

**Date: September 24, 2022**

To,  
Listing Department,  
**National Stock Exchange of India Limited**  
Exchange Plaza Bandra Kurla Complex,  
Bandra East, Mumbai-400 051

**Symbol: FOCUS**

**Series: EQ**

**Subject: Proceedings of the 17<sup>th</sup> Annual General Meeting held on 24<sup>th</sup> September, 2022**

Dear Sir/ Madam,

Pursuant to Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the business mentioned in the Notice dated 2<sup>nd</sup> September, 2022 were transacted. In this regard, we enclose herewith a summary of proceedings of 17<sup>th</sup> Annual General Meeting of the Company held on 24<sup>th</sup> September, 2022 at 2:00 p.m. (IST) at the 11C, Laxmi Industrial Estate, New Link Road, Opp. Fun Republic, Cinema, Andheri West, Mumbai – 400058.

You are requested to kindly take the same on your records.

Thanking you,

For **Focus Lighting and Fixtures Limited**

**Amit Vinod Sheth**  
**Managing Director**  
**DIN: 01468052**

**Encl:** As above

## **Summary of Proceedings of the 17<sup>th</sup> Annual General Meeting (AGM)**

The 17<sup>th</sup> Annual General Meeting of Focus Lighting and Fixtures Limited (the Company) was held on Saturday, 24<sup>th</sup> day of September, 2022 at 2:00 p.m. at 11C, Laxmi Industrial Estate, New Link Road, Opp. Fun Republic, Cinema, Andheri West, Mumbai – 400058, Maharashtra.

Mr. Amit Vinod Sheth, Managing Director of the Company took the chair, welcomed the members, and started the formal proceedings.

He introduced the Board Members, the Company Secretary & Compliance Officer and the Chief Financial Officer namely, Mrs. Deepali Amit Sheth (Executive Director), Mr. Chetan Shah (Independent Director), Mr. Mahesh Rachh (Independent Director), Ms. Khushi Amit Sheth (Additional Non-Executive Non-Independent Director), Ms. Drashti Bhimani (Company Secretary & Compliance Officer) and Mr. Tarun Udeshi (Chief Financial Officer). The Chairman also confirmed the presence of representatives of the Statutory Auditor, Secretarial Auditor, and Internal Auditor.

Quorum for the Meeting – A total of 15 members attended the meeting.

The requisite quorum being present, the Chairman called the meeting to order. The Chairman informed that the statutory registers under the Companies Act, 2013 were available for inspection by the members till the conclusion of the meeting.

The Chairman informed the Members that the Report of the Board of Directors, the Accounts for the financial year ended 31<sup>st</sup> March, 2022 and the Notice convening the 17<sup>th</sup> AGM were taken as read as the same had already been circulated to the Members. The Chairman briefed the highlights of the performance of the Company. The Chairman informed about the unqualified opinions expressed by the Statutory Auditor of the Company on the financial statements and matters, hence the Audit Report was not required to be read.

The business items placed before the members for approval as per the Notice of the meeting were then summarized by the Chairman. Thereafter, members were invited to ask to queries/ raise their concerns which were duly responded to by the Chairman.

The Chairman then informed the gathering that the Company had provided an option to the members for voting through electronic mode viz. remote e-voting which remained open from 9:00 a.m. on September 21, 2022 to 5:00 p.m. on September 23, 2022. The following businesses were then transacted at the meeting:

Sr. No	Particulars	Type of Resolution
	<b>Ordinary Business</b>	
1.	To consider and adopt the audited financial statements (both standalone and consolidated) of the Company for the year ended March 31, 2022 which includes the Statement of Profit & Loss and Cash Flow Statement for the year ended March 31, 2022, the Balance Sheet as at that date, the Auditor's Report thereon and the Directors' Report.	Ordinary Resolution
2.	To appoint a Director in place of Mrs. Deepali Amit Sheth (DIN: 01141083), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.	Ordinary Resolution
3.	To approve and declare Final Dividend on Equity Shares at the rate of 5% (Five Percent) [i.e., Rs. 0.50/- (Fifty Paise Only) per Equity Share of face value of Rs. 10/-(Rupees Ten Only)] for the Financial Year ended 31 <sup>st</sup> March, 2022.	Ordinary Resolution
	<b>Special Business</b>	
4.	To approve the increase in the Authorised Share Capital of the Company	Ordinary Resolution
5.	Approval for Alteration in Memorandum of Association of the Company	Ordinary Resolution
6.	Approval for Preferential Issuance of Warrants on a Private Placement Basis.	Special Resolution
7.	To approve the Appointment of Mr. Sanjay Surajmal Gaggar (DIN:03083767) as an Independent director of the Company	Special Resolution

8.	Regularisation of Additional Director, Ms. Khushi Sheth (DIN: 09351537) as Non-Executive Non- Independent Director of the Company.	Ordinary Resolution
9.	To re-appoint Mr. Chetan Shah (DIN: 08038633) as an Independent Director of the Company	Special Resolution
10.	To re-appoint Mr. Mahesh Rachh (DIN: 00458665) as an Independent Director of the Company.	Special Resolution
11.	To Approve the Contracts/Arrangements/Transactions for Related Party Transactions with ShethVinod Lighting Private Limited.	Ordinary Resolution
12.	To Ratify the Contracts/Arrangements/Transactions for Related Party Transactions with ShethVinod Lighting Private Limited for FY 2021-22.	Ordinary Resolution

The Chairman further informed the members that the Board of Directors has appointed Mr. Mayank Arora, Proprietor of M/s Mayank Arora & Co., Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process and ballot/poll process at the AGM in a fair and transparent manner.

The Chairman announced that the results of voting shall be announced within 48 hours of conclusion of meeting. The results of voting will be displayed at the Registered Office of the Company and placed on the website of the Company & Stock Exchange viz., NSE, once they are declared. He thanked the members for attending the meeting.

The meeting commenced at 2:00 p.m. and concluded at 2.45 p.m.

For **FOCUS LIGHTING AND FIXTURES LIMITED**

**AMIT VINOD SHETH**  
**MANAGING DIRECTOR**  
**DIN: 01468052**