the stewardship and leadership roles, affirming his capabilities to step in his successful predecessors' shoes.	Mr. Devendra Goel- 50 years old has the degree of The Bachelor of Commerce with Hons. He is the Managing Director of Lumino Industries Limited (LIL) and instrumental in the growth of the Company. Under his mind and strategies, LIL was able to execute orders and turnkey projects with prestigious organizations like PGCIL, NTPC, WBSEDCL, NBPDCIL, SBPDCL, DVC, NHPC, RDSO etc. Spearheading Marketing, Financial and Administration aspects of business, he is largely responsible for increasing efficiency of operations and turnover of the Company.
Nature of Expertise in Specific Functional Areas	Marketing & Finance	Marketing, Finance and Administration
List of Other Public Companies in which outside Directorship held (excluding in Foreign Companies)	NIL	NIL
List of Other listed Companies in which Directorship held	NIL	NIL



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Chairman / Member of the Committees of the Board of Directors of Other Companies in which he is a Director (excluding in Foreign Companies)	NIL	NIL
Chairman / Member of the Committees of the Board of Directors of Other Listed Companies	NIL	NIL
Disclosure of Relationship between Directors inter-se and Key Managerial Personnel	Son of Mr. Devendra Goel, Managing Director of the Company	Father of Mt. Jay Goel, Whole time Director of the Company.
Details of Shareholding, if any in the Company	10820000 Equity Shares Held	11921899 Equity Shares Held
The number of Meetings of the Board attended during the Financial Year	Attended 21 Board Meetings out of total 21 Board Meetings held during the Year.	Attended 21 Board Meetings out of total 21 Board Meetings held during the Year.
Listed entities from which he resigned in the past three years.	Nil	Nil



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3:

The Board of Directors of the Company, on the recommendation of the Audit Committee, at its meeting held on 15th May, 2023 approved the appointment of M/s. B Ray & Associates, Cost Accountants (Registration No: 000155), Kolkata as Cost Auditor to conduct the audit of the cost records of the Company for the financial year 2023-24. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditor require approval by the Members of the Company. Accordingly, approval of the Members is sought as referred to in the Resolution at Item No.3 of the Notice for the payment of remuneration amounting to Rs. 50,000/- (Rupees Fifty Thousand only) per annum plus applicable taxes and out of pocket expenses actually incurred for Cost Audit for the financial year ending March 31, 2024.

The Board recommends the Resolution as set out in Item No. 3 of the Notice for approval of Members.

None of the Directors and/or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No.3 of the Notice except to their equity holdings and Directorships in the Company, if any.

Item No. 4:

In accordance with the provisions of Section 188(1)(f) of the Companies act, 2013 which govern the related party transactions, it is required for a Company to obtain approval of the Board of Directors and Shareholders for the related party's appointment to any office or place of profit.

The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee had approved the re-designation of Ms. Rashmi Goel, who is relative of Mr. Devendra Goel, Managing Director and Mr. Jay Goel, Whole time Director of the Company as Senior General Manager, Human Resource of the Company, w.e.f. April 01, 2023, on such terms, conditions and benefits as may be applicable as per the policies of the Company including a revised salary of Rs. 150.00 Lakhs per annum subject to ratification and approval of the shareholders by way of an Ordinary Resolution.

The Board recommends the Resolution as set out in Item No. 4 of the Notice for approval of Members.

Except Mr. Devendra Goel Managing Director, Mr. Jay Goel Wholetime Director of the Company and their relatives, none of the Directors and/or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, financially or otherwise, in the resolution



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at the item no. 4 of the accompanying Notice except to their equity holdings and Directorships in the Company, if any.

Item No. 5:

Pursuant to Section 197 of the Companies Act, 2013, the total managerial remuneration payable by a public company, to its Directors, including Managing Director and Whole-time Director, and its Manager in respect of any financial year, shall not exceed 11% of net profits of that Company for that financial year computed as per provisions of Section 198 of the Act.

However, a company may pay remuneration in excess of 11% subject to the provisions of Schedule V to the Act with the approval of members of the Company by way of special resolution. The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee and audit committee had approved payment of total managerial remuneration exceeding 11% of net profits.

All Directors of the Company and their relatives are interested or concerned, financially or otherwise in the resolution at the item no. 5 of the accompanying Notice.

Item No.6 & 7:

The Board of Directors of the Company upon the recommendation of the Nomination & Remuneration Committee re-appointed Mr. Devendra Goel, Managing Director and Mr. Jay Goel, Whole Time Director w.e.f 1st January, 2023 and 1st August, 2021 respectively for a period of 3 years on the terms and conditions as approved by the members in accordance with the provisions of Sections 196, 197, 198, 203 read with Schedule V of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

It is to be noted that Mr. Devendra Goel and Mr. Jay Goel have consistently worked towards the growth of the Company and pioneered in various aspects including manufacturing, sales, administration, etc. marking a tremendous contribution to the Company.

The Nomination and Remuneration Committee considering the invaluable services rendered and the business strategies and ideas developed and implemented by Mr. Devendra Goel and Mr. Jay Goel has approved the revision in existing remuneration of the said Managerial Personnel as stated in their respective resolutions which is in accordance with the provision of section 196, 197 and Schedule V of the Companies Act, 2013 as summarized below:

Name	Designation	Revised maximum remuneration (in Crores)
Devendra Goel	Managing Director	upto Rs.5 Crore per annum
Jay Goel	Whole Time Director	upto Rs.5 Crore per annum

The Board of Directors recommends to the members for passing of special resolutions for item 6 & 7 as set out in the Notice.



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Other than Mr. Devendra Goel, Mr. Jay Goel and their relatives, none of the Directors and/or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, financially or otherwise, in the resolution at item no. 6 & 7 of the accompanying Notice, except to their equity holdings and Directorships in the Company, if any.

Item No: 8

Pursuant to Section 180(1)(a) of the Act, consent of the members is required for mortgaging and /or charging and/or hypothecating all or any of the movable or immovable properties wherever situated, both present and future, the whole or substantially whole of the undertaking or the undertakings of the Company for the purpose of securing any loan obtained or proposed to be obtained by the Company from the concerned lender/ financial institution/s or person(s) for an amount not exceeding Rs.2500 Crore (Rupees Two Thousand Five Hundred Crores only) in Indian rupees or equivalent thereof in any foreign currency(ies).

Additional financial assistance is required for future growth of the Company. Therefore, it is necessary to enhance the limit under aforesaid section of the Companies Act, 2013.

The Board of Directors recommends to the members for passing of special resolutions for item 8 as set out in the Notice.

None of the Directors and/or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, financially or otherwise, in the resolution at the item no. 8 of the accompanying Notice, except to their equity holdings and Directorships in the Company, if any.

Item No: 9

Members are requested to note that considering the future growth of the Company, requirement of the additional funds for the coming years to support the business and to enable the Company to access funds from various lenders at the most competitive rates, the Board of Directors recommends to borrow money from time to time at its discretion, from any one or more Banks, Financial Institutions and other Persons, Firms, Bodies Corporate and other investing agencies etc. upto Rs. 2500 Crore (Rupees Two Thousand Five Hundred Crores only) in Indian rupees or equivalent thereof in any foreign currency(ies) over and above the aggregate, for the time being, of the paid-up share capital, free reserves and securities premium of the Company in terms of Section 180(1)(c) of the Companies Act, 2013.



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The Board of Directors recommends to the members for passing of special resolutions for item 9 as set out in the Notice.

None of the Directors, Key Managerial Personnel of the Company or any of their relatives, are concerned or interested in the resolution at the item no. 9 of the accompanying Notice, except to their equity holdings and Directorships in the Company, if any.



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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]

CIN	: U14293WB2005PLC102556
Name of the Company	: Lumino Industries Limited
Registered Office	: Unit No- 12/4, Merlin Acropolis, 1858/1 Rajdanga Main Road, Kolkata- 700107

1. Name(s) of Member(s) :
Including joint holders, if any
2. Registered address of the sole / :
First named Member
3. E-mail Id :
4. Registered Folio No. :
5. No. of share(s) held :

I / We, being the Member(s) of Shares of the above named Company, hereby appoint

(1) Name: -----
Address: -----
E-mail ID: -----
Signature: -----, or failing him

(2) Name: -----
Address: -----
E-mail ID: -----
Signature: -----, or failing him

(3) Name: -----
Address: -----
E-mail ID: -----
Signature: -----

as my / our proxy to attend and vote (on poll) for me / us and on my / our behalf at the 18th Annual General Meeting (AGM) of the Company to be held on the 30th Day of September, 2023 at 11.30 a.m. at the Registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:



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Resolution Number	Description	Optional *	
		For	Against
Ordinary Business			
1.	a) To Consider and adopt Audited Financial Statements as on 31st March, 2023 and, Reports of the Board of Directors and Auditors thereon. b) The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023 together with report of the Auditors thereon.		
2.	To re-appoint a Director in place of Shri Jay Goel, DIN: 08190426, Director, who retires by rotation, and being eligible, offers himself for re-appointment		
Special Business			
3	Approval of the remuneration of the Cost Auditor for Financial Year 2023-24		
4	Ratification of Related Party Transaction for holding place of profit of Ms. Rashmi Goel.		
5	Approval for increase in the overall limit of maximum remuneration payable to the Directors including Managing Director, Whole-time Directors and Manager exceeding 11% of Net Profit.		
6	Approval for revision in managerial remuneration payable to Mr. Devendra Goel (DIN 00673447) Managing Director of the Company		
7	Approval of revision in managerial remuneration of Mr. Jay Goel (DIN: 08190426), Whole time Director of the Company.		
8	Creation of security on the properties of the Company, both present and future, in favour of lenders under section 180(1)(a) of the Companies Act, 2013.		
9	Authorisation to borrow funds in excess of the limits prescribed under section 180(1)(c) of the Companies Act, 2013		

Signed this ----- day of ----- 2023

Signature of Member: -----

Signature of Proxy holder(s): -----

Affix
Revenue
Stamp

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. *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.



LUMINO INDUSTRIES LIMITED

Reg. Office: "Acropolis" 12th Floor, 1858/1, Rajdanga Main Road, Kolkata – 700 107

Telephone No: +91 33 2441 2008/ 2441 2009, website: www.luminoindustries.com

CIN No: U14293WB2005PLC102556

ANNUAL GENERAL MEETING ATTENDANCE SLIP

DATE : Saturday, the 30th Day of September, 2023
VENUE : Registered Office of the Company.
TIME : 11.30 A.M.

- | | |
|--------------------------|---|
| 1. Name of Member/ Proxy | : |
| 2. Registered Folio No. | : |
| 3. No. of share(s) held | : |

I certify that I am the Member / Proxy for the member holding the above shares.

Signature of Member / Proxy attending

NOTES: Member / Proxy attending the Annual General Meeting (AGM) must bring his / her Attendance Slip which should be signed and deposited before coming to the Meeting and handed over at the entrance.



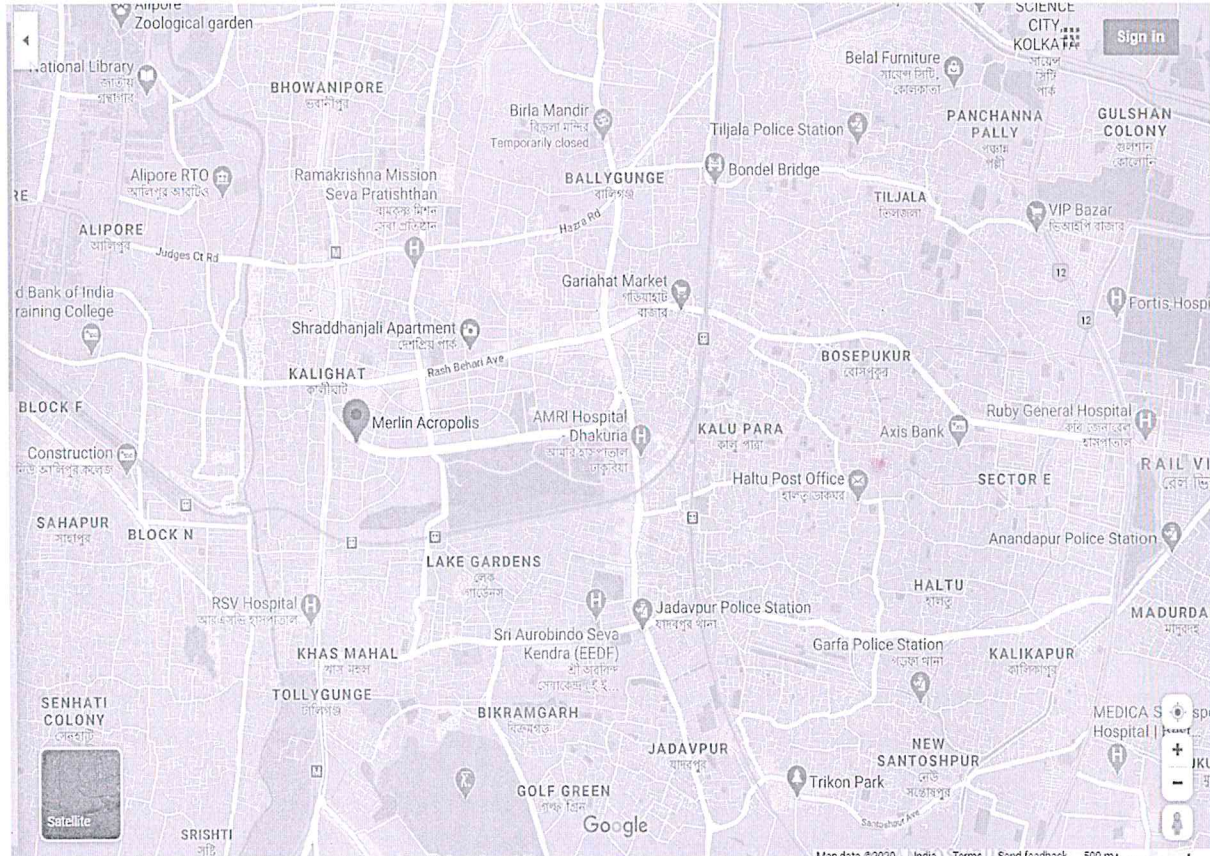
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Route Map to the venue of the 18th Annual General Meeting of the Company to be held on 30th September, 2023



Lumino Industries Limited

Unit No-12/4, 12th Floor, Merlin Acropolis, 1858/1 Rajdanga Main Road,
Kolkata – 700107