

Date: 31st August, 2023

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 18th Annual General Meeting held on Thursday, 31st August, 2023.

Dear Sir/ Madam,

Pursuant to Regulation 30, Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the business mentioned in the Notice of 18th Annual General Meeting dated 9th August, 2023 were transacted.

In this regard, we enclose herewith a summary of proceedings of 18th Annual General Meeting of the Company held on Thursday, 31st August, 2023 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 18th Annual General Meeting (AGM)

The 18th Annual General Meeting of Focus Lighting and Fixtures Limited (the Company) was held on Thursday, 31st August, 2023 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), Mr. Sanjay Gaggar (Independent Director), Ms. Khushi Amit Sheth (Non-Executive Non-Independent Director), Mrs. Drashti Senjaliya (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 37 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 Financial Statements including Director's Report, for the Financial Year ended 31st March, 2023 and Notice convening the 18th Annual General Meeting were taken as read as the same had already been circulated to the Members. Further, the Chairman briefed the highlights of the performance of the Company during the year. It was further informed regarding the unqualified opinions expressed by the Statutory Auditor of the Company on the financial statements and related matters, hence the Audit Report was not required to be read.

The proposed items placed before the members for their approval as mentioned in the Notice of the meeting were then summarized by the Chairman. Members present at the Meeting were then invited to raise their queries/concerns which were duly answered 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. IST on 28th August, 2023 till 30th August, 2023 at 5:00 p.m. The following businesses were then transacted at the meeting:

Sr. No	Particulars	Type of Resolution
Ordinary Business		
1.	To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31 st March, 2023 which includes the Statement of Profit & Loss and Cash Flow Statement for the year ended 31 st March, 2023, the Balance Sheet as at that	Ordinary Resolution

	date, the Auditor's Report thereon and the Directors' Report.	
2.	To appoint a Director in place of Ms. Khushi Amit Sheth (DIN: 09351537), 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 15% (Fifteen Percent) [i.e., Rs. 1.50/- (One Rupee Fifty Paise Only) per Equity Share of face value of Rs. 10/- (Rupees Ten Only)] for the Financial Year ended 31 st March, 2023.	Ordinary Resolution
Special Business		
4.	To consider and approve for Sub-division of the equity shares of the Company.	Ordinary Resolution
5.	To consider and approve Alteration of Memorandum of Association (MOA)	Ordinary Resolution
6.	To increase the limit as permissible under Section 188(1)(f) of the Companies Act, 2013 of Mr. Jigar Bharat Ghelani holding office or place of profit, as Business Development Manager in Plus Light Tech – F.Z.E, Wholly Owned Subsidiary.	Special Resolution
7.	To approve the increase remuneration payable to Mrs. Deepali Sheth, Executive Director of the Company.	Special Resolution
8.	To increase the overall Managerial Remuneration of the Directors of the Company.	Special Resolution
9.	To discuss, consider and approve the Contracts/ Arrangements/ Transactions and Material Related Party Transactions with Xandos Lighting And Fixtures Private Limited.	Special Resolution

It was further informed to the members that the Board of Directors has appointed M/s Mayank Arora & Co., Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process and ballot/poll process at the Annual General Meeting in a fair and transparent manner.

The Chairman announced that the results of voting shall be announced within two working days of the conclusion of Meeting. The results of voting will be displayed at the Registered Office of the Company and shall be placed on the website of the Company & Stock Exchange viz., NSE, once they are declared. He then thanked all the Members, Board of Directors, and Invitees for attending the meeting.

The meeting commenced at 02:00 P.M. and concluded at 03.00 P.M.

For FOCUS LIGHTING AND FIXTURES LIMITED

AMIT VINOD SHETH
MANAGING DIRECTOR
DIN: 01468052