

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Script Code- 530711

Sub.: Notice of the 32nd Annual General Meeting ("AGM") for the FY 2023-24

Dear Sir/Madam,

In further reference to our general announcement dated August 30, 2024, we wish to inform you that 32nd Annual General Meeting ("AGM") of the Company will be held on Monday, September 30, 2024 at 10:00 A.M IST at Registered office of the Company at Jagan Lamps Limited, Narela Piao Manihari Road, Kundli-131028, District- Sonipat, Haryana.

Pursuant to Regulation 30 read with Para A, Part A of Schedule III of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), please find enclosed herewith the Notice of the 32nd AGM of the Company, which is being sent through e-mail to those members whose e-mail addresses are registered with the Company/Registrar & Share Transfer Agent/Depository Participant(s).

Pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of Companies (Management and Administration) Rules, 2014 and the provisions of the Listing Regulations, the Register of Members and Share Transfer Books of the Company will remain closed from Monday, September 23, 2024 to Sunday, September 29, 2024, for the purpose of the AGM.

The Integrated Annual Report for the Financial Year 2023-24 along with Notice of the 32nd AGM will also be available on the Company's website at <https://www.jaganlamps.com/> in term of Regulation 46 of SEBI LODR.

Details pertaining to AGM and e-voting:

Sl. No.	Particulars	Details
1.	Cut-off/record date for e-voting	Monday, September 23, 2024
2.	Remote e-voting start date and time	Friday, September 27, 2024
3.	Remote e-voting end date and time	Sunday, September 29, 2024
4.	Date of AGM	Monday, September 30, 2024

The above is for your information and record and oblige.

Thanking you.

Yours Sincerely,

For Jagan Lamps Limited


Ashish Aggarwal
Managing Director
DIN: 01837337



JAGAN LAMPS LTD.

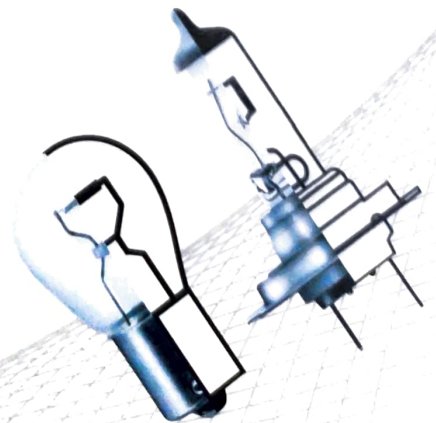
Narela Piao Manihari Road, Kundli, Distt - Sonipat, Haryana-131028 (INDIA)

Tel : 8814805077

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

Website : www.jaganlamps.com

CIN : L31501HR1993PLCO33993



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NOTICE

Notice is hereby given that the **32ndAnnual General Meeting** of the Members of **JAGAN LAMPS LIMITED** will be held on **Monday, 30th day of September, 2024 at 10:00 A.M** IST at registered office of the Company situated at Narela Piao Manihari Road, Kundli-131028, District- Sonipat, Haryana, to transact the following business(s):-

ORDINARY BUSINESS:

1. Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statements of the Company prepared as per Indian Accounting Standard for the year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon.

2. Appointment of Ms. Raghav Aggarwal (DIN: 09131499) as a Director liable to retire by rotation:

To appoint Ms. Raghav Aggarwal (DIN: 09131499), who retires by rotation and being eligible, offers himself for re-appointment as Director as a Director

3. Re-appointment of M/s KASG & Co., Chartered Accountants as Statutory Auditor:

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and based on the recommendation of the Audit Committee and the Board of Directors, approval of the Members be and is hereby accorded to re-appoint **M/s KASG & Co,** Chartered Accountants, having Firm Registration No. 002228C, who has given its consent along with certificate under Section 141 of the Companies Act, 2013 and certificate issued by the Peer Review Board of ICAI, as Statutory Auditors of the Company and who shall hold office of the Statutory Auditors from the conclusion of 32nd Annual General Meeting till the conclusion of the 37th Annual General Meeting to be held in the year 2029, and shall conduct the Statutory Audit for the financial years commencing from April 01, 2024 till the year ended March 31, 2029, at such remuneration plus out of pocket expenses and applicable taxes and other terms and conditions as may be mutually agreed with the Statutory Auditor and as detailed here in this notice.

RESOLVED FURTHER THAT the Board of Directors or any Committee of the Board of Directors of the Company be and are hereby severally authorized to decide and mutually agree on the terms of appointment and increase in remuneration, if any and to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

SPECIAL BUSINESS:

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4. To approve the remuneration to Mr. Raghav Aggarwal, Director

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of sections 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Section I/II of Part II of Schedule V to the Companies Act, 2013 and Articles of Association of the Company and recommendation of the Board of Directors followed by the recommendation of Nomination and Remuneration Committee, the approval of the members of the Company be and is hereby accorded to pay the remuneration of Mr. Raghav Aggarwal, Director of the Company with overall maximum annual remuneration of Rs.12,00,000/- for the financial year 2024-25 and onward until any change is approved as per the required provisions either by monthly/yearly payment or partly by monthly or otherwise in addition to any reimbursement of expenses incurred for the purpose or benefit of the Company.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, the remuneration may be paid to Mr. Raghav Aggarwal, Director in terms of Section II of Part II of Schedule V of the Companies Act, 2013 but which shall not be exceeded to the above stated remuneration.

RESOLVED FURTHER THAT Mr. Ashish Aggarwal, Managing Director of the Company be and is hereby authorized to take all such actions as may be necessary to give effect to the above resolution, including filing of necessary statutory forms/applications with Ministry of Corporate Affairs, Government of India and stock exchange or any other authority as may be required or delegate this power in accordance with any previous/proposed board resolutions or as per applicable provisions."

5. To increase the overall limit of maximum remuneration payable to all the Directors and Manager

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company (the Board) at their respective meetings held on 30th August 2024, the approval of the members of the Company be and is hereby accorded to increase the overall limit of maximum remuneration payable to the Directors, including Managing Director and Whole-time Director, and Manager of the Company in respect of any financial year, upto 21% of the net profits of the Company computed in the manner laid down in Section 198 of the Act, in the following manner: –

- (i) to the Managing Director, Whole-time Director and Manager, if any, upto 15% of the net profits of the Company, as may be decided by the Board from time to time, without any restriction on individual

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limit(s) on the remuneration payable to any of the Managerial Personnel, subject to and within the overall limit of 21% as aforesaid;

- (ii) to the Directors other than Managing Director and Whole-time Director, upto 6% of the net profits of the Company, as may be decided by the Board from time to time, within the overall maximum limit of 21% as mentioned above.

RESOLVED FURTHER THAT the Board (which shall be deemed to include any committee constituted/ to be constituted by the Board) be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and settle any question or difficulty that may arise, for giving effect to this resolution without being required to seek any further consent or approval of the Members of the Company.”

By order of the Board of Directors
For **Jagan Lamps Ltd.**

Date: August 30, 2024
Place: Kundli, Haryana

Sd/-
Pratyus Kumar
Company Secretary

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (Act) relating to the Special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10 percent of paid-up share capital of the Company. However, a member holding more than 10 percent of the total share capital of the Company may appoint a single person as proxy provided that such person shall not act as proxy for any other person or member. A Proxy Form is annexed to this notice.
3. If a Proxy is appointed for more than fifty Members, he/she shall choose any fifty Members and confirm the same to the Company before the commencement of period specified for inspection of proxy lodged. In case the Proxy fails to do so, the Company shall consider only the first fifty proxies received as valid.
4. The form of proxy in order to be effective shall be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the

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meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days' written notice is given to the Company.

5. An instrument of Proxy duly filled, stamped and signed is valid only for this Annual General Meeting including any adjournment thereof.
6. Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of your Company has appointed M/s Mehak Gupta & Associates (Membership No. FCS 10703, CP No. 15013), Practicing Company Secretaries as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner. The Company has opted to provide "electronic voting system" for all those members who are present at the AGM and have not cast their votes by remote e-voting facility. After the conclusion of voting at the AGM, the Scrutinizers will submit a report to the Chairman of the Company or any other person authorized by the Chairman, after taking into account votes cast at the AGM as well as through remote e-voting in accordance with provisions of Rule 20 of Companies (Management and Administration) Rules, 2014, as amended. The consolidated results in respect of voting along with the Scrutinizer's Report will be sent to the Stock Exchange and will also be uploaded on website of the Company and NSDL.
7. Corporate/Institutional members (i.e. other than individuals, HUF, NRI, etc) are required to send scanned copy of its Board or governing body resolution/authorization etc., authorizing its representative to attend AGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization be sent to the Scrutinizer by email through its registered email address to mhkgupta18@gmail.com with a copy marked to evoting@nsdl.co.in&cs@jaganlamps.com to attend and vote on their behalf at the meeting, pursuant to section 113 of the Act.
8. Members/Proxies/Representatives are requested to bring the attendance slip, annexed herewith, for attending the meeting, duly completed and signed mentioning therein details of their DP ID and Client ID/Folio No.
9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. The relevant documents referred to in the Notice are available for inspection by the members at the Registered Office of the Company during business hours on any working day (i.e. except Saturdays, Sundays & Public Holidays) between 10.00 a.m. IST to 5.00 p.m IST up to the date of the Meeting.

11. Appeal to Shareholders

Pursuant to SEBI notification dated January 24, 2022 read with SEBI circular dated January 25, 2022, transfer of shares in physical mode and transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. Accordingly, the Company/ RTA has stopped accepting any fresh lodgment of transfer, transmission, transposition, sub-division, consolidation, renewal /exchange of share certificate or issuance of duplicate share certificates, for shares held in physical form. Members are requested to

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convert the physical holding to demat through DP and may contact the Company for any assistance in this regard.

REGISTRATION OF NOMINATION AND BANK MANDATE

Registration of nomination makes easy for dependents to access your investments and set out the proportion of your benefits to the nominees. Registration and/ or updation of bank mandate ensures the receipt of dividend, if any, and/ or any other consideration timely, faster and easier and more important avoids fraudulent encashment of warrants. Members are requested to submit their bank registration documents i.e. request letter, cancelled cheque and self- attested PAN card & address proof with the Company and/ or DP.

Members of the Company holding shares in physical mode are hereby notified that SEBI has mandated that all the folios have to be KYC compliant and accordingly, asked the shareholders to furnish their PAN, contact details and nomination to the RTAs. The Members are also required to register their postal address with PIN and are encouraged to register their email-ids.

Further, relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf.

12. Members who have not registered their e-mail address so far are requested to register their e-mail address with Depository Participant/ Registrar and Transfer Agents for receiving all the communications including Annual Reports, Notices, etc. in electronic mode.
13. Rule 3 of Companies (Management and Administration) Rules, 2014 (as amended) prescribes that Register of Members should include details pertaining to e-mail, PAN/CIN, UID, Occupation, Status and Nationality. We request all the Members of the Company to update the said details with their respective depository participants in case of shares held in electronic form and with the Company's Registrar and Transfer Agents in the case of physical holding.
14. Shareholders who hold shares in physical form may note that SEBI has made it mandatory for the persons holding securities in physical form to furnish PAN, email, postal address, mobile number, signature, bank account details and nomination details. Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company and RTA and can also request to RTA at investor@masserv.com. Members holding shares in physical form are requested to submit their aforesaid details, if not already furnished, to the Registrar and Share Transfer Agent (RTA) viz. Mas Services Limited.
15. **Book Closure:** The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, September 23, 2024 to Sunday, September 29, 2024 (both days inclusive) for the purpose of annual closure of Books & ascertaining entitlement of members eligible to receive the dividend, if declared at the meeting.

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16. The Register of Directors and Key Managerial Persons and their shareholding maintained under section 170 of the Act and Register of Contract maintained under section 189 of the Companies Act and relevant documents referred in the Notice will be available for inspection without any fee from the date of circulation of this Notice up to the date of AGM i.e. September 30, 2024.
17. Route Map: Since this AGM is held physically, Route Map showing the location of and directions to reach the venue of the 32nd AGM is attached, pursuant to Secretarial Standard-2 on General Meetings.
18. In compliance with the provisions of section 108 of the Companies Act, 2013, Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the businesses may be transacted through e-voting services. The facility of casting votes by the members using an electronic voting system from a place other than the venue of the AGM ("remote e-voting") would be provided by NSDL.
19. Details as required in Regulation 36(3) of the SEBI LODR Regulations, 2015 and the Secretarial Standard-2 on "General Meeting" issued by the ICSI in respect of the Directors seeking appointment/ re-appointment at the forthcoming Annual General Meeting are enclosed as Annexure-1 with this Notice.
20. The notice of the Annual General Meeting along with Annual Report 2023-24 will be sent to those members/ beneficial owners whose name appear in the register of Members/ list of beneficiaries received from the Registrar & Share Transfer Agent as on 30.08.2024 as per the provisions of Companies Act, 2013. Shareholders are requested to update their Email ID's with their depository participants which will be used for the purpose of sending the official communications through Email. Any person, who acquires shares of the Company and becomes the member of the company after dispatch of the Annual Report and holding shares as on the cut-off date (i.e 23.09.2024), may contact to Mas Services Limited (RTAs) or email to cs@jaganlamps.com and obtain copy of the Annual Report.
21. No Gift(s) shall be distributed at the Annual General Meeting of the Company.
22. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, transfer of shares in physical mode and transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company Secretary or Mas Services Limited, Company's Registrar and Share Transfer Agents ("RTA") at investor@masserv.com & Tel. No. 011 26387281/82/83) for assistance in this regard.

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- 23. Members who have not yet registered their e-mail addresses are requested to register the same with their Depository Participants ("DP") in case the shares are held by them in electronic form and with the Company/RTA in case the shares are held by them in physical form.
- 24. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, etc., to their DPs if the shares are held by them in electronic form and to the Company/RTA if the shares are held by them in physical form.
- 25. For receiving all future correspondence (including Annual Report) from the Company electronically–

In case you have not registered your email ID with the Company/ Depository, please follow below instructions to register your email ID for obtaining Annual Report for FY 2023-24 and login details for e-voting.

Physical Holding	Send a signed request letter to MAS Services Limited, Registrar and Transfer Agents (RTA) of the Company, at info@masserv.com or investor@masserv.com providing Folio Number, Name of the Shareholder, scanned copy of the Share Certificate (Front and Back), PAN(Self attested scanned copy), AADHAR (Self attested scanned copy) with subject line (Register E-mail ID Folio No (Mention Folio No) of Jagan Lamps Limited.
Demat Holding	Please contact your Depository Participant (DP) and register your email address as per the process advised by DP.

- 26. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN, if not already furnished, to their Depository Participants with whom they are maintaining their demat accounts.
- 27. In compliance with MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories. Further, Notice of the AGM & Annual report is being sent through physically to those members who have not registered their e-mail addresses and mobile nos. and in consequence could not be served the Notice of the AGM and Annual Report may temporarily get themselves registered with RTA by emailing for obtaining the same. Members are requested to support our commitment to environmental protection by choosing to receive the Company’s communications through e-mail going forward.
- 28. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company’s website www.jaganlamps.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of NSDL <https://www.evoting.nsdl.com>.

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29. In case a person has become a member of the Company after dispatch of Notice of AGM but on or before the cut-off date for e-voting i.e. Monday, September 23, 2024, such person may obtain the User ID and Password from RTA by e-mail request on info@masserv.com or investor@masserv.com
30. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
31. Members who wish to obtain any information on the Company or view the financial statements for the financial year ended March 31, 2024 send their queries at cs@jaganlamps.com at least 7 (Seven) days before the date of AGM. The same will be replied by/on behalf of the Company suitably.
32. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/ them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.
33. In terms of SEBI Circular dated 09/12/2020, the depository shall send SMS/email alerts regarding the details of the upcoming AGM to the demat holders atleast 2 days prior to the date of commencement of e-voting. Hence members are requested to update the mobile no./email ID with their respective depository participants.
34. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN to the Company/Registrar.
35. In accordance with SEBI LODR (Listing Obligations and Disclosure Requirements) (4th amendment) Regulations, 2018 notified on June 07, 2018 and further notification dated 30/11/2018 any request for physical transfer of shares shall not be processed w.e.f. April 01, 2019.
36. Further, in compliance with SEBI vide its circular [SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8](#) dated 25th January 2022, the following requests received by the Company in physical form will be processed and the shares will be issued in dematerialization form only:-
 - i. Issue of duplicate share certificate
 - ii. Claim from unclaimed suspense account
 - iii. Renewal/Exchange of securities certificate
 - iv. Endorsement
 - v. Sub-division / splitting of securities certificate
 - vi. Consolidation of securities certificates/folios
 - vii. Transmission
 - viii. Transposition

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For this purpose, the securities holder/claimant shall submit a duly filled up Form ISR-4 which is hosted on the website of the company at www.jaganlamps.com as well as on the website of MAS Services Ltd at www.masserv.com, Registrar and share transfer agent (RTA) of the Company. The aforementioned form shall be furnished in hard copy form.

Note: Members holding shares in physical form are requested to dematerialize their holdings at the earliest.

37. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).

38. Instructions for e-voting is as follows:

In terms of the provisions of section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter called ‘the Rules’ for the purpose of this section of the Notice) and regulation 44 of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the Company is providing facility of remote e-voting to exercise votes on the items of business given in the Notice of 32nd Annual General Meeting (AGM) through electronic voting system, to members holding shares as on Monday, September 23, 2024 (end of day), being the cut-off date fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by NSDL or to vote at the AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING IS AS UNDER:-

The remote e-voting period begins on Friday, September 27, 2024 at 09:00 A.M. and ends on Sunday, September 29, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cutoff date) i.e. September 23, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2024.

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

STEP 1: ACCESS TO NSDL E-VOTING SYSTEM

A. Login method for e-Voting for Individual shareholders holding securities in demat mode

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Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. If the users are already registered for NSDL IDeASe-Services facility may follow the following procedure:</p> <ul style="list-style-type: none"> i. Type in the browser / Click on the following e-Services link: https://eservices.nsd.com ii. Click on the button "Beneficial Owner" available for login under 'IDeAS' section. iii. A new page will open. Enter your User ID and Password for accessing IDeAS. iv. On successful authentication, you will enter your IDeAS service login. Click on "Access to e-Voting" under Value Added Services on the panel available on the left hand side. v. Click on the e-Voting link available against Company name or select e-Voting service provider "NSDL" and you will be re-directed to the e-Voting page of NSDL to cast your vote without any further authentication. <p>If the user is not registered for NSDL IDeAS e-Services may follow the following procedure:</p> <ul style="list-style-type: none"> i. To register, type in the browser / Click on the following link: https://eservices.nsd.com ii. Select option "Register Online for IDeAS" available on the left hand side of the page. iii. Proceed to complete registration using your DP ID, Client ID and Mobile Number etc. iv. After successful registration, please follow steps given under Sr. No. 1

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	<p>above to cast your vote.</p> <p>2. Users may directly access the e-Voting module of NSDL as per the following procedure:</p> <ol style="list-style-type: none"> i. Type in the browser/Click on the following link: https://www.evoting.nsdl.com ii. Click on the button "Login" available under "Shareholder/ Member" section. iii. On the login page, enter User ID (that is, 16-character demat account number held with NSDL, starting with IN), Login Type, that is, through typing Password (in case you are registered on NSDL's e-voting platform)/ through generation of OTP (in case your mobile/email address is registered in your demat account) and Verification Code as shown on the screen. iv. On successful authentication, you will enter the e-Voting module of NSDL. Click on "Active E-voting Cycles / VC or OAVMs" option under e-Voting. Click on the e-Voting link available against Company name or select e-Voting service provider "NSDL" and you will be redirected to the e-Voting page of "NSDL" to cast your vote without any further authentication.
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1. Users already registered for Easi / Easiest facility of CDSL may follow the following procedure:</p> <ol style="list-style-type: none"> i. Type in the browser / Click on any of the following links https://web.cdslindia.com/myeasinew/home/login/ or https://www.cdslindia.com and click on New System Myeasi / Login to My Easi option under Quick Login. ii. Enter your User ID and Password for accessing Easi / Easiest. iii. You will see Company name on the next screen. iv. Click on the e-Voting link available against Company name or select e-Voting service provider "NSDL" and you will be re-directed to the e-Voting page of NSDL to cast your vote without any further authentication. <p>Users not registered for Easi/Easiest facility of CDSL may follow the following procedure:</p>

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	<ul style="list-style-type: none"> i. To register, type in the browser / Click on the following link: https://web.cdslindia.com/myeasinew/Registration/EasiRegistration ii. Proceed to complete registration using your DP ID Client ID (BO ID), etc. iii. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote. <p>2. Users may directly access the e-Voting module of CDSL as per the following procedure:</p> <ul style="list-style-type: none"> i. Type in the browser / Click on the following links: https://evoting.cdslindia.com/Evoting/EvotingLogin ii. Provide Demat Account Number and PAN iii. System will authenticate user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account. iv. On successful authentication, you will enter the e-voting module of CDSL. Click on the e-Voting link available against Company name or select e-Voting service provider "NSDL" and you will be re-directed to the e-Voting page of NSDL.
<p>Individual Members holding shares in Demat mode - want to login through the Website of Depository Participant</p>	<p>Individual Members holding shares in Demat mode - Procedure to login through their demat accounts / Website of Depository Participant:</p> <ul style="list-style-type: none"> i. Individual Members holding shares of the Company in Demat mode can access e-Voting facility provided by the Company using login credentials of their demat accounts (online accounts) through their demat accounts / websites of Depository Participants registered with NSDL/CDSL. i. An option for "e-Voting" will be available once they have successfully logged-in through their respective logins. ii. Click on the option "e-Voting" and they will be redirected to e-Voting modules of NSDL/ CDSL (as may be applicable). Click on the e-Voting link available against Company name or select e-Voting service provider "NSDL" and you will be redirected to the e-Voting page of NSDL to cast your vote without any further authentication

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Notice (Contd.)

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022- 23058542-43

B. Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/ OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example- if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID. For example- if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example- if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

Notice (Contd.)

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/ Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Click on "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

STEP 2: CAST YOUR VOTE ELECTRONICALLY ON NSDL E-VOTING SYSTEM

A. How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting.

Notice (Contd.)

3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

B. General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mhkgupta18@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in or to our RTA at info@masserv.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please send a signed request letter with Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy), AADHAR (self attested scanned copy) by email to info@masserv.com or investor@masserv.com
2. In case shares are held in demat mode, please update your email ID with your depository and provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, updated client master to info@masserv.com or investor@masserv.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

Notice (Contd.)

4. In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Instructions for remote e-voting:

Commencement of remote e-voting	Friday, September 27, 2024 (09:00 A.M.)
End of remote e-voting	Sunday, September 29, 2024 (05:00 P.M.)

During this period, only those persons whose names appears in the Register of Members or in the Register of beneficial owners maintained by the Depositories, as on the cut-off date i.e. **Monday, September 23, 2024**, shall be entitled to cast their vote through remote e-voting. The remote e-voting facility shall be forthwith disabled by NSDL after expiry of the said period.

Members are requested to note the following contact details for addressing e-voting related grievances:

Mr. N C Pall,
MAS Services Limited
T-34 IInd Floor Okhla Industrial Area,
Phase II New Delhi 110020
Tell No.: 011-26387281,7282,7283
Email: investor@masserv.com

By order of the Board of Directors
For **Jagan Lamps Ltd.**

Registered Office:

Jagan Lamps Limited

Narela Piao Manihari Road
District-Sonipat, Kundli-131028
Haryana, India

Sd/-
Pratyus Kumar
Company Secretary

Kundli, August 30, 2024

Notice (Contd.)

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013)

Item No. 3

Re-appointment of M/s KASG & Co., Chartered Accountants as Statutory Auditor:

The Members at the Twenty Seventh Annual General Meeting ('AGM') of the Company held on September 30, 2019, had approved appointment of M/s K A S G & Co., Chartered Accountants (Firm Registration No. 002228C) as the Statutory Auditors of the Company to hold office from the conclusion of the Twenty Seventh (27th) Annual General Meeting until the conclusion of Thirty Second (32nd) Annual General Meeting of the Company to be held in the year 2024.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company ('Board') based on the recommendation of the Audit Committee, propose to reappoint M/s K A S G & Co., Chartered Accountants as the Statutory Auditors of the Company, for the second term of five years who shall hold office from the conclusion of Thirty Second (32nd) AGM till the conclusion of Thirty Seventh (37th) AGM of the Company to be held in the year 2029.

M/s K A S G & Co. have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

Brief Profile of M/s K A S G & Co.:

M/s K A S G & Co., Chartered Accountants having its firm registration no. FRN-002228C established in 1984. The office of the firm situated at 210 Safeway House, D- Block Central Market, opposite PVR Cinema, Prashant Vihar, New Delhi - 110085 & Head office situated at 2nd Floor, Shree Laxmi Complex, Shastri Nagar, Dhanbad-826001.

The firm has been providing Consultancy solutions involving in Financial Services, Indirect Tax (Service Tax, Custom & Excise Duty, VAT/CST etc.), Direct Tax, Company Law, FEMA, RBI Economic Zone, and Accounting Services. The entire process is managed by the Professional Partners/Colleagues and having large number of qualified and semi qualified team members.

Details as required under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

Notice (Contd.)

The fee proposed to be paid to M/s K A S G & Co.towards the statutory audit/review of financial statements of the Company shall be Rs. 2.15 Lakhs. Out of pocket expenses based on actual and taxes are additional.

- The auditor was paid a the same amount of fee towards the statutory audit/review of standalone financial statements of the Company for the financial year ended March 31, 2024. Out of pocket expenses based on actual and taxes are additional. There is no revision or change in audit fee as compared to previous year.

The audit fee may be paid to the Auditors on a progressive billing basis as agreed between the auditors and the Company.

- The Board, in consultation with the Audit Committee, may alter and vary the terms and conditions of re-appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors, in future.
- Besides the statutory audit services, the Company would/may also obtain various other audit related services, certification work for various requirements and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board in consultation with the Audit Committee.

The Board of Directors, therefore, recommends the resolutions as set out in Item Nos. 3 of the Notice for approval of members of the Company by way of Ordinary Resolutions.

None of the Directors and key managerial personnel of the Company and their relatives are concerned or interested in the resolution set out at item no. 3 of the Notice.

Item No. 4

Pursuant to Section 197 of the Companies Act, 2013 (the Act), the total managerial remuneration payable by a public company, to its Directors, including Managing Director and Whole-time Director, and its Manager in respect of any financial year, shall not exceed 11% of net profits of that Company for that financial year computed as per provisions of Section 198 of the Act, as detailed hereunder:

A. To Managing Director / Whole-time Director / Manager: -

Condition	Maximum Remuneration in any financial year
Company with one Managing Director (MD)/ Whole-time Director (WTD)/ Manager	5% of the net profits of the company
Company with more than one MD/WTD/ Manager	10% of the net profits of the company

B. To other Directors who are neither Managing Directors nor Whole-time Directors

Notice (Contd.)

Condition	Maximum Remuneration in any financial year
If there is a MD/WTD/Manager	1% of the net profits of the company
If there is no MD/WTD/Manager	3% of the net profits of the company

As per the Companies (Amendment) Act, 2017, w.e.f. 12th September 2018, the companies may pay remuneration exceeding the aforesaid limit of 11%, subject to the provisions of Schedule V to the Act, as well as other above limits, with the approval of the members of the Company in general meeting by way of Special Resolution.

Your Directors considered the effort of Mr. Raghav Aggarwal, Director of the Company in the Company’s Business and his involvement in the operation, Human Resource and management of the Company. He is working for the Company as an executive person since April, 2024 without any remuneration. Considering his efforts, it is proposed by Managing Director of the Company to remunerate him for his efforts and interity with the Company.

Accordingly, the Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on 30th August 2024, pursuant to the provisions of the Act as aforesaid, subject to approval of the Members of the Company, approved the proposal to increase the overall limit of maximum remuneration payable to the Directors, including Managing Director and Whole-time Director, and Manager of the Company as set out at Item Nos. 4 of the accompanying Notice.

The proposed increase in the overall limit of maximum remuneration payable to the Directors, including Managing Director and Whole-time Director, and Manager of the Company is only to provide Omnibus authority to the Board of Directors to pay remuneration upto the overall maximum limit as specified in the relevant resolutions during challenging times and not with a view to give any additional remuneration.

Except the change in overall limit of maximum remuneration as proposed in the relevant resolution(s), all other terms and conditions shall remain unchanged.

Shri Ashish Aggarwal, Managing Director, Smt. Rekha Aggarwal, Director and his relatives are interested or concerned, financially or otherwise in the Special Resolutions set out at Item Nos. 4 of the accompanying Notice. Except above, no other Key Managerial Personnel of the Company including their relatives are interested or concerned, financially or otherwise, in the Special Resolutions set out at Item Nos. 4 of the accompanying Notice.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the Members of the Company.

None of the Directors, KMP’s and members (being relative as per Companies Act and rules there under) interested in this resolution are entitled to vote on this resolution except as stated above.

Notice (Contd.)

*All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 A. M. to 01:00 P. M.) on all working days, except Saturdays, Sundays and Bank Holidays up to the date of the AGM of the Company.

Registered Office

Jagan Lamps Limited

Narela Piao Manihari Road

District-Sonipat, Kundli-131028

Haryana, India

By order of the Board of Directors

For **Jagan Lamps Ltd.**

Sd/-

Pratyus Kumar
Company Secretary

Kundli, August 30, 2024

A brief profile of Mr. Raghav Aggarwal requisite details pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Part II of Schedule V of the Companies Act, 2013 and the Secretarial Standard on General Meetings is given below:

I. General Information

- (i) **Nature of Industry:** Manufacturing automotive lamps for automobiles such as auto bulbs, halogen lamps
- (ii) **Date or expected date of commencement of commercial production:** The Company was incorporated on January 08, 1993.
- (iii) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable
- (iv) **Financial performance (on standalone basis) based on given indicators as per Audited Financial Results for the year ended March 31, 2024:**

Particulars	For the year ended 31.03.2024 (Audited)
Turnover	118,142
Other Income	14,300
Net profit after tax	19,945

- (v) **Remuneration proposed:** As provided in the resolution.
- (vi) **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:**

Notice (Contd.)

Though direct comparable data could not be obtained, however, as a normal industry trend, the proposed remuneration of Mr. Raghav Aggarwal, who is a professional, possessing B. tech degree and having experience of related to business management and soft skills, is comparable with Executive Directors and is in parity with the Industry Standards for such a responsible position.

(vii) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:

Mr. Raghav Aggarwal is son of Mr. Ashish Aggarwal and Mrs. Rekha Aggarwal and except proposed remuneration as stated above, no relation with other Directors.

(viii) Companies (other than Jagan Lamps Limited) in which Mr. Ashish aggarwal Directorships (as on date): NIL

(ix) Details of Membership in Committees of other Companies (excluding Private Companies, Foreign Companies and Section 8 Companies):

Shareholding in the Company: NIL

Original date of appointment: May 03, 2021

During the Financial Year 2023-24, Mr. Raghav Aggarwal has attended 04 Board Meetings of the Company.

II. Disclosures- General disclosures are given under Corporate Governance Report forming part of Board Report.

By order of the Board of Directors
For **Jagan Lamps Ltd.**

Registered Office
Jagan Lamps Limited
Narela Piao Manihari Road
District-Sonipat, Kundli-131028
Haryana, India

Sd/-
Pratyus Kumar
Company Secretary

Kundli, August 30, 2024

Notice (Contd.)

Annexure-1

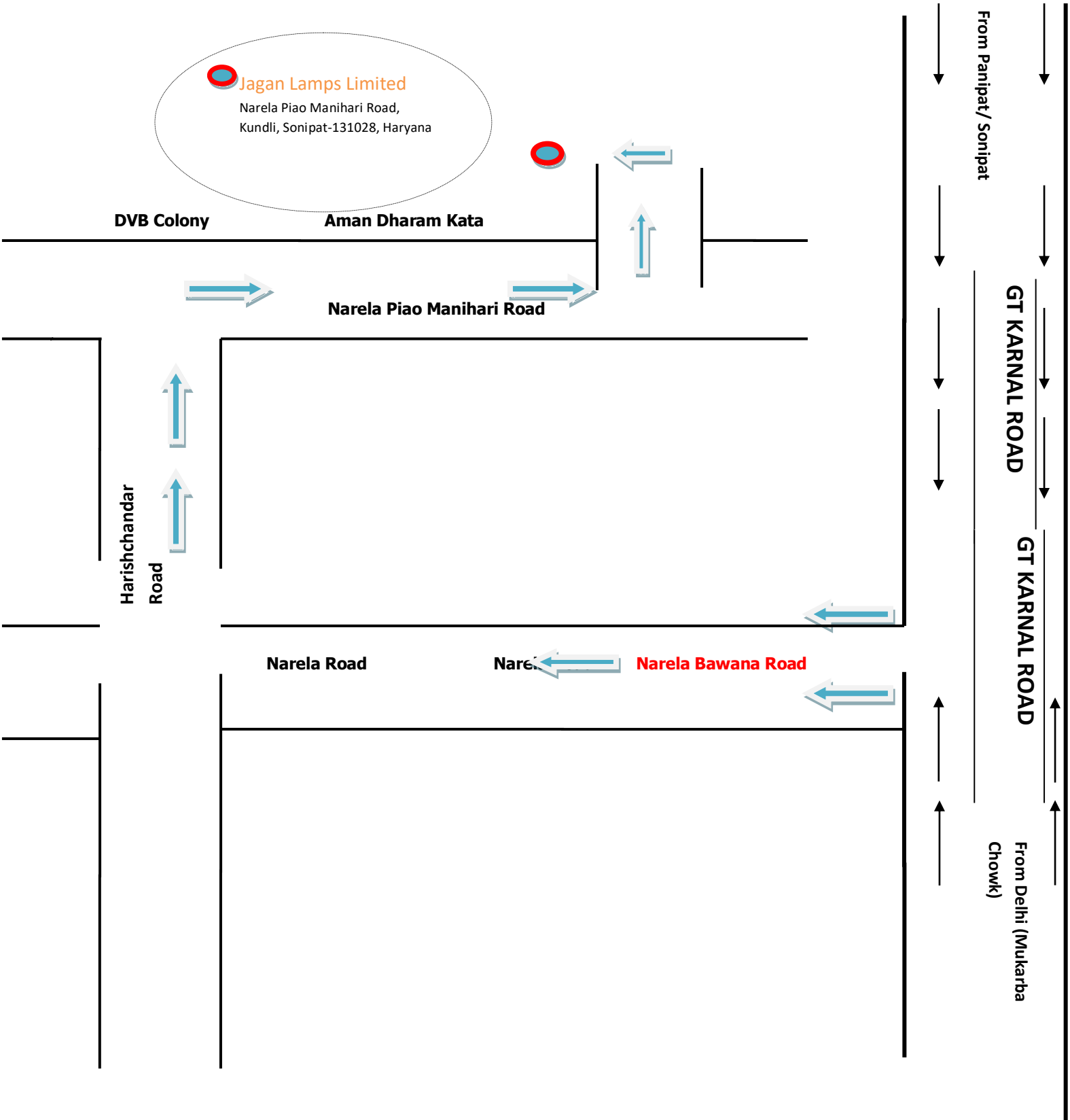
Details of the Directors seeking re-appointment at the 32nd Annual General Meeting

(Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard - 2 issued by The Institute of Company Secretaries of India)

S.N	Details of Director	Name of Director
A.	Name and Nationality of the Director	Mr. Raghav Aggarwal, Indian
B.	Qualification, Experience & Age i.e Brief Profile	Mr. Raghav Aggarwal born in 1999 having age of 25 years and holds degree in B.Tech. Mr. Raghav Aggarwal is young professional and has good technical knowledgeIT, business management, client relationship.
C.	Terms & Conditions of appointment and re-appointment	Re-appointment as a Executive Director liable to retire by rotation
D.	Last Drawn remuneration detail along with remuneration sought to be paid	No salary was previously drawn except sitting fee.
E.	List of outside directorship held excluding alternate directorship & List of companies (including Listed company) from which the person has resigned in the past 3 years.	Nil
F.	Date of First appointment on the Board	03.05.2021
G.	Shareholding in the Company as on 31.03.2024	Nil
H.	Relationship with other Directors/KMP of the Company	Mr. Raghav Aggarwal is son of Mr. Ashish Aggarwal and Mrs. Rekha Aggarwal, no relation with other Directors
I.	Membership / Chairmanship of committees of other Board as on March, 2022	NA
J.	No. of Meetings of the Board attended during the financial year 2023-24	Four
K.	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	NA

Notice (Contd.)

ROUTE MAP TO THE VENUE OF AGM



Notice (Contd.)

INFORMATION AT A GLANCE

Particulars	Details
Day, Date and time of AGM	Monday, September 30, 2024 at 10:00 A.M. (IST)
Venue	Narela Piao Manihari Road, Kundli, Dist.- Sonipat, 131028, Haryana
Cutoff Date for e-voting	Monday, September 23, 2024
E-voting start date and time	Friday, September 27, 2024 at 9:00 A.M. (IST)
E-voting end date and time	Sunday, September 29, 2024 at 5:00 P.M. (IST)
Name and Address and Contact details of e-voting service provider	<p>National Securities Depository Limited ("NSDL")</p> <p>Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai – 400 013</p> <p>Contact Details:</p> <p>Email ids: evoting@nsdl.co.in</p> <p>Helpline Nos.:</p> <p>(022) 4886 7000</p>
Name, address and contact details of Registrar and Share Transfer Agent	<p>M/s. MAS Services Limited</p> <p>T-34 IInd Floor Okhla Industrial Area, Phase II New Delhi 110020</p> <p>Contact Details:</p> <p>Toll Fee No.: 011-26387281,7282,7283</p> <p>E-mail: investor@masserv.com</p>