



LUMAX AUTO TECHNOLOGIES LIMITED

Registered Office: Plot No. 70, Sector 10, PCNTDA, Bhosari, Pune – 411026
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Email: shares@lumaxmail.com, CIN:L31909MH1981PLC025519

NOTICE TO MEMBERS

(Note: The business of this meeting may be transacted through electronic voting system)

Notice is hereby given that the 35th Annual General Meeting of the Members of Lumax Auto Technologies Limited will be held as under:

Day: **Tuesday**

Date: **August 23, 2016**

Time: **3.00 P.M.**

Venue: **Citrus Hotels, Citron Grand Hall Opposite PCMC, Old Mumbai - Pune Highway Road, Pimpri, Pune – 411 018, Maharashtra.**

to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Annual Accounts for the year ended March 31, 2016 and the Auditors and Directors Reports thereon.
2. To confirm the payment of Interim Dividend of Rs.4.70/- per equity share (47%) as final dividend for year ended March 31, 2016.
3. To appoint a Director in place of Mrs. Usha Jain (DIN 00005009), who retires by rotation and, being eligible, offers herself for reappointment.
4. To ratify the appointment of M/s S.R. Batliboi & Co., LLP, Chartered Accountants (Firm registration number 301003E/E300005) as Statutory Auditors of the company, who were appointed as Statutory Auditors for 5 years in the Annual General Meeting held on July 23, 2014 and to authorize Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

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

“Resolved that in partial modification of earlier resolution passed by the shareholders at the Annual General Meeting held on July 23, 2014, and in accordance with the provisions of Section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of Central Government and other authorities,

as applicable, the consent of the members of the Company be and is hereby accorded for varying the terms & conditions of remuneration of Mr. D. K. Jain (DIN 00085848), Executive Chairman of the Company with effect from November 06, 2015 for remaining period of his appointment i.e. upto August 06, 2018 as set out in the explanatory statement as annexed to the notice convening this meeting, with liberty and authority to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions and/ or remuneration, subject to the provisions of the applicable laws and approvals and/ or as may be directed by the Central Government, if any, and agreed to by the said Executive Chairman.

Resolved further that in the event of absence of or inadequacy of net profit during any of the financial year, the remuneration to the Executive Chairman shall be further restricted within the ceiling specified in Section II of Part II of Schedule V of the Companies Act, 2013.

Resolved further that for the purpose of giving effect to this resolution, the Board be and is hereby authorized on behalf of the Company to take all necessary steps in this regard in order to facilitate the legal and / or procedural formalities and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary for such purpose and with powers on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

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

“Resolved that in partial modification of earlier resolution passed by the shareholders at the Annual General Meeting held on July 23, 2014, and in accordance with the provisions of Section 196, 197, 203 read with Schedule V and other applicable

provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of Central Government and other authorities, as applicable, the consent of the members of the Company be and is hereby accorded for varying the terms & conditions of remuneration of Mr. Anmol Jain (DIN 00004993), Managing Director of the Company with effect from November 06, 2015 for remaining period of his appointment i.e. upto August 06, 2018 as set out in the explanatory statement as annexed to the notice convening this meeting, with liberty and authority to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions and/or remuneration, subject to the provisions of the applicable laws and approvals and/or as may be directed by the Central Government, if any, and agreed to by the said Managing Director.

Resolved further that in the event of absence of or inadequacy of net profit during any of the financial year, the remuneration to the Managing Director shall be further restricted within the ceiling specified in Section II of Part II of Schedule V of the Companies Act, 2013.

Resolved further that for the purpose of giving effect to this resolution, the Board be and is hereby authorized on behalf of the Company to take all necessary steps in this regard in order to facilitate the legal and / or procedural formalities and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary for such purpose and with powers on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company."

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

"Resolved that pursuant to the provisions of Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") and Companies Act, 2013 read with the rules made thereunder and other applicable laws, rules and regulations, if any, including any statutory amendment, modification and re-enactment

thereof, the consent of the members of the Company be and is hereby accorded for ratification of material related party transactions entered with Lumax Industries Limited during FY 2015-16 and also for further approval to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted to exercise its powers conferred by this resolution) to enter into transactions with Lumax Industries Limited, being a related party, including transactions of purchase/ sale of raw material, finished goods etc. and any other transactions, exceeding the threshold limits, which are material in nature in terms of Listing Regulations or other applicable laws, rules and regulations for the time being in force".

Resolved further that the Board of Directors of the Company be and is hereby authorised to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, finalise the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the best interest of the Company."

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

"Resolved that pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2017, be paid the remuneration as set out in the explanatory statement annexed to the Notice convening this Meeting.

Resolved further that the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

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

"Resolved that pursuant to the provisions of Sections 188, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the

Act”), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof and subject to such other approvals, permissions or sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded for the payment of commission to Mr. Deepak Jain, Non-Executive Director, within the ceiling of 1% of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Act for a period of 5 years from the financial year commencing from April 1, 2016.

Resolved further that for the purpose of giving effect to this resolution, the Board be and is hereby authorized on behalf of the Company to take all necessary steps in this regard in order to facilitate the legal and / or procedural formalities and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary for such purpose and with powers on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

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

“Resolved that pursuant to Regulation 31A of the SEBI (Listing Obligations Disclosure Requirements) Regulations 2015, and other applicable provisions, if any, including any re-enactment/ modification/ amendment thereof, the consent of the members of the Company be and is hereby accorded for re-classification of Vardhman Agencies Pvt. Ltd from the “Promoter Category” to “Public Category” in the Shareholding Pattern of the Company.

Resolved further that the Board of Directors of the Company be and is hereby authorized to take all necessary steps in this regard in order to facilitate the legal and/ or procedural formalities and to do all such acts, deeds and things as it may, in its absolute discretion, deem necessary for such purpose and to settle any questions, difficulties or doubts that may arise in this regard and to make such representation/ filings to the Stock Exchanges as may be necessary or desirable, in order to give effect to this resolution.”

By order of the Board

Place : New Delhi
Date : May 12, 2016

Swapnal Patane
Company Secretary

NOTES:

- 1. Proxies:** A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself/ herself and such a proxy need not be a member of the Company. Proxy form duly filled up and signed in order to be effective should reach to Company's Registered Office not less than forty eight hours before the commencement of the meeting. Proxy form is attached.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- 2. Book Closure:** The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, August 16, 2016 to Tuesday, August 23, 2016 (both days inclusive) for annual closing.
- 3. Annual Report:** The member or his proxy is requested to bring their copy of this annual report to the meeting as extra copies will not be distributed at the Venue of the meeting.
- 4. AGM-Attendance Slip:** Members / Proxies should fill the attendance slip for attending the meeting. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting. Entry to the meeting venue will be strictly against entry slips available at the counters at the venue and against exchange of valid attendance slip.
- 5.** Members are requested to note that pursuant to the provisions of Section 124 of the Companies Act, 2013 (Section 205A of the erstwhile Companies Act, 1956), the amount of Dividend unclaimed or unpaid for a period of 7 years from the date of transfer to Unpaid Dividend Account, shall be transferred to the Investor Education & Protection Fund set up by Government of India and no claim shall lie against the Fund or the Company after the transfer of Unpaid or Unclaimed dividend amount to the Government. The amount lying in the Unpaid Dividend Account for the financial year 2007-08 has been transferred to the Investor Education & Protection Fund in the month

of October, 2015. The Unpaid Dividend Amount for the financial year 2008-09 is due for transfer to the Investor Education & Protection Fund in the month of November, 2016. Members who have not encashed their Dividend for the financial year 2008-09 and onwards are therefore, requested to make their claims to the Company immediately.

- 6. Joint Holder:** In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
- 7. Change of Address:** The Members holding shares in physical mode are requested to intimate to the Registrar and Share Transfer Agent M/s Bigshare Services Private Limited immediately, if there is any change in their registered address. Demat Shareholders should inform the change of address to their respective Depository Participants.
- 8. Corporate Member:** Corporate member intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
- 9.** The Securities and Exchange Board of India (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 accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agent.
- 10. Declaration:** Details under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their re-appointment.
- 11. Gift:** No gift will be distributed at the Annual General Meeting.
- 12. Security:** Owing to security concerns, briefcases, bags, eatables and the like are not allowed to be carried inside the meeting venue. Members attending are requested to make their own arrangement for the safe keeping of their belongings.
- 13. Queries:** Members are requested to send their queries, if any, on the accounts and operations of

the Company to the Company Secretary at least 15 days before the ensuing Annual General Meeting.

- 14. Explanatory Statement:** Pursuant to Section 102(1) of the Companies Act, 2013, Explanatory Statement in respect of special business to be transacted at the meeting is furnished hereunder.

- 15.** In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Company has provided a facility for voting by electronic means for all its Members to enable them to cast their vote electronically through the electronic voting facility provided by Karvy Computershare Private Limited.

The facility for voting through ballot paper will also be made available at the AGM and the Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting. The Members who have cast their vote by remote e-voting prior to the Meeting may attend the AGM but shall not be entitled to cast their vote again.

- 16.** All documents referred in the Notice and explanatory statement will be available for inspection by the members at the registered office of the company between 11 am to 1 pm on all working days upto the day of the Annual General Meeting.
- 17.** The Notice of AGM, Annual Report, Attendance Slip and instructions for e-voting are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the aforesaid documents are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s).

Members who have still not registered their e-mail addresses are requested to register their e-mail addresses, in respect of shares held in electronic mode, with their depository participant and in respect of the shares held in physical mode, with the company/ Big Share Services Pvt. Ltd., the Registrar and Share Transfer Agent.

- 18.** Notice of this Annual General Meeting, Audited Financial Statement for financial year 2015-16 together with Directors' Report and Auditors' Report are available on the website of the Company www.lumaxautotech.com.

EXPLANATORY STATEMENT:

ITEM NO. 5

Mr. D.K. Jain was appointed as Executive Chairman of the Company for a period of 5 years w.e.f. August 07, 2013 by the shareholders in the Annual General Meeting held on July 23, 2014, in accordance with Section I of Part II of Schedule V of the Companies Act, 2013.

The Board of Directors upon the recommendation of the Nomination and Remuneration Committee, in its meeting held on November 06, 2015, subject to the approval of members of the Company, revised the terms of remuneration of Mr. D.K. Jain for the remaining period of his appointment i.e. upto August 06, 2018, considering his vast experience and contribution in the progress of the company, present business performance and future growth plans. The aforesaid proposal has been approved by the Nomination and Remuneration Committee and the Board of Directors considering financial position of the Company, trend in the industry, appointee qualification, experience, past performance and past remuneration among others.

Details of Remuneration:

S.No.	Particulars	Mr. D.K. Jain
1.	Effective period of remuneration	November 06, 2015 onwards
2.	Salary	Rs. 72.00 Lacs per annum
3.	Perquisites & Allowances	Rs. 48.00 Lacs per annum
	Total	Rs. 120.00 Lacs per annum

All the other terms and conditions of appointment of Mr. D.K. Jain will remain same as approved by the shareholders in the Annual General Meeting held on July 23, 2014.

The remuneration as aforesaid will be within the maximum limits as laid down under Section 197 read with Section II(A) of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013.

Except Mr. D.K. Jain, Mrs. Usha Jain, Mr. Deepak Jain and Mr. Anmol Jain, being related to each other, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the agenda as set out at Item No. 5 of the Notice.

Your Directors recommend the resolution set forth in Item No. 5 for approval of the members as Special Resolution.

ITEM NO.6

Mr. Anmol Jain was appointed as Managing Director of the Company for a period of 5 years w.e.f. August 07, 2013 by the shareholders in the Annual General Meeting held on July 23, 2014, in accordance with Section I of Part II of Schedule V of the Companies Act, 2013.

The Board of Directors upon the recommendation of the Nomination and Remuneration Committee, in its meeting held on November 06, 2015, subject to the approval of members of the Company, revised the terms of remuneration of Mr. Anmol Jain for the remaining period of his appointment i.e. upto August 06, 2018, considering his vast experience and contribution in the progress of the company, present business performance and future growth plans. The aforesaid proposal has been approved by the Nomination and Remuneration Committee and the Board of Directors considering financial position of the Company, trend in the industry, appointee qualification, experience, past performance and past remuneration among others.

Details of Remuneration:

S.No.	Particulars	Mr. D.K. Jain
1.	Effective period of remuneration	November 06, 2015 onwards
2.	Salary	Rs. 72.00 Lacs per annum
3.	Perquisites & Allowances	Rs. 48.00 Lacs per annum
	Total	Rs. 120.00 Lacs per annum

All the other terms and conditions of appointment of Mr. Anmol Jain will remain same as approved by the shareholders in the Annual General Meeting held on July 23, 2014.

The remuneration as aforesaid will be within the maximum limits as laid down under Section 197 read with Section II(A) of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013.

Except Mr. Anmol Jain, Mr. D.K.Jain, Mrs. Usha Jain, and Mr. Deepak Jain, being related to each other, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the agenda as set out at Item No. 6 of the Notice.

Your Directors recommend the resolution set forth in Item No. 6 for approval of the members as Special Resolution.

ITEM NO.7

Pursuant to the then revised provisions of Clause 49 of the Listing Agreement, the shareholders at the Annual General Meeting held on August 21, 2015 had approved the material related party transactions to be entered into with Lumax Industries Limited (LIL). The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations"), notified on September 2, 2015, require approval of shareholders by way of resolution for material related party transactions entered into prior to the date of notification of the Listing Regulations and continued beyond such notification date. Even under the Listing Regulations, there is no exemption even if such transaction is in the ordinary course of business of the entity and on arm's length basis. A transaction with a related party shall be considered material if the transaction(s) in a contract to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the company as per the last audited financial statements of the company. As mentioned above, though the members had already approved the aforesaid transactions with LIL in the 34th Annual General Meeting, the company seeks to ratify and obtain the approval of members of the same in light of the provisions of Regulation 23 of the Listing Regulations.

The Company is engaged in the business of manufacturing of automotive lighting equipments and automotive components. The Company supplies its products to almost all major Original Equipment Manufacturers (OEMs) in India and abroad. These products are to be manufactured as per the needs of the OEMs. The Designs, Specifications, Tools, Material and other Engineering and Testing related matters are finalized in consultation with the OEM's. Hence, due to business and commercial confidentiality, the Company undertakes transactions of purchase/ sale of raw material, finished goods etc. and other such kind of transactions with LIL, which is a related party of the Company pursuant to Listing Regulations and the Companies Act, 2013.

The above transactions are in the ordinary course of business of the Company and on an arm's length basis. The Audit Committee of the Company, from time to time, grants omnibus approval for aforesaid transactions and other type of transactions entered into/ to be entered into with LIL. The Audit Committee has also noted that said transactions are on arm's length basis. In the financial year 2015-16 these transactions has exceeded the materiality threshold prescribed under Listing Regulations i.e. 10% of the Company's annual consolidated turnover as per the last audited financial statements and also expected to cross applicable materiality thresholds in future as well. The Company proposes to obtain approval of the members for ratifying and also for giving further approval to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted to exercise its powers conferred by this resolution) for entering into transactions with LIL. The Board is of the opinion that aforesaid transactions with LIL are in the best interests of the Company.

Mr. D.K. Jain, Mr. Deepak Jain and Mr. Anmol Jain, being Director on the Board of the Company as well as on the Board of LIL are interested in the above resolution. None of the other Directors, Key Managerial Personnel of the Company and their relatives, other than to the extent of their shareholding in LIL, are concerned or interested, financial or otherwise, in the above resolution.

The members may please note that as per the Listing Regulations, the related parties as defined thereunder shall abstain from voting on the resolution under Item No. 7.

Your Directors recommend the resolution set forth in Item No. 7 for approval of the members as an Ordinary Resolution.

ITEM NO. 8

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s Jitender Navneet & Co., Cost Accountants as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year 2016-17 at a fee of Rs.1.50 Lacs plus Service Tax and out of pocket expenses.

In accordance with the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the cost auditor has to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an ordinary resolution as set out at Item No. 8 of the notice for ratification of the

remuneration payable to the Cost Auditors for the financial year ending March 31, 2017.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the agenda as set out at Item No. 8 of the Notice.

Your Directors recommend the resolution set forth in Item No. 8 for approval of the members as an Ordinary Resolution.

ITEM NO. 9

Section 197 of the Companies Act, 2013, and Listing Regulations permits payment of remuneration to Non-Executive Directors of a Company by way of commission, if the Company authorises such payment by way of a resolution of members. The members of the Company at the 30th Annual General Meeting held on 17th August, 2011, approved the remuneration payable to Non-Executive Directors of the Company by way of commission not exceeding one per cent of the net profits of the Company for each year for a period of five years commencing from 1st April, 2011. The validity of the earlier resolution passed by the members is up to and including March 31, 2016. Considering the rich experience, expertise and time devoted by Mr. Deepak Jain, Non-Executive Director, in the company's growth, the Board, on the recommendation of Nomination and Remuneration Committee, proposes to pay the commission not exceeding one percent of the net profits of the Company for a period of 5 years commencing from 1st April, 2016.

Except Mr. Deepak Jain, Mr. D.K. Jain, Mrs. Usha Jain, and Mr. Anmol Jain, being related to each other, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the agenda as set out at Item No. 9 of the Notice.

Your Directors recommend the resolution set forth in Item No. 9 for approval of the members as an Ordinary Resolution.

ITEM NO.10

The Securities and Exchange Board of India has notified Listing Regulations replacing the earlier Listing Agreement. In terms of Regulation 31A of Listing Regulations, the companies have been allowed to re-classify the status of a shareholder from Promoter to Public or vice versa, if such promoter does not, directly or indirectly, exercise control over the affairs of any company. Vardhman Agencies Private Limited holding 3649 number of shares representing 0.03% of total share of the Company is classified under "Promoter Group" category in the Shareholding Pattern of the Company and Takeover filings.

Presently, the above entity is no longer associated with the management and affairs of the Company and do not exercise any direct or indirect control in the management and affairs of the Company. It is therefore proposed to re-classify the above entity from the "Promoter Category" to "Public Category" in the Shareholding Pattern of the Company. The above reclassification is subject to the approval of the members of the Company, Stock Exchanges and other authorities as applicable.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the agenda as set out at Item No. 10 of the Notice.

Your Directors recommend the resolution set forth in Item No. 10 for approval of the members as Ordinary Resolution.

By order of the Board

Place : New Delhi
Date : May 12, 2016

Swapnal Patane
Company Secretary

Brief Details of Directors seeking Re-appointment as per Clause 36 (3) of Listing Regulations

Particulars	Mrs. Usha Jain
Date of Birth & Age	07-01-1947 69 Years
Date of First Appointment	08-08-2014
Qualification	Graduate in Science
Experience & Expertise	More than 29 years of experience and knowledge in Automotive industry
Name of Listed Companies in which Directorship held other than Lumax Auto Technologies Limited	NIL
Chairman/Member of the Committee of the Board of Listed Companies other than Lumax Auto Technologies Limited	Nil
Relationship with Directors Interse	Related as wife to Mr. D.K. Jain and mother to Mr. Deepak Jain and Mr. Anmol Jain.
No of Shares held in the Company	463,712

ROUTE MAP TO THE VENUE OF THE AGM

