

## Luminous Power Technologies Private Limited

CIN: U74899DL1988PTC032019  
Registered Office: C-56, Mayapuri Industrial Area, Phase II, Mayapuri, New Delhi- 110 064  
Corporate Office: Plot No. 150, Sector-44, Gurugram (Gurgaon), Haryana, 121 003, India  
Phone: +91 124 4776886 / +91 9971969911 (cell) | Fax: +91 124 2544170 |  
Email: ashish.pandey@luminousindia.com ; Site: www.luminousindia.com |

# LUMINOUS

### ANNUAL GENERAL MEETING NOTICE-2024

Notice is hereby given that the **36<sup>th</sup> Annual General Meeting** of the Members of Luminous Power Technologies Private Limited will be held on Thursday, 19<sup>th</sup> September 2024 at 04:30 PM (IST) through Video Conference / Other Audio Visual Means (**Join Microsoft Teams Meeting**), to transact the following business items. The virtual venue of the meeting shall be Corporate Office of the Company at Plot No. 150, Sector- 44, Gurugram, Haryana- 122003 (India).

#### ORDINARY BUSINESS

##### **1. APPROVAL AND ADOPTION OF FINANCIAL STATEMENTS**

To receive, consider and adopt the Standalone Audited Financial Statements and Consolidated Financial Statements of the Company as of 31<sup>st</sup> March 2024 together with the Report of Directors and Auditors thereon.

##### **2. DECLARATION OF DIVIDEND**

To consider and if deemed fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:-

**“RESOLVED THAT** pursuant to recommendation of the Board of Directors of the Company, the dividend for the financial year ended 31<sup>st</sup> March 2024 on 13553851 Equity Shares at the rate of INR 111/- per share, be paid to those shareholders of the Company whose names appear on the Company's register of members as on 06<sup>th</sup> June 2024.”

#### SPECIAL BUSINESS

##### **3. RATIFY THE REMUNERATION OF THE COST AUDITOR.**

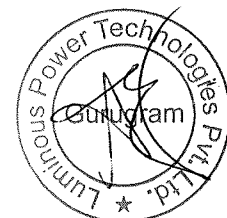
To consider and if thought fit to pass with or without modification, the following resolution as **ORDINARY RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, payment of remuneration of INR 7 lacs plus GST and out-of-pocket expenses to M/s Chandra Wadhwa & Co., Cost Accountants, New Delhi, as the Cost Auditor of the Company, to conduct audit of cost accounting records maintained by the Company for product(s)/Services covered under MCA Cost Audit Order(s) for the financial year ending on 31<sup>st</sup> March 2025, as recommended by the Board of Directors of the Company be and is hereby ratified.”

##### **4. APPOINTMENT OF MR. AUGUSTIN LOUIS BARRELET AS DIRECTOR.**

To consider and if thought fit to pass with or without modification, the following resolution as **ORDINARY RESOLUTION**:

**“RESOLVED THAT** pursuant to provisions of Section 152 read with Rules under Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification (s)



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Luminous Power Technologies Pvt. Ltd.

CIN : U74899DL1988PTC032019

Confidential

Corporate Office : Plot No. 150, Sector-44, Gurugram, Haryana, India-122003, Ph.: +91-124-4776700 Fax No.: +91-124-2544170 email: care@luminousindia.com

Registered Office : C-56, Mayapuri Industrial Area, Phase II, Mayapuri, New Delhi, India-110064, Ph.: +91-011-28116370

www.luminousindia.com

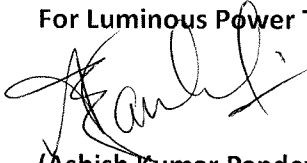
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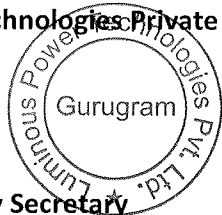
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or reenactment thereof for the time being in force) and provisions of the Article of Association of the Company, the Consent of the Shareholders of the Company be and is hereby accorded to appoint **Mr. Augustin Louis BARRELET (DIN: 10671276)**, Director of the Company.

**By Order of the Board of Directors  
For Luminous Power Technologies Private Limited**

  
**(Ashish Kumar Pandey)**  
**Head (Legal) & Company Secretary**  
**Membership No. A 16662**  
**C/o Plot 150, Sector -44, Gurugram Haryana,  
122003**



**Date: 06<sup>th</sup> June 2024**

**Place: Gurugram**

### NOTES

1. The Ministry of Corporate Affairs ("MCA") has vide its circular dated 25<sup>th</sup> September 2023 (referred to as "MCA circular") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue till 30<sup>th</sup> September 2024. In compliance with MCA circular, the AGM of the Company is being held through VC / OAVM.
2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Corporate Shareholders are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote. The said Resolution/Authorization shall be sent to the Company by email through its registered email to [ashish.pandey@luminousindia.com](mailto:ashish.pandey@luminousindia.com).
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
6. ALL DOCUMENTS REFERRED TO IN THE ACCOMPANYING NOTICE ARE OPEN FOR INSPECTION AT THE REGISTERED OFFICE OF THE COMPANY DURING THE BUSINESS HOURS ON ALL WORKING DAYS UPTO THE DATE OF THE ANNUAL GENERAL MEETING.

### EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACTS, 2013.

#### ITEM NO. 03

The Board of Directors of the Company at its meeting held on 06<sup>th</sup> June 2024, appointed M/s Chandra Wadhwa & Co., Cost and Management Accountants, New Delhi as the Cost Auditor to undertake audit of cost accounting records of the Company for the financial year ending 31<sup>st</sup> March 2025 and has recommended payment of remuneration of INR 7 Lacs plus GST and out of pocket expenses.

The Company is in receipt of a letter dated 16<sup>th</sup> May 2024 from M/s Chandra Wadhwa & Co., providing their consent to act as the Cost Auditor of the Company for the financial year 2024-25 and assuring that they are not disqualified under Section

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141(3) of the Companies Act 2013 and are eligible for appointment as the Cost Auditor of the Company for the said financial year.

As per Section 148 of the Companies Act 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules 2014, remuneration payable to the Cost Auditor of the Company is required to be ratified by the Members of the Company at their general meeting and hence this resolution. The Board of the Directors of the Company recommend the Resolution as set out in Item No. 3 of this Notice as Ordinary Resolution for approval of the Members.

None of the Directors, Key Managerial Personnel and relatives of Directors and Key Managerial Personnel is interested in the proposed resolutions.

### ITEM NO. 04

**Mr. Augustin Louis BARRELET** was appointed as an Additional Director on the Board of the Company in the Board of Directors meeting held on dated 06<sup>th</sup> June 2024, in terms of the provisions of Section 161(1) of the Companies Act 2013 and holds office up to the conclusion of this Annual General Meeting.

**Mr. Augustin Louis BARRELET** has more than 20 years of business leadership experience in areas finance management, controlling, corporate finance, restructuring, mergers & acquisitions, post-merger integration, risk management, internal audit, change management and international team management, currently working as CFO in Secure Power division at Schneider Electric with a global outlook and experience, a strong record in driving profitability growth, and a passion for creating value, in particular through enterprise business transformations and digital transformations. And his highest qualification is master's in business administration (MBA) from McGill University and Master of Science (M. Sc.) from HEC Paris.

Brief particulars of Mr. Augustin Louis BARRELET are following below:


Name	Mr. Augustin Louis BARRELET
AGE	44 Years
Experience	More than 20 Years
Date of First appointment on the Board	06 <sup>th</sup> June 2024
Shareholding in the Company	Nil
Relationship with directors/KMP/Manager of the Company	Nil
No. of Board Meeting attended	01
Other directorship/ membership	Nil

Keeping in view the vast experience and contribution of Mr. Augustin Louis BARRELET the Board proposes appointing him as Director of the Company.

The Board of Directors of the Company recommend Resolution No. 4 of this Notice as Ordinary Resolution for approval of the Members.

Except Mr. Augustin Louis BARRELET none of the Directors and Key Managerial Personnel of the Company or their relatives are interested in the proposed resolutions set out in Item No. 4 of this Notice.

**By Order of Board of Directors  
For Luminous Power Technologies Private Limited**

  
(Ashish Kumar Pandey)  
Head (Legal) & Company Secretary

Membership No. A 16662  
C/o Plot 150, Sector -44  
Gurugram, Haryana, 122003  
Date: 06<sup>th</sup> June 2024  
Place: Gurugram