

Notice

Notice is hereby given that the 35th Annual General Meeting ('AGM') of the Members of the Company will be held on Friday, the 29th September, 2023 at 11.30 A.M at the Corporate Office of the Company at Adventz Infinity@5, BN Block, North Wing, 19th Floor, Sector-V, Bidhannagar, Saltlake, Kolkata - 700091 to transact the following businesses:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint M/s. SDP & Associates, Chartered Accountants, as Statutory Auditors of the Company and in this regard, to consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to section 139, 141 and 142 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made there under and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendations of the Board of Directors of the Company accorded at their respective meetings held on 8th May, 2023, M/s. SDP & Associates, Chartered Accountants (FRN: 322176E), be and are hereby appointed as the Statutory Auditors of the Company from the conclusion of the 35th Annual General Meeting (this meeting) to hold such office for a period of five (5) consecutive years till the conclusion of the 40th Annual General Meeting of the Company, at such remuneration as mutually agreed between the Board of Directors of the Company and the Auditors

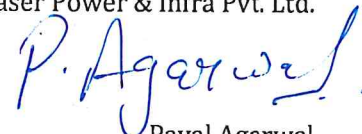
RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorize to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

SPECIAL BUSINESS:

3. To ratify the Remuneration of Cost Auditor for the financial year ended March 31, 2024 and in this regard, to consider and if thought fit, to pass 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, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the Members of the Company be and is hereby accorded for payment of remuneration of Rs. 40,000/- (Rupees Fourty Thousand only) plus applicable taxes and out of pocket expenses, for conducting audit of the cost accounting records of the Company for the financial year 2023-24 as may be applicable to the Company, to M/s. B. Ray & Associates, Cost Accountants (Firm's Registration No: 000155) who were re-appointed as Cost Auditors of the Company by the Board of Directors of the Company at its Meeting held on 5th June, 2023.

By Order of the Board
For Laser Power & Infra Pvt. Ltd.



Payal Agarwal
Company Secretary
M. No.: 23988

Place: Kolkata
Date: 20th July, 2023

NOTES:

1. In this Notice, the terms Member(s) or Shareholder(s) are used interchangeably.
2. 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 the Proxy need not be a Member of the Company.
3. The instrument of proxy, in order to be effective, should be duly completed and deposited at the Company's Registered Office, not less than forty-eight hours before the commencement of the meeting. A proxy form for the AGM is enclosed.
4. The Register of Members and the Share Transfer books of the Company will remain closed from Saturday 23.09.2023 to Friday, 29.09.2023 (both days inclusive) for the purpose of AGM.
5. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act, would be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice shall be made available for inspection electronically, from the date of circulation of this Notice, until the date of AGM, on receipt of a request by the Company at cs@laserpowerinfra.com.
6. Those shareholders who have registered/not registered their e-mail address or registered an incorrect e-mail address and mobile numbers including address and bank details may please contact and validate/update their details by sending an email and letter to cs@laserpowerinfra.com in case of shares are held in physical form.
7. Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") relating to the Business to be transacted at the meeting under Item No. 2 & 3 of the accompanying Notice is annexed as Annexure I to this Notice.

ANNEXURE-I

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND CLAUSE 1.2.5 OF SECRETARIAL STANDARD 2 (SS-2)

ITEM No:- 2

M/s. SDP & Associates, Chartered Accountants, (FRN:322176E) were appointed as Statutory Auditors of the Company to fill up the Causal vacancy occurred due to the Resignation of M/s GSAP & Co. for a period of 1 years at the Extra-Ordinary General Meeting held of the Company held on 17.02.2023. Pursuant to the provisions of the Companies Act, 2013, their term of appointment expires at the ensuing AGM. The Board of Directors have recommended for the approval of the Members, the appointment of M/s. SDP & Associates, Chartered Accountants, as Statutory Auditors of the Company for a period of five (5) years w.e.f. 01.04.2023 – 31.03.2028.

M/s. SDP & Associates, Chartered Accountants, have given their consent for the said appointment and confirmed that their appointment, if made, would be within the limits specified under section 141 of the Act. They have further confirmed that they are not disqualified to be appointed as Statutory Auditors in terms of the provisions of the proviso to section 139(1), section 141(2) and section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) rules, 2014 and other applicable provisions, if any.

None of the Directors/Key Managerial Personnel of the Company or their relatives, other than as mentioned above, are in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 2 of the Notice

The Board recommends the resolution set out at item no. 2 of the Notice for approval by the shareholders.

ITEM No:- 3

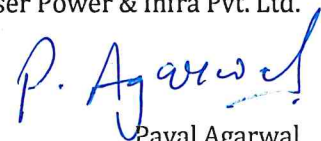
The Board of Directors had re-appointed M/s. B. Ray & Associates, Cost Accountants (Registration No. 000155), as Cost Auditor of the Company, at a remuneration of 40,000/- plus applicable taxes and reimbursement of out-of-pocket expenses incurred by them to conduct an audit of the cost accounting records maintained by the Company for the current financial year beginning from 1st April, 2023 and ending on 31st March, 2024.

In terms of section 148 of the Companies Act, 2013 read with rule 14 of the Companies (Audit and Auditors) Rules, 2014, the aforesaid remuneration is required to be ratified by the members.

None of the Directors/Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 3 of the Notice.

The Board recommends the resolution set out at item no. 3 of the Notice for approval by the shareholders.

By Order of the Board
For Laser Power & Infra Pvt. Ltd.



Payal Agarwal
Company Secretary
M. No.: 23988

Place: Kolkata
Date: 20th July, 2023