

Regd. Office:

Acropolis - 12th Floor, 1858/1, Rajdanga Main Road, Kolkata - 700107, India

P +91 033 2441 2008/2009 F +91 033 2441 2010

E info@luminoindustries.com | infoepc@luminoindustries.com

W www.luminoindustries.com

Corporate Office: 4A Pollock Street, Room No. 307, Kolkata - 700 001, India

**Hand Delivery
NOTICE**

Notice is hereby given that the 15th Annual General Meeting ('AGM') of the shareholders of Lumino Industries Limited will be held on Wednesday, the 30th September 2020 at 12.00 p.m. at its registered office- "Unit No- 12/4, Merlin Acropolis 1858/1 Rajdanga Main Road, Kolkata- 700107, West Bengal" to transact the following business:

ORDINARY BUSINESS:

1. To Receive, Consider and Adopt:

The Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2020 with the reports of the Board of Directors' and Auditors thereon.

2. To appoint a Director in place of Shri Amit Bajaj (DIN: 00591071), 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:

Mr. Amit Bajaj, whole time Director proposed the following motion, which was seconded by Mr. Jay Goel, Whole time Director for approval as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 50,000 plus GST, travel and actual out-of-pocket expenses payable to M/s B. Ray & Associates, who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2020- 21.

The Chairman then enquired if there were any clarifications required on the same.

Since, none of the members required any clarification, the resolution was put to vote and on a show of hands the Ordinary resolution was passed unanimously.

4. Appointment of Mr. Pradip Kumar Agarwal as a Director of the company:

Mr. Jay Goel, Whole time Director proposed the following motion, which was seconded by Mr. Amit Bajaj, Whole time Director for approval as an **Ordinary Resolution**

"RESOLVED THAT pursuant to provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, Mr. Pradip Kumar Agarwal who was

For LUMINO INDUSTRIES LIMITED

Company Secretary

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appointed as Additional Director by the Board of Directors of the company at their meeting held on 26 November, 2019, and who holds office up to the date of this Annual General Meeting be and is hereby appointed as the Director of the Company".

Dated:

Place: Kolkata

Registered Office:

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

For LUMINO INDUSTRIES LIMITED
Dhwani Fatehpuria
Company Secretary

By order of the Board
For Lumino Industries Limited

For LUMINO INDUSTRIES LIMITED

Dhwani Fatehpuria

Company Secretary

Membership No. P-1261

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NOTES:

1. ***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.***
2. 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.
3. Members are requested to notify immediately any change in address, if any, to the DP.
4. 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.
5. All documents referred to in the Notice will be available for electronic 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, 2020. Members seeking to inspect such documents can send an email to cs@luminoindustries.com.
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 electronically 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 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 15th
ANNUAL GENERAL MEETING**

(Pursuant to Secretarial Standard-2)

Name of The Director	Mr. Amit Bajaj
DIN	00591071
Date of Birth/ Age	17/04/1976, 47 years,
Date of First Appointment on the Board of the Company	10th January 2019 appointed as Director
Brief Resume of Director	Mr. Amit Bajaj, designated as the Whole-time Director of Lumino Industries Limited is a 47 years old dynamic individual, holding a degree in Bachelor of Commerce (Hons.) and more than 15 years of notable experience as Marketing Head in Power Sector. Highly accomplished enterprising visionary combining outstanding sales and marketing talents with high caliber, Mr. Amit Bajaj is a results-oriented, decisive leader, with proven success in establishing a lasting presence in new markets, whilst identifying growth opportunities, and initiating strong business alliances.
Nature of Expertise in Specific Functional Areas	Marketing
List of Other Public Companies in which outside Directorship held (excluding in Foreign Companies)	NIL
List of Other listed Companies in which Directorship held	NIL
Chairman / Member of the Committees of the Board of Directors of Other Companies in which he is a Director (excluding in Foreign Companies)	NIL
Chairman / Member of the Committees of the Board of Directors of Other Listed Companies	NIL
Disclosure of Relationship between Directors inter-se and Key Managerial Personnel	None
Details of Shareholding, if any in the Company	NIL
The number of Meetings of the Board attended during the Financial Year	Attended 16 Board Meetings out of total 16 Board Meetings held during the Year.
Listed entities from which he resigned in the past three years.	Nil
Details of remuneration last paid	Rs. 23,44,480/- P.A

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

ITEM NO. 3 - Ratification of the Remuneration of the Cost Auditor for the Financial Year ending 31st March, 2021

Mr. Amit Bajaj, Whole time Director proposed the following motion, which was seconded by Mr. Jay Goel, Whole time Director for approval as an Ordinary Resolution:

RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 50,000 plus GST, travel and actual out-of-pocket expenses payable to M/s B. Ray & Associates, who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2020- 21.

The Chairman then enquired if there were any clarifications required on the same.

Since, none of the members required any clarification, the resolution was put to vote and on a show of hands the Ordinary resolution was passed unanimously.

ITEM NO. 4 - Appointment of Mr. Pradip Kumar Agarwal as a Director of the company:

Mr. Jay Goel, Whole time Director proposed the following motion, which was seconded by Mr. Amit Bajaj, Whole time Director for approval as an **Ordinary Resolution**.

"RESOLVED THAT pursuant to provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, Mr. Pradip Kumar Agarwal who was appointed as Additional Director by the Board of Directors of the company at their meeting held on 26 November, 2019, and who holds office up to the date of this Annual General Meeting be and is hereby appointed as the Director of the Company".

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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 15th Annual General Meeting (AGM) of the Company to be held on the 30th Day of September, 2020 at 12.00 p.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.	To Receive, Consider and Adopt Audited Financial Statements as on 31st March, 2020 and, Reports of the Board of Directors and Auditors thereon.		
2.	To appoint Pradip Kumar Agarwal as a Director of the company		
Special Business			
3.	Ratification of Remuneration payable to Cost Auditor		
4.	Appointment of Mr. Pradip Kumar Agarwal as a Director of the company		

Signed this ----- day of ----- 2020

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.

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**ANNUAL GENERAL MEETING
ATTENDANCE SLIP**

DATE

: Wednesday, the 30th Day of September, 2020

VENUE

: Registered Office of the Company.

TIME

: 12.00 P.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.



Lumino Industries Ltd.

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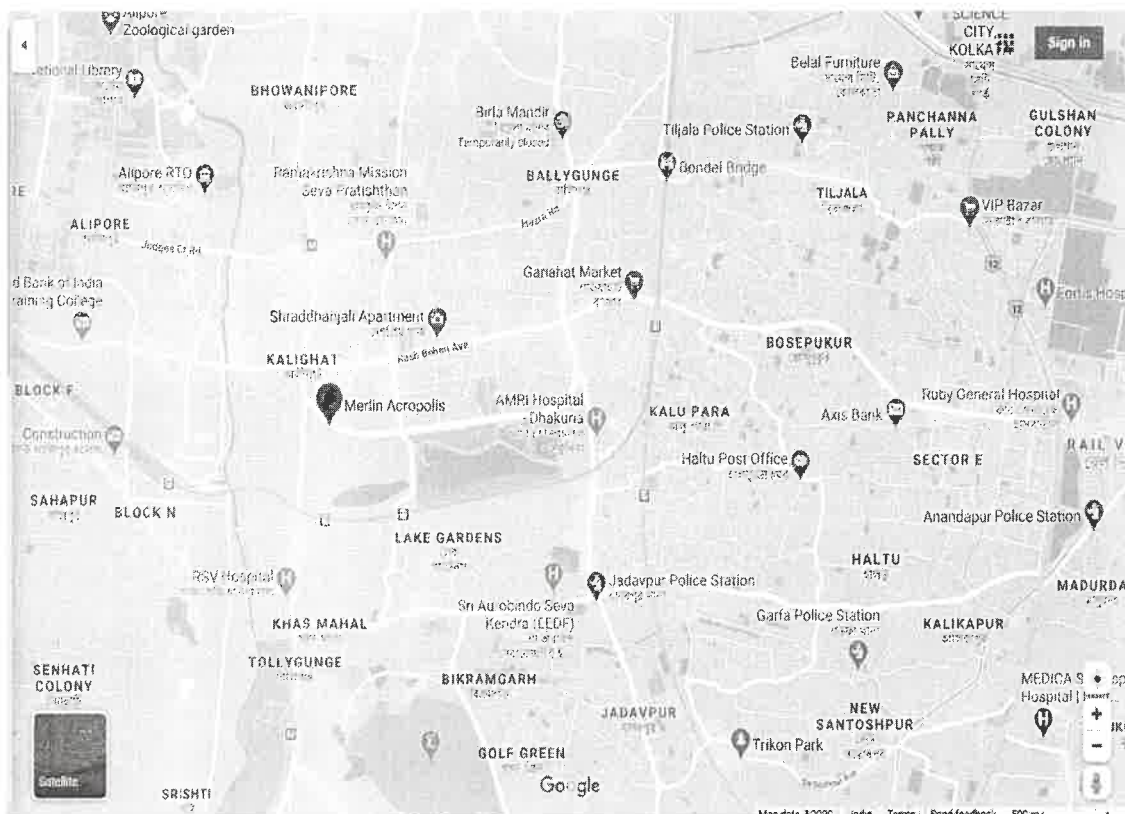
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Route Map to the venue of the 15th Annual General Meeting of the Company to be held on 30th September, 2020



Lumino Industries Limited

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

**An ISO 9001:2015 (QMS)
ISO 14001:2015 (EMS) &
45001:2018 (OHSAS)
Certified Company**



Business Unit I : Mfg. Of Overhead Transmission Line Conductors & Aerial Bunched Cables

Business Unit II : Engineering Procurement Construction (EPC) Contractors

Business Unit III : Integrated Solar EPC Solutions Provider

Works: At P/O - Biprannapara, Jalan Complex, P.S.: Domjur, Howrah 711411, India

CIN: U14293WB2005PLC102556