

## NEW LIGHT APPARELS LIMITED

CIN: L74899DL1995PLC064005

Regd. Office: GC-29, Basement, Shivaji Enclave, Raja Garden, New Delhi-110027 Tel.:(91)-11-45613885

Email Id: newlight.apparels@gmail.com; Website: www.newlightapparels.com

#### **NOTICE**

NOTICE IS HEREBY GIVEN THAT THE 27<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF NEW LIGHT APPARELS LIMITED WILL BE HELD ON FRIDAY, 30<sup>TH</sup> SEPTEMBER, 2022 AT 05:30 P.M. THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESSES:-

#### **ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022 and the Report of the Board of Directors and Auditors thereon.
- 2. To Re-appoint Mr. Sandeep Makkad (DIN: 01112423) as Director who retire by rotation and being eligible offers herself for re-appointment.
- 3. To consider the appointment of M/s NGMKS & Associates, Chartered Accountants as Statutory Auditors.

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s NGMKS & Associates., (Registration No. 024492N), Chartered Accountants, be and is hereby appointed as Statutory Auditor of the Company to hold the office from the conclusion of this Annual General Meeting till the conclusion of the 31st Annual General Meeting to be held in the year 2026 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

By order of the Board of Directors For New Light Apparels Limited

SD/-(Prabha Gautam) Company Secretary and Compliance Officer Membership No: A63180

Date: 02/09/2022 Place: New Delhi



### **NOTES**

- 1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- 2. In view of the outbreak of the COVID-19 pandemic, and pursuant to Circular dated May 5, 2022 read with Circulars dated May 5, 2020, April 13, 2020 and April 8, 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular dated May 13, 2022, and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 27th AGM of the Company is being conducted through VC/OAVM Facility, without physical presence of members at a common venue. The deemed venue for the 27th AGM shall be the Registered Office of the Company.
- 3. In terms of the MCA and SEBI Circular(s) as mentioned above, physical attendance of Members at the AGM and appointment of proxies has been dispensed with. Accordingly, the Attendance Slip, Proxy Form and Route Map are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of casting vote through remote e-voting prior to the AGM, participation in the 27th AGM through VC/OAVM facility and for electronic voting during the AGM.
- **4.** Attendance of the Members participating in the 27th AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 5. In line with the Circulars of MCA and SEBI, the Notice of the 27th AGM along with Annual Report is being sent by e-mail to all members, whose e-mail IDs were registered with the Company. The said documents are available on the website of the Company at <a href="https://www.newlightapparels.com">www.newlightapparels.com</a> and on the website of Bombay Stock Exchange of India Limited at www.bseindia.com and also on the website of National Securities Depository Limited ("NSDL") at <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.

The Company had published advertisements in newspapers to encourage shareholders, holding shares in physical and electronic form, to register/update their email IDs for receiving the Annual Report for the financial year 2021-22.

Those shareholders who have still not been able to update their e-mail IDs, may follow the process below for registration of e-mail IDs and procuring User IDs & Password for e-voting, on the resolutions set out in this Notice:-

- In case shares are held in Demat mode, please send an e-mail to <a href="mailto:newlight.apparels@gmail.com">newlight.apparels@gmail.com</a> quoting DP ID Client ID (16 digit DP ID + Client ID or 16 digit beneficiary ID), Name of holder(s), scanned copy of client master list/demat account statement, PAN Card and Aadhaar Card.
  - In case shares are held in physical mode, please send an e-mail to <a href="mailto:newlight.apparels@gmail.com">newlight.apparels@gmail.com</a> quoting Folio No., Name, scanned copy of Share certificate (front & back), PAN Card and Aadhaar Card.
- **6.** CS Sanjay Kumar Jha (CP no. 3749 and Membership no. 5076) from S. K. Jha & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the votes cast by the shareholders in respect of items of business to be transacted at the 27th AGM, in a fair and transparent manner.
- 7. In compliance with provisions of Circulars of MCA and SEBI referred above, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings issued by ICSI, the Company is offering e-voting facility to the shareholders to enable them to cast their votes electronically on the items mentioned in the Notice.



Those shareholders who do not opt to cast their vote through remote e-voting, may cast their vote through electronic voting system during the AGM. NSDL will be providing facility for remote e-Voting, participation in the 27th AGM through VC/OAVM and voting during the 27th AGM through electronic voting system. The remote e-voting period begins on **Tuesday, September 27**, **2022 (09:00 a.m.) and ends on Thursday, September 29**, **2022 (05:00 p.m.)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. Members may join the 27th AGM through VC/OAVM, which shall be kept open for the members on September 30, 2022 from 05.15 P.M. IST i.e., 15 minutes before the scheduled start time and the Company may close the window for joining the VC/OAVM facility 30 minutes after the scheduled start time, i.e., by 06.00 P.M. on date of AGM.

Please refer to detailed instructions for remote e-voting, attending the 27th AGM through VC/OAVM and electronic voting during the AGM, annexed to this Notice.

- **8.** Brief resume of the Director seeking appointment/reappointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {SEBI (LODR) Regulations, 2015} is annexed hereto and forms part of Notice.
- 9. Pursuant to Section 91 of the Companies Act, 2013 and regulation 42 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 24<sup>th</sup>, 2022 to Friday, September 30<sup>th</sup>, 2022 (both days inclusive).
- 10. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on Monday, September 23rd, 2022 (the "cutoff date") only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the company as on the cutoff date.
- 11. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant provisions of the Companies (Management and Administration) Rules, 2014, the copy of Annual Report, Notice of the 27<sup>th</sup> Annual General Meeting, notice of E-Voting, etc. are being sent to the members whose Email Ids are registered with the Company/Depository Participants (DP)/Registrar and Transfer Agent (RTA) for communication purposes.
- 12. Members who have not registered their email addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circular, etc. From the Company in electronic mode.
- 13. In accordance with the "Green Initiative" the Company has been sending Annual Report/Notice of AGM in electronic mode to those Shareholders whose email ids are registered with the Company and/or the Depositor Participants. Directors are thankful to the Shareholders for actively participating in the Green Initiative.
- **14.** Pursuant to the prohibition imposed vide Secretarial Standard on General Meetings (SS-2) issued by the ICSI and the MCA circular, no gifts/coupons shall be distributed at the Meeting.
- 15. The Scrutinizer shall, after the conclusion of the electronic voting during the AGM, assess the votes cast at the meeting through electronic voting system, thereafter unblock the votes cast through remote e-voting and make a consolidated Scrutinizer's Report and submit the same to the Chairman of the Meeting.
- 16. The results of the voting indicating the number of votes cast in favour or against each of the Resolution(s), invalid votes and whether the Resolution(s) have been carried out or not, together with the Scrutinizer's Report, will be uploaded on the website of the Company (<a href="www.evoting.nsdl.com">www.evoting.nsdl.com</a>.) and on NSDL website (<a href="www.evoting.nsdl.com">www.evoting.nsdl.com</a>) and will also be submitted to BSE Limited within the prescribed time. Further, the resolution(s), if passed by requisite majority, shall be deemed to be passed on the date of 27th AGM.



#### 17. Voting through electronic means

- **I.** The instructions for shareholders voting electronically are as under:
- 1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the Meeting.
- 2. AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- 3. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at <a href="https://www.newlightapparels.com">www.newlightapparels.com</a>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at <a href="https://www.bseindia.com">www.bseindia.com</a> and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.

#### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 27<sup>th</sup> September, 2022 at 09:00 A.M and ends on 29<sup>th</sup> September, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23/09/2022 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23<sup>rd</sup> September, 2022.

## How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### Step1: Access to NSDL e-Voting system

#### A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 one-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



Login method for Individual shareholders holding securities in demat mode is given below:

Type of	Login Method	
shareholders	Login ricerou	
Individual Shareholders holding securities	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the	
in demat mode with NSDL.	"Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.	
	<ol> <li>If you are not registered or IDeAS e-Services, option or register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>	
	3. Visit the e-Voting website of NSDL. Open web browser by Typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>	
	either on a Personal Computer or on a mobile. Once the homepage of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.  4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.  NSDL Mobile App is available on  Google Play  App Store  Google Play	



## 27<sup>TH</sup>ANNUALREPORT

	27 <sup>1n</sup> ANNUALREPORT	
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest Are <a href="https://web.cdslindia.com/myeasi/home/loginorwwww.cdslindia.com">https://web.cdslindia.com</a> and click on New System Myeasi.	
	<ol> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</li> </ol>	
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.	

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.:18001020990 and 1800224430
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43



#### Step2: Cast your vote electronically on NSDL e-Voting system.

### How to cast your vote electronically on NSDL e-Voting system?

- 1. After successful login at Step1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting Period and casting your vote during the General
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the Number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm"
- 5. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders Upon confirmation, the message "Vote cast successfully" will be displayed.

  Or call on toll free no.:18001020990 and 180022 4430 or send a request at <a href="evoting@nsdl.co.in">evoting@nsdl.co.in</a>
- 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation
- 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

- 1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send Scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested Specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer by e-mail to sanjayjhafcs@gmail.com with a copy marked to evoting@nsdl.co.in.
- 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- 1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by e mail to <a href="mailto:newlight.apparels@gmail.com">newlight.apparels@gmail.com</a>.
- 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to <a href="mailto:newlight.apparels@gmail.com">newlight.apparels@gmail.com</a>. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1(A) i.e. <a href="Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode">Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
- 3. Alternatively shareholder/members may send a request to <a href="evoting@nsdl.co.in">evoting@nsdl.co.in</a> for procuring user id and password for e-voting by providing abovementioned documents.
- 4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account



maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

- 1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
- 2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
- 3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
- 4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting

## INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGHVC/OAVM ARE AS UNDER:

- 1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- 2. Members are encouraged to join the Meeting through Laptops for better experience.
- 3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable WiFi or LAN Connection to mitigate any kind of aforesaid glitches.
- 5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at <a href="mailto:newlight.apparels@gmail.com">newlight.apparels@gmail.com</a>. The same will be replied by the company suitably.

By order of the Board of Directors For New Light Apparels Limited

> SD/-(Prabha Gautam) and Compliance Officer

Company Secretary and Compliance Officer Membership No: A63180

Place: New Delhi Date: 02.09.2022



## **ANNEXURE**

# <u>Details of Whole Time Director Seeking Re-Appointment at the Forthcoming Annual General Meeting as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015</u>

Name of the Director	Mr. Sandeep Makkad (Whole Time Director)	
DIN	01112423	
Date of Birth	12/12/1969	
Date of Appointment on the Board of the Company	03/01/1995	
Brief Resume and Experience/Expertise	He is a B.Com, Graduated from Delhi University and joined his family business dealing in socks. His dynamic new young ideas took their family owned business to the New level when he got his Company listed at BSE in 1996. The products made were exported to USA, Europe and Australia. He began importing of computerized knitting machines from Japan, in 1995. His marketing skills got his company introduced to many Government departments for supply of socks, sweater and other accessories. At present they are engaged in Windcheater, sweater, Tracksuit, jacket and other accessories, to Corporate sector and schools on Pan India level. He is bound to take the company to new level by exploring the vast domestic market of North Eastern part of India.	
Disclosure of relationships between Directors inter-se	Mr. Sandeep Makkad, Managing Director is S/o Shri Gurcharan Lal Makkad (WTD) and H/o Meetu Makkad (WTD).	
Directorship held in other Companies	NIL	
Chairman/Member of the Committee(s) of the	Audit Committee-NA	
Board of Directors of the Company and other listed entities.	Nomination & Remuneration Committee-NA Stakeholder Relationship Committee-NA	
Number of Equity Shares held in the Company	4414 Equity Shares	

By order of the Board of Directors For New Light Apparels Limited

> SD/-(Prabha Gautam)

Company Secretary and Compliance Officer

Membership No: A63180

Place: New Delhi Date: 02.09.2022