

NOTICE OF BOARD MEETING

09.10.2023

Directors

1. Ashish Aggarwal (Managing Director)
2. Rekha Aggarwal (Director & CFO)
3. Hemant Mangla (ID)
4. Raghav Aggarwal (Director)
5. Saras Kumar (ID)
6. Shweta Nathani (ID)

Invitee:

1. Pratyus Kumar (Selected Company Secretary)

Sub: Notice & Agenda of the 07th Board Meeting for the Financial Year 2022-23

Dear Sir(s),

Notice is hereby given that the next meeting of the Board of Directors No. **FY 07/2023-24** of the Company scheduled to be held on **Monday the 16th October, 2023 at 01.00 P.M.** at the registered office of the Company at Jagan Lamps Limited, Narela Piao Manihari Road, District-Sonipat-131028, Haryana to transact the business listed in the agenda attached with this notice.

Please find enclosed agenda and notes of agenda for the meeting.

Kindly make it convenient to attend the meeting.

Yours faithfully,

For **Jagan Lamps Limited**

Ashish Aggarwal
Managing Director
DIN: 01837337

JAGAN LAMPS LTD.

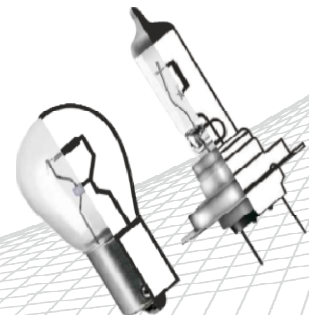
Narela Piao Manihari Road, Kundli, Distt - Sonipat, Haryana-131028 (INDIA)

Tel : 8814805077

E-mail : sales@jaganlamps.com, jagansalesautobulbs@gmail.com

Website : www.jaganlamps.com

CIN : L31501HR1993PLCO33993



Jagan Lamps Limited

07TH BOARD MEETING OF FY 2023-24

AGENDA

Day & Date	Monday, 16 th October, 2023
Time	01.00 PM IST
Venue	Registered office of the Company at Jagan Lamps Limited, Narela Piao Manihari Road, District-Sonipat-131028, Haryana
S. No.	Item/ Matters
A. INTRODUCTORY MATTERS	
1.	To take the chair and welcome of Board of Directors.
2.	To grant leave of absence.
3.	To confirm the quorum present at the meeting.
4.	To confirm the minutes of last Board Meeting dated 01.09.2023.
B. MATTERS FOR NOTING, DISCUSSION AND APPROVAL	
5.	To take approval of appointment of Pratyus Kumar as the Company Secretary and Compliance Officer of the Company.
C. OTHER MATTERS	
7.	Any other matter with the permission of the Chair.
8.	Vote of thanks.

NOTES OF AGENDA OF THE BOARD MEETING DT. 16.10.2023

A. INTRODUCTORY MATTERS

Item no. 1: To elect the Chairman of the Meeting:

The Board is requested to elect the Chairman, who shall preside over this Board meeting.

Item no. 2: Leave of absence:

The Board Meeting is required to grant leave of absence, if any, to the Board of Directors who will not be available to attend the meeting. The directors may apply for leave of absence in the prescribed format of the Company or simply write to Mr. Ashish Aggarwal, Managing Director of the Company mentioning your inability to attend the meeting at the e-mail address ashish.a@jaganlamps.com or alternatively at cs@jaganlamps.com.

Item no. 3: Quorum present at the meeting:

The quorum shall present in the meeting as per the Companies Act, 2013 and Articles of the Company.

Item no. 4: Confirmation of last minutes of meeting of the Board of Directors Meeting dated 01.09.2023 of the Company:

The minutes of the previous meeting of the Board of Directors Meeting dated 01.09.2023 are to be read & confirm by the Chairman of the meeting.

B. MATTERS FOR NOTING, DISCUSSION AND APPROVAL

Item no.5: To take note of following compliances:

a) Proceedings of the Annual General Meeting

The Board will take a note of the "Proceeding of the 31st Annual General Meeting" of the Company and submission of the same to BSE within the prescribed time limit of 24 hours from the Conclusion of the meeting.

Further, it is informed to Board to take the note of filing of Form MGT-15 within the prescribed time limit under the Companies Act, 2013 for the proceeding of AGM.

Item no. 6: To take approval of appointment of Pratyus Kumar as the Company Secretary (Key Managerial Personnel) and Compliance Officer of the Company.

In view of resignation of Mrs. Anuradha Malik as Company Secretary , the Company has invited profile from the potential candidates for the appointment in the vacated place. After, interaction with candidates, the Company has selected Mr. Pratyus Kumar, a qualified Company Secretary. He has approx 8 years of experience in the secretarial areas. He will work under the supervision of Managing Director of the Company.

As per the law, the said appointment shall be approved and recommended by the Nomination and Remuneration Committee (NRC) to the Board for their approval. Therefore, the matter was first discussed and approved at the NRC meeting on the same day before the meeting of Board. Further, this is informed to the Board that his performance will be subject to evolution on yearly basis by the NRC as the said appointment is part of the Key Managerial Person.

The Board is requested to consider and approve the appointment of Mr. Pratyus Kumar as Company Secretary and Compliance Officer of the Company w.e.f. 17th October, 2023.

Draft Resolutions No. 1

“RESOLVED THAT Pursuant to the provision of section 203 of the Companies Act 2013 read with Rule 8A of Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other applicable provisions of the Companies Act, 2013 including any statutory modification and re-enactment thereof, Mr. Pratyus Kumar (ACS 4171) an Associate member of The Institute of Company Secretaries of India, who possess the requisite qualification as prescribed under the Companies (Appointment and Qualification of Secretary) Rules 1988, be and is hereby appointed, on such terms and conditions as may be decided by the management, as the Company Secretary of the Company, w.e.f 17th October, 2023 at a remuneration negotiated with the Company and at such remuneration which will be decided by the Board in future based on the evaluation of performance as necessary.

FURTHER RESOLVED THAT pursuant to regulation 6(1) & regulation 30(4) read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Pratyus Kumar, Company Secretary, be and is hereby designated as a Compliance Officer of the Company with effect from 14.10.2023 and authorize to make all the compliances as may be applicable to the Company under the SEBI (LODR) regulations, 2015 and Securities Contract Regulations Act, 1956 as may be applicable to the Company from time to time under the supervision of Managing Director of the Company.

FURTHER RESOLVED THAT Mr. Ashish Aggarwal, Managing Director or any of Directors of the Company be and is hereby authorized to file all the necessary forms to Registrar of Companies or to send the necessary intimation / information to the concerned Stock Exchange and to do all such acts, deeds and things which are necessary for the aforesaid appointment.”

Item No. 7: Authorization to sign and file forms with Registrar of Companies (ROC) and other authorities

The Board was informed that in order to sign and file various e-forms and documents with Registrar of Companies and any other government authority from time to time, necessary authorization is required to be given to the officials of the Company. Therefore, it was proposed to the Board to give authorization to any director of the Company.

The Board considered the matter and thereafter decided to allow all the Directors to file necessary forms as and when required. Therefore, the following resolution was passed:

Draft Resolutions No. 2

“**RESOLVED THAT** in supersession to all earlier resolutions passed by board of directors in this regard, all the directors of the Company be and are hereby severally authorized to sign and file necessary forms and submit documents with the Registrar of Companies (ROC), NCT of Delhi and Haryana, RBI or any other government authorities and to give such declaration and affirmations as may be required for filing of forms for and on behalf of the Company.”

OTHER MATTERS

Item no. 8: Any other matter with the permission of the Chair.

With the permission of the Chair and majority of Directors at the meeting including at least one Independent Director, the Board may discuss any other items not included in the Agenda circulated to the Board.

Item no. 9: Vote of Thanks:

To thanks the Chair and close the meeting.