

# LS INDUSTRIES LIMITED

Registered Office: VILLAGE BAIRSEN, P.O. MANJHOLI, TEHSIL-NALAGARH, SOLAN,  
HIMACHAL PRADESH-174101, INDIA

CIN: L51505HP1993PLC031724

E-MAIL ID: lsindustries93@gmail.com, PHONE- +91-9805511297 WEBSITE:  
www.lsindustrieslimited.com

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## NOTICE

To,

Date: 22<sup>nd</sup> April 2024

The Board of Directors

LS Industries Limited

Nalagarh.

Dear Sir/Madam,

Kindly take notice that the 01<sup>st</sup> Meeting of Board of Directors of the Company for the Financial Year 2024-25 will be convened on Tuesday, 30<sup>th</sup> April 2024 at 03:00 P.M at Registered Office at **VILLAGE BAIRSEN, P.O. MANJHOLI, TEHSIL NALAGARH, SOLAN, HIMACHAL PRADESH-174101** to consider the following items of business:

1. Election of Chairman.
2. Notice of the Meeting.
3. Quorum of the Meeting and leave of absence.
4. Confirmation of the minutes of Previous Meeting.
5. Appointment of Managing Director.
6. Appointment of Chief Financial Officer.
7. Approval for re-appointment of Mr. Ankur Mahindru as Independent Director for the Board.
8. Approval for re-appointment of Mr. Prateek Puri as Independent Director for the Board.
9. Authorization to sign & submit the E-Forms to the Registrar of Companies.
10. Approve the sale of Building.
11. To take note on disclosure of Interest of directors received by company in MBP 1.
12. To take note on disqualification of directors.
13. Any other matter with the permission of Chairman.

Your Sincerely,

For LS Industries Limited

Charu Sobti

Compliance Officer

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## **Notes to Agenda for the Board Meeting to be held on 30<sup>th</sup> April 2024:**

### **Agenda No. 1: Election of Chairman.**

The Board members present in the Board Meeting are required to appoint any person as chairman of the meeting. Any one of the directors present in the Board Meeting can be appointed as Chairman for this Board Meeting.

### **Agenda No. 2: Notice of the Meeting.**

Notice of the Board Meeting will be circulated amongst the Board Members and with the consent of Chairman can be taken as read in the meeting.

### **Agenda No. 3: Quorum of the Meeting and Leave of absence.**

The quorum for a meeting of the Board of Directors of a company shall be one third of its total strength or two directors, whichever is higher. No business shall be transacted at any Board meeting unless there is a valid quorum both at the time when the meeting is called to order and throughout the meeting.

The Board shall also take note of and grant leave of absence to any of the Directors, if any.

### **Agenda No. 4: Confirmation of the minutes of the Previous Meeting.**

Minutes of Previous meeting shall be placed before the Board for their consideration. The Board is requested to confirm and take note of the same.

### **Agenda No. 5: Appointment of Managing Director.**

Pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or reenactment(s) thereof for the time being in force), subject to approval of members in the general meeting and such other consents and permission as may be necessary, consent of the board of directors be and is hereby accorded for the appointment of Mr. Jeetender Kumar Yadav, DIN: 09184532, as Managing Director of the Company for a period of 2 Years on the remuneration and terms & conditions mentioned in the draft agreement placed before the members of the board.

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## **Agenda No. 6: Appointment of Chief Financial Officer.**

Pursuant to Section 2(19) & Section 203 read with rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force and SEBI (LODR) Regulations, 2015 and approved by the Nomination and Remuneration Committee, the consent of the Board be and is hereby accorded to appoint Mr. Rakesh Sethi (DIN 09650924), Director of the Company as Chief Financial Officer (CFO) and Key Managerial Personnel (KMP) of the Company w.e.f. 26<sup>th</sup> April, 2024 at a monthly remuneration as decided by the Board to oversight the compliances of all financial matter and other compliances, rules and regulations as may be applicable to the Company from time to time and any other duties as assigned by the Board from time to time.

## **Agenda No. 7: Approval for re-appointment of Mr. Ankur Mahindru as Independent Director for Board.**

Pursuant to Section 149(10) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, no independent directors shall hold the office not more than five consecutive years, subject to re-appointment by the members at the general meeting by passing special resolution.

In view of the above provisions, Mr. Ankur Mahindru, (DIN: 06592338) has appointed as the independent director for the Board, and has completed his tenure and the Board shall consider and if deemed to fit, shall approve the re-appointment of Mr. Ankur Mahindru for the Board of Directors as an Independent Director and the same will be recommended to the members at the upcoming annual general meeting of the Company.

## **Agenda No. 8: Approval for re-appointment of Mr. Prateek Puri as Independent Director for Board.**

Pursuant to Section 149(10) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, no independent directors shall hold the office not more than five consecutive years, subject to re-appointment by the members at the general meeting by passing special resolution.

In view of the above provisions, Mr. Prateek Puri, (DIN: 07194679) has appointed as the independent director for the Board, his tenure has been completed and the Board shall consider and if deemed to fit, shall approve the re- appointment of Mr. Prateek Puri, for the Board of Directors as an Independent Director and the same will be recommended to the members at the upcoming annual general meeting of the Company.

## **Agenda No. 9: Authorization to sign & submit the E-Forms to the Registrar of Companies.**

In order to comply with the provisions of the Companies Act, 2013 and rules made thereunder, there is need for the Board to authorize any one of the Directors of the Company to file the required e-Forms with the Ministry of Corporate Affairs/Registrar of Companies. The matter shall be placed before the Board for their discussion.

## **Agenda No. 10. Approve the sale of Building.**

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Pursuant to the applicable provisions of the Companies Act, 2013 and/or Rules made there under, the consent of the Company be and is hereby given to sell the building situated at **VILLAGE BAIRSEN P.O. MANJHOLI, TEHSIL NALAGARH, SOLAN, HIMACHAL PRADESH-174101** and conditions as appropriate and suitable in the best interest of the Company."

**Agenda No. 11: To take note on disclosure of Interest of directors received by company in MBP 1.**

Pursuant to the provision of Section 184 (1) of the Companies Act, 2013, read in conjunction with Rule 9 of the Companies (Meetings of Board and its Powers) Rules, 2014, the disclosure of interest in Form MBP-1 received from the Directors of the company will be taken into consideration by the Board.

**Agenda No. 12. To take note on disqualification of directors.**

Pursuant to Section 164(2) of the Companies Act, 2013 read in conjunction with Rule 14(1) of Companies (Meetings of Board and its Powers) Rules, 2014, the intimation of disqualification of directors will be taken into consideration by the Board.

**Agenda no. 13 Any other matter with the permission of Chairman.**

The Board shall discuss the matter which is not specified in the above agenda items in the Board meeting with the consent of the Chairman of the Meeting and the meeting shall end with a vote of thanks to the Chair.

Your Sincerely,

For LS Industries Limited

Charu Sobti

Compliance Officer