

Pinnacles Lighting Project Private Limited

Registered Office: 302, A-Wing, Business Square, Andheri Kurla Road,
Chakala, Andheri (E), Mumbai - 400 093
T: 022 - 61678499/500
E: info@pinnacleslighting.com
W: www.pinnacleslighting.com
CIN: U74999MH2018PTC318891

NOTICE OF 4TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fourth Annual General Meeting ("AGM") of the Members of Pinnacles Lighting Project Private Limited ("the Company") will be held on Thursday, July 21, 2022 at 9:00 A.M. at Tower 3, 1st Floor, East Wing, Equinox Business Park, LBS Marg, Kurla (West), Mumbai – 400070, to transact the following business:

Ordinary Business:

1. To receive, consider, approve and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Board's Report and Auditors' Report along with annexures thereto.
2. To declare a final dividend of Rs. 7.46 (74.6%) per equity share of the face value of Rs. 10/- each for the financial year ended March 31, 2022.
3. To appoint a Director in place of Mr. Vishal Kaul (DIN: 09178188) who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business:

4. To approve appointment of Mr. Shantanu Khosla (DIN: 00059877) as a Non-Executive Director of the Company.

To consider and to give assent/dissent for passing the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Rules made thereunder (including any statutory modifications(s), amendment(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Board of Directors, the consent of the Members of the Company be and is hereby given for the appointment of Mr. Shantanu Khosla (DIN: 00059877), who was appointed by the Board of Directors as an Additional Director with effect from May 30, 2022 pursuant to the provisions of Section 161 of the Companies Act, 2013, as a Non-Executive Director of the Company liable to retire by rotation.

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby severally authorized to do all such acts, deeds or things as may be necessary, proper, and desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary forms with the Registrar of Companies and intimate the said appointment to all concerned regulators/ authorities where necessary.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to issue a certified true copy of the foregoing resolution as may be required from time to time."

Registered Office:

302, A-Wing, Business Square,
Andheri Kurla Road, Chakala,
Andheri (East), Mumbai - 400093

Date: May 30, 2022

Place: Mumbai

**By order of the Board of Directors
For Pinnacles Lighting Project Private Limited**

Sd/-
Mathew Job
Director
DIN: 02922413

Pinnacles Lighting Project Private Limited

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON BEHALF OF SELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE ENCLOSED PROXY FORM SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM.
A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.
2. Corporate Members intending to send their representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the Board Resolution authorizing the representative to attend and vote on their behalf at the Meeting.
3. Only bonafide members of the Company whose names appear on the Register of Members/ Proxy holders, in the possession of valid attendance slips duly filed and signed will be permitted to attend the meeting. The Company reserves its right to take all the steps as may be deemed necessary to restrict non-members from attending the meeting.
4. A Route map giving directions to reach the venue of the 4th Annual General Meeting is given at the end of the Notice as per the requirement of the Secretarial Standard-2 on "General Meetings".
5. Members, Proxies and Authorized Representatives are requested to bring to the Meeting, the attendance slip enclosed herewith, duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No. Duplicate Attendance Slip or copies of the Report and Accounts will not be made available at the AGM venue.
6. A statement setting out the material facts relating to the special business to be transacted at the AGM pursuant to Section 102(1) of the Companies Act, 2013 is annexed hereto.
7. Relevant details in respect of Directors seeking re-appointment at the AGM, in terms of Clause 1.2.5 of Secretarial Standard - 2 on General Meetings are also annexed to this notice.
8. The dividend, if declared at the Annual General Meeting, would be paid/dispatched after July 21, 2022 within 30 days of the date of declaration to those members whose names appear as Beneficial Owners as at the end of the business hours on July 8, 2022 in the list of Beneficial Owners to be furnished by National Securities Depository Limited in respect of the shares held in electronic form.
9. If such dividend is not paid or claimed with the specified time, it shall be transferred to the Unpaid Dividend Account within seven days of the expiry of said period of 30 days.

Pinnacles Lighting Project Private Limited

Statement setting out the material facts concerning and relating to the special business to be transacted at the meeting pursuant to Section 102(1) of the Companies Act, 2013

Item No. 4

To approve appointment of Mr. Shantanu Khosla (DIN: 00059877) as a Non-Executive Director of the Company

The Members are informed that Mr. Shantanu Khosla (DIN: 00059877) was appointed by the Board of Directors as an Additional Director of the Company, effective from May 30, 2022 in the category of a Non-Executive Director, liable to retire by rotation in accordance with Section 161(1) of the Companies Act, 2013 till the date of ensuing Annual General Meeting.

Mr. Shantanu Khosla holds a Bachelor's degree in Mechanical Engineering from Indian Institute of Technology, Bombay and an MBA from Indian Institute of Management, Calcutta. He served as the Managing Director and Chief Executive Officer (CEO) of Procter & Gamble from July 2002 to June 2015. Since January 2016, Mr. Shantanu Khosla is the Managing Director of Crompton Greaves Consumer Electricals Limited (Holding Company).

In the opinion of the Board the appointment of Mr. Shantanu Khosla on the Board of the Company would be beneficial to the Company considering his wide experience.

The Company has also received from Mr. Shantanu Khosla, the consent to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

Details of Mr. Shantanu Khosla as required under Secretarial Standard - 2 are a part of this notice.

The Board recommends the resolution as set out in the Notice for the approval of the shareholders of the Company as an Ordinary resolution.

None of the Directors or their relatives, except Mr. Shantanu Khosla, are in any way concerned or interested in the proposed resolution as set out in the Notice.

Registered Office:

302, A-Wing, Business Square,
Andheri Kurla Road, Chakala,
Andheri (East), Mumbai - 400093

Date: May 30, 2022

Place: Mumbai

**By order of the Board of Directors
For Pinnacles Lighting Project Private Limited**

Sd/-
Mathew Job
Director
DIN: 02922413

Pinnacles Lighting Project Private Limited

Details of Directors seeking appointment/re-appointment [Pursuant to Secretarial Standard 2 on General Meetings]

Name of the Director	Mr. Shantanu Khosla	Mr. Vishal Kaul
Director Identification Number	00059877	09178188
Category	Director	Director
Date of Birth	January 25, 1960	October 14, 1975
Age	62 years	45 years
Nationality	Indian	Indian
Date of First Appointment on the Board	May 30, 2022	May 18, 2021
Relationship with Directors	There is no relationship with other Directors on the Board.	There is no relationship with other Directors on the Board.
Qualification	BE (Metallurgical Engineering) from Indian Institute of Technology, Bombay and M.B.A from Indian Institute of Management, Calcutta.	B.E. Mechanical, PGP in Management.
Experience	39 Years	22 Years
Expertise in specific functional area	Wide managerial experience in Consumer Products Industry	Wide experience in Sales, Marketing, Product and Category Management, Business Management and Leadership.
Details of Board Meetings attended by the Director during the year	NA	NA
Terms and Conditions of Appointment or re-appointment along with remuneration	Remuneration - Nil	Remuneration - Nil
Remuneration last drawn	Nil	Nil
List of Directorships held in other Companies	1. Crompton Greaves Consumer Electricals Limited 2. Butterfly Gandhimathi Appliances Limited 3. Nexustar Lighting Project Private Limited 4. Crompton CSR Foundation 5. Modenik Lifestyle Private Limited 6. Leadership Boulevard Private Limited	1. Nexustar Lighting Project Private Limited
Membership/Chairmanship of Committees across other Companies	<u>Crompton Greaves Consumer Electricals Limited</u> 1. Corporate Social Responsibility Committee - Chairman 2. Stakeholders Relationship and Share Transfer Committee - Member <u>Butterfly Gandhimathi Appliances Limited</u> 1. Audit Committee 2. Nomination and Remuneration Committee 3. Risk Management Committee 4. Corporate Social Responsibility Committee	Nil
Number of shares held in the Company	1 (as a Nominee of Crompton Greaves Consumer Electricals Limited)	1 (as a Nominee of Crompton Greaves Consumer Electricals Limited)

Pinnacles Lighting Project Private Limited

ATTENDANCE SLIP

4th ANNUAL GENERAL MEETING ON JULY 21, 2022 AT 9:00 A.M. (IST)

Folio No./DP ID-Client ID	:	
Name of the Member	:	
Address of the Member	:	
	:	
	:	
Number of Shares Held	:	

I hereby record my presence at the 4th Annual General Meeting of the Company held on Thursday, July 21, 2022 at 9:00 A.M. at Tower 3, 1st Floor, East Wing, Equinox Business Park, LBS Marg, Kurla (West), Mumbai – 400070.

Name of the Member/ Proxy/ Authorised Representative*	:	
Signature of the Member/ Proxy/ Authorised Representative*	:	

*Strike out whichever is not applicable.

Note:

- A shareholder/proxy holder wishing to attend the meeting must bring the attendance slip to the meeting and hand over the same at the entrance of the meeting hall, duly signed.
- A shareholder/proxy holder desiring to attend the meeting should bring his/her copy of Annual Report for reference of the meeting.

Pinnacles Lighting Project Private Limited

FORM MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

4th ANNUAL GENERAL MEETING ON JULY 21, 2022 AT 9:00 A.M. (IST)

Name of the Member(s)	:	
Address of the Member	:	
E-mail	:	
Registered Folio Number	:	

I/We, being member(s) holding, _____ shares of Pinnacles Lighting Project Private Limited, hereby appoint

Name :
E-mail :
Address :
Signature : or failing him/her

Name :
E-mail :
Address :
Signature : or failing him/her

Name :
E-mail :
Address :
Signature :

as my/our proxy to attend and vote for me/us and on my/our behalf at 4th Annual General Meeting of the Company held on Thursday, July 21, 2022 at 9:00 A.M. at Tower 3, 1st Floor, East Wing, Equinox Business Park, LBS Marg, Kurla (West), Mumbai – 400070 and at any at adjournment thereof in respect of the following resolutions:

Resolution		Vote		
		For	Against	Abstain
Ordinary Business:				
1.	To receive, consider, approve and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Board's Report and Auditors' Report along with annexures thereto.			
2.	To declare a final dividend of Rs. 7.46 (74.6%) per equity share of the face value of Rs. 10/- each for the financial year ended March 31, 2022.			

Pinnacles Lighting Project Private Limited

3.	To appoint a Director in place of Mr. Vishal Kaul (DIN: 09178188) who retires by rotation and being eligible offers himself for re-appointment.			
Special Business:				
4.	To approve appointment of Mr. Shantanu Khosla (DIN: 00059877) as a Non-Executive Director of the Company.			

Affix revenue stamp of not less than Rupee 1

Signed this _____ day of _____ 2022

Signature of the Member	:	
Signature of the Proxy	:	

Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
- A proxy need not be a member of the Company.
- Members/Proxies should bring their attendance slips duly completed for attending the Meeting.
- Please put an 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
- In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Pinnacles Lighting Project Private Limited

ROUTE MAP

From Kurla Railway Station (West)

