



PHOENIX

PHOENIX LAMPS LIMITED

(SUPRAJIT GROUP COMPANY)

Regd. Office :
59-A, NOIDA SPECIAL ECONOMIC ZONE,
PHASE-II, NOIDA, DISTT. GAUTAM BUDH NAGAR,
PIN CODE-201 305, UTTAR PRADESH, INDIA
PH. NO.: +91-120-4012222
FAX : +91-120-2562943
Website : www.phoenixlamps.co.in
E-mail : phoenix@phoenixlamps.co.in
(CIN-L31500UP1991PLC012944)

CHAIRMAN'S REPORT

Based on the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) from 21st September, 2016 at 9.00 a.m. to 23rd September, 2016 at 5.00 p.m. and poll taken at the 25th Annual General Meeting of the Company held on 24th September, 2016 and the report of the Scrutinizer dated 24th September, 2016, it is hereby declared that the following resolutions have been passed as per the Companies Act, 2013, with requisite majority:

ORDINARY BUSINESS:

1. Adoption of Financial Statements for the year ended March 31, 2016 and Report of the Auditors and Board of Directors including Secretarial Audit Report:

Ordinary Resolution:

"RESOLVED THAT the Audited Financial Statements including the Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss for the year ended as on that date together with Independent Auditors Reports thereon, and the Report of the Board of Directors including Secretarial Audit Report be and are hereby received, considered and adopted."

2. Appointment of Director in place of Mr. K. Ajith Kumar Rai (DIN: 01160327), who retires by rotation and being eligible, offers himself for re-appointment:

Ordinary Resolution:

"RESOLVED THAT Mr. K. Ajith Kumar Rai (DIN: 01160327), Executive Director be and is hereby appointed as Director of the Company, who retires by rotation and being eligible, offers himself for reappointment."

3. Ratification of Appointment of Messrs S.R Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No. 301003E/E300005) as Statutory Auditors of the Company:



PHOENIX

PHOENIX LAMPS LIMITED

(SUPRAJIT GROUP COMPANY)

Regd. Office :

59-A, NOIDA SPECIAL ECONOMIC ZONE,
PHASE-II, NOIDA, DISTT. GAUTAM BUDH NAGAR,
PIN CODE-201 305, UTTAR PRADESH, INDIA
PH. NO.: +91-120-4012222
FAX : +91-120-2562943
Website : www.phoenixlamps.co.in
E-mail : phoenix@phoenixlamps.co.in
(CIN-L31500UP1991PLC012944)

Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company hereby ratifies the appointment of Messrs S.R Batliboi & Co. LLP, Chartered Accountants, having ICAI Firm Registration No. 301003E, as Statutory Auditors of the Company for the Company's financial year ended 31.03.2017, who were appointed as Auditors of the Company in the 23rd Annual General Meeting (AGM) to hold office until the conclusion of the 28th AGM, on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to service tax and re-imburement of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company".

SPECIAL BUSINESS:

4. Ratification of Remuneration payable to Messrs J.K Kabra & Company, Cost Accountants, Cost Auditors of the Company for the F.Y 2016-17:

Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions under Section 148 and all other applicable provisions of the Companies Act, 2013, if any, read with rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration aggregating to INR 1,25,000 plus out of pocket expenses and applicable taxes, as payable to Messrs. J. K. Kabra & Associates, Cost Auditors (Firm registration No. 000009) of the Company, to conduct Audit of the cost records of the Company for the Financial Year 2016-17, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is here by severally authorized to do all acts, deeds and things as may be deemed necessary to give effect to the above resolution."

Place: Bangalore
Date: 24.9.2016

K. Ajith Kumar Rai
Chairman
(DIN-00720504)