



Signify Innovations India Limited

Transcript of the 8th AGM held through VC/OAVM on 29th September, 2023

Nitin Mittal (Company Secretary): So good morning and welcome to all to the 8th Annual General Meeting of Signify Innovations India being held through VC OAVM. I am Nitin Mittal, company Secretary of the Company. Members were advised and recommended to join the meeting through devices such as laptops or desktops for better experience and have stable Wi-Fi or LAN connection to avoid any technical disturbances. For smooth conduct of the meeting audio facility of only those members who have registered themselves to share their views, ask questions would be unmuted. Further, the transcript of the meeting shall be made available on the website of the company as soon as possible after the conclusion of the meeting. I understand from representative of K Fin Technologies that we have sufficient members to constitute the quorum. Now I request our Esteem Chairman, Mr. Vinayak Deshpande to proceed with the meeting. Over to you, Sir.

Mr. Vinayak Deshpande (Chairman): Good morning ladies and gentlemen. I am Vinayak Deshpande, Chairman of the Audit Committee, the Stakeholders Relationship Committee, Member of the Nomination and Remuneration Committee. I have pleasure in welcoming all of you to this 8th Annual General Meeting of the Company. I would like to take this opportunity to thank you for your continued support and presence here today. I must share that all efforts feasible under the current circumstances have been made by the Company to ensure effective participation by the members of Company and for voting on the items set out in the notice. I have been informed that requisite quorum as per Companies Act 203 being present. I declare the meeting as validly convene. Now I would like to request my members of the board who are attending this meeting through VC to introduce them one by one. Sumith. Sumith. Sumith. Sumith, May I request you to introduce yourself?

Nitin Mittal (Company Secretary): I think Sumit is not able to hear. Maybe others can introduce,

Mr. Vinayak Deshpande (Chairman): Yeah, can we Sangeeta? May I request Sangeetha to introduce herself. Sangeetha. Nitin, can you hear me?

Nitin Mittal (Company Secretary): I can. I can hear you.

Mr. Vinayak Deshpande (Chairman): Yeah. Yeah. So I'm just wondering whether Sumit Sangeeta, other members of the board are you able to hear me.

Sangeeta: I can hear you. Are you able to hear me?

Mr. Vinayak Deshpande (Chairman): Yeah. You're a little. Yeah. Yeah. Can you be a little? I. We can hear you, but not very properly. So Sangeeta.



Sangeeta: Yeah. OK. I'm Sangeeta Pendurkar. Yes, independent director of the company and chairperson of the Nomination and Remuneration Committee, CSR committee and member of the audit committee.

Mr. Vinayak Deshpande (Chairman): Thank you Sangeetha. Can we request Sumith Sumit, can you introduce yourself?

Sumit Joshi: Thank you. Chairman. I'm Sumit Joshi, Vice Chairman, Managing Director and CEO of the company. I'm also the member of Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR Committee and Chairman of the Banking and other Operations Committee of the Board. Thank you.

Mr. Vinayak Deshpande (Chairman): May I request Dilip to please introduce himself.

Dilip Jose: Thank you, Chairman. I'm Dilip Jose, independent Director of the company and a member of the Nominations and Nomination and Remuneration Committee as well as Stakeholder Relationship Committee. Thank you.

Mr. Vinayak Deshpande (Chairman): Dibyendu

Dibyendu Raychaudhury: Thank you, Chairman. I am Dibyendu Roy Choudhury. I'm the whole time Director and CFO of the company. I'm also the member of the audit committee and banking and others operation committee.

Mr. Vinayak Deshpande (Chairman): Thank you Vikas.

Vikas Malhotra: Thank you Chairman. I am Vikas Malhotra, whole time Director of the company. I'm also the member of CSR committee and banking and other operations committee.

Mr. Vinayak Deshpande (Chairman): Thank you. Thank you everyone. Let me introduce Mr. Amit Chugh, partner, S.R. Batliboi and company, statutory auditors of the company who is also present in this meeting. May I request now Mr. Sumit Joshi to say a few words about the business of the company. Please.

Sumit Joshi: Thank you Chairman and all our dear shareholders. A very, very good morning to each and everyone of you. It gives me great pleasure to welcome you to 8th Annual General Meeting of Signify Innovations India Limited. Friends, this has been a landmark here for our country as several notable developments further strengthen our growing influence in the global economy. This year, India proudly holds the presidency of G20, marking a significant milestone in our global leadership role. With India taking the presidency for the first time, we are steering discussions and initiatives among the world's major economies to address complex challenges. With our Chandrayaan 3 program, we also became the first country in the world to successfully land a spacecraft in the lunar South Pole region and the 4th country to land on moon after Soviet Union, United States and China. Historic Women's Reservation Bill was also passed in both houses, aiming to reserve 33% of seats in Lok Sabha and state assemblies for women. This is a great move by government and will be transformative in upholding the right to participation for women and gender equality in India. While all of this has been very, very good year, 2022 and 23 also saw huge disruptions. Worldwide world has become far more volatile, walls are



being raised and we see disruption all over. And all of this just after the global pandemic. There were persistent supply chain issues and inflation conspired to create an increasingly volatile and unpredictable external environment that profoundly tested our agility and resilience. The increased interest rates brought in to control the inflationary environment negatively impacted consumer sentiment in the short term. While the high volatility impacted our business to some extent, our team adapted to evolving realities and customer needs in this contest, Our professional business delivered a stellar performance, while our consumer lighting business was impacted by weak demand and negative consumer sentiment. Let me just take you through some business and financial performance. Dear friends, despite the volatility in the country's overall macroeconomic environment during the year, your company managed to deliver good business results by swiftly taking multiple mitigation actions and simultaneously managing our prices to offset the structural part of inflation. We managed to register a healthy 11.2% growth in our top line and 12% growth in profitability year on year. We also declared an interim dividend of ₹62.50 paise, 625% per equity share to all our shareholders. Our consumer lighting business was impacted by negative consumer sentiment during the year and we posted moderate 6.7% growth over last year. However, we continued our investments in innovation and introduced several new products for consumers such as Philips full grow LED bulb, India's first full glass LED bulb and expanded our Philips Smart Wi-Fi lighting range. We also added new products like silent fans under our equaling fans portfolio. Our professional lighting solutions business delivered an impressive 23.4% growth as the government spends on infrastructure. Increased business activities regained momentum this year. We also won prestigious lighting projects such as ATTEL breach, Ripon Building, Eden Gardens Cricket Stadium, Uttar Pradesh Vidhan Sabha in addition to other significant private sector projects with TCS, Qualcomm, Infosys, etc. Our engineering services from our innovation Lab in Bangalore and Cooper Lighting operations in Pune also grew and we increase our headcount in these centers significantly. Our home lighting business also registered a healthy growth on account of new home constructions picking up across India. To tap into this growth opportunity, we expanded our Philips smart lighting hub network to 274 stores at country growing adoption of LED lighting. We expected our conventional lamps business that witnessed expected degrowth of 10%, but however this category will continue to decline sharply. In coming time, we will it to be in this category. Let me speak about sustainability. With the climate emergency even more urgent, the world needs sustainable technology innovations that will help mitigate the challenges around us. Our energy efficient products and connected lighting range can help consumers lower their energy consumption. Our Brighter Lives Better World 2025 program sets bold targets across the areas on climate, action, circularity and social impact. At the end of 2022, our Global Brighter Lives revenue was 27%, our circular revenues were 29% and our Climate Actions revenues were 65%. This progress and leadership and sustainability was recognized externally as sustainability data placed us in top 1% of our industry globally. We also secured an inclusion in Dow Jones Sustainability Index and CDP Climate air list for the 6th year in running. Our CSR initiatives and commitment to the society is very, very dear to us. Light is a fundamental need of human life as it expels darkness and creates opportunities for people to work, study and move after sunset.

As a significant part of our country's population is still living without reliable access to electric light. Our CSR programs aim to enable underserved communities to have sustainable access to light. We positively impacted 1,000,000 lives this year with our CSR programs spread across the breadth of the country. We illuminated 178 schools, 56 villages, 44 healthcare centers and 25 playgrounds through our solar based lighting. As we progress in 23-24, we will continue to drive our strategy which is based around



our purpose of unlocking extraordinary potential of light for brighter lives and better world. We see commoditization in the category and would strive to upgrade the market to better technologically advanced lighting solutions both in consumer as well as professional business. We will continue to focus on delighting our customers with amazing and dependable lighting performance. Lastly, on behalf of our Board of Directors and our leadership team, I extend my appreciation to all our talented employees who are committed to our company's purpose on a daily basis. I also thank our customers for their trust and loyalty, which provides us motivation and energy to continue our leadership position in the industry. Finally, I would like to thank all our shareholders for their confidence in us and our strategy. Thank you, Vinayak. You're on mute.

Mr. Vinayak Deshpande (Chairman): Thank you. Sumith coming to the meeting. The notice for this meeting dated 26 July 23, was even members and notice to that effect published in the newspapers. With your permission I take the conveying this meeting as read. The members note the auditor's report on the financial statements of the company for the year ended by 1st March 2023, did not have any qualifications, observations or comments of the auditors on the financial actions or matters which has any adverse effect on the finger of the company. However, there is one remark made by the auditors in the financial statement also as part of the Director's report which to be read in the meeting. Now I request Amit Chug, partner SR Batliboi and company, statutory auditors of the company.

Amit Chug: Hi, thank you, Chairman and good morning to all the shareholders for this particular comment. With regard to backup, there was a new clause that was introduced in the month of August 22 with regard to daily backups that are required to be maintained in India. Now, while the company is maintaining backup, the servers for these backup are not located in India but on cloud and hence there is a factual statement in the audit report that the daily backup is not maintained in India. And this is a fairly straightforward comment which was there in a in a large part of industry. Given this particular requirement was introduced during the year only, there are no other adverse or negative comments that we have in any of the other reports also. Thanks, Chairman. Back to you.

Mr. Vinayak Deshpande (Chairman): Thank you, Amit, Thank you. Like to inform you that Companies Act 2013 read with relevant rules the members the opportunity to exist, their rights through remote E voting, all terms of business to be collected and and materials each of eight. In fact, 9 resolutions are given in detail in the explanatory statement. Circling along with the notice convening the business at this meeting includes 3 ordinary and 6 special Business. The same are follows under ordinary business item number one to receive, consider and adopt the financial company for the financial year ended march 2023 including the audited sheet as on 1st March 2023. The state of profit and loss for the year ended on the and the and dial there on item number two under ordinary business to confirm the payment of interim dividend of Rupees 62.5 equity share that is 20,10 and the fairly of Rupees 10 each or the financial year ended March 2023. Item number three Ordinary Business to In place of the Vikas Hello Identification number 0925036 and being available offers in free appointment under special Business. Next one there is item 4 Vision of Mr. Sumith Joshi then zero and 006 number 5 under Special business revision in nomination and Remuneration of Mr. Malhotra and Education 53036 Item number six under Special Business of Mr. Dibyendu Raychaudhury in 0974717 as a pre. In comparison the whole time director Item number 7 Regular Additional directors 0359692 as an independent non executive director of the company. For next item I would request Joshi to take the and this please.



Sumit Joshi: So item number 8 is part of special business is about Commission to the non executive and independent directors of the company. I would request Chairman Vinayak Deshpande to take over the proceedings of the meeting.

Mr. Vinayak Deshpande (Chairman): OK. So then there is this last item remuneration to of the cost auditors. Remote E voting was written to all of the rest of company on 22nd September 2023 being date. The remote. Was available from 9:00 AM of 2023 till PM on 28th September 2023. The company has engaged K Fin Technologies to provide evening facility also extending study of electronic voting. The members attending the meeting who already cast their vote by members eligible to may size their right, trust their votes through E voting system by same procedure of the voting. The E voting system and will remain open during the proceedings of meeting and also 15 minutes to conclusion of the meeting. Doctor Asim Chattopadhyaya Singh is going to be allotted for the remote e voting as well As for the connecting being provided at meetings. Seek clarifications last on the agenda term set out. Notice I understand members discussed to of speakers and with due to the speakers and the time, I request each to be brief. Actually they are maximum 3 minutes depending to the other of this only.

Nitin Mittal (Company Secretary): Yeah. So, thank you. Yeah, thank you, Chairman. So we have the list of members who have registered to share their views. Trust the registered members speakers have ensured availability of the Technical Support as mentioned earlier during the meeting including device with camera, webcam along with good network. To avoid any disruption while you participate in the meeting through that device, we would request the registered speakers to come over one when we call out your names to share your views or ask questions pertaining to the agenda of the notice. So moderator please.

Moderator: Thank you Sir. Now I will call all the pre registered speakers I by I. The first registered speaker is Mr. Binjan Singh Srimal from Kolkata. I request Mr. Binjan Singh to unmute and switch on the camera to proceed further. Mr. Binjan.

Mr. Binjan Singh Srimal : Hello. Good morning, Sir. Am I audible?

Moderator: Yes, Sir. You're audible, Sir. Please proceed Sir.

Mr. Binjan Singh Srimal : Videos are not coming, Sir.

Moderator: Sir, you need to switch on your camera till the time you can proceed with your audio. Sir.

Mr. Binjan Singh Srimal : Camera is OK, Sir. Good morning Sir. This is BS Srimal CA. BS Srimal from Calcutta. I am extremely grateful to the Chairman for giving me the opportunity to share my views and thoughts at this AGM. Sir, I have few suggestions before I go to the accounts part of it. First of all, could you tell me Sir what is the total number of attendance at this meeting? Then Sir, the reason of having the meeting so late or balance sheet was signed long back on 20 this July. I feel that it should have been done earlier because it is meeting, the lot of meeting is colliding at the same day. So in future if you can have the meeting earlier, it will be helpful to the shareholder to participate and also if the meeting time could be spread to afternoon. So it is here for the person, those who are involved in Stock Exchange also to attend the meeting Number 3 Sir, I would like to know what is the total number of employees

you have and the segregation of female and male worker in this. Then let me go to some of my observation in the accounts part of it Sir Sir regarding unpaid and unclaimed dividend. There is lot of problem nowadays with the shareholder. If the unpaid dividend is not in cash within five years, then it will it will be going to the governments education department. Then it is very difficult for the shareholder to recover it. So I would like to know what proactive steps you are taking to eliminate this sort of problem for the shareholder. Then Sir, what is your total production capacity in total units you have to date and how much of the capacity have been utilized to date? Then what is your future plan in this regard? Till Then what is the future road map for the company for the next few years? Sir, with this company at this present moment, you have a sales and turnover of only 2000 and odd crore. What is your plan to achieve at least 5000 crore in the next how many years? If you could enlighten us Sir, since Sir, what is your cost control measure you are adopting so that we have better profitability in future in view of the inflation and other condition prevailing in the country? Sir, there is no signature, no certification from CEO and CFO of the company. Would you tell us Sir, the reason of not publishing that it gives more confidence to the shareholder when we get that certificate? Then Sir, there is no disclosure of total salary paid to the Managing director, director, etc. And also the meeting fees then Sir.

Moderator: Sir, request you to please wrap up your question Sir.

Mr. Binjan Singh Srimal : Yes. Then Sir, what is the total expenses of the Chairman office? So then let me could you also tell us Mr. Vice Chairman was telling about the lot of orders they have received. Could you give us the total order to date position of the total order under monetary value? Sir, I would like to come to certain of my personal problem before the gathering. I am a shareholder of Philips for last four decades and I have been allotted by virtue of that the share of this company. But somehow this has been misplaced and lot. I am trying to get hold of it for last three years and your Vice Chair, Vice Secretary Mr. Harvinder called. Kumar has helped me at the initial stage and the K Infotech asked me to give the total dividend I have received during the whole of the year and I send my bank statement duly scan but nothing no further. Things have been moved in the meantime. There was a KYC problem and I have deposited my KYC properly and it has been approved I think. But about the issuing of the share, there is problem left out. You will appreciate. I am a octogearian and the shares now at this stage could not be transferred to anybody physically. So just taking an indemnity bond, they should issue a share instead of making this a problematic for the general shareholder. So this is my request to you to kindly look into it so that the shareholders can have a smooth ride in this matter. And then Sir before I close, Sir, there is no e-mail address of the registered office and whenever we call the registered office, there is nobody to take the phone, even the secretary. I tried my so nothing has been done. So I would be grateful if you kindly look into the whole gamut of the matter, so that the shareholders are not being having a great problem in future. With this. I conclude and I thank you very much for giving this opportunity and hoping that my problem will be taken care of. Thank you very much.

Mr. Vinayak Deshpande (Chairman): Thank you. Thank you. This questions are noted. I think we will answer all the questions at the end because they could common questions, but we have the the questions as well as some of the issues that you think you clear up the course. OK. Can we proceed with the next?



Moderator: Sure, Sir. The next registered speaker is Mr. Puneet Kumar from New Delhi. I request Mr. Puneet Kumar to unmute and switch on his camera to proceed further.

Mr. Puneet Kumar: Am I audible?

Moderator: Yes, Sir. You're audible, Sir. Please proceed, Sir.

Mr. Puneet Kumar: Number one, I would like to congratulate Mr. Sumit and his team for delivering very good growth on sales, profits and dividend, all three. So as far as me, I am concerned, I have nothing much to talk about except a few observations. Three years back we both agreed on a company, company to company comparison that this company is not good, not us. The other competitor we were talking about with a similar equity and similar book value. They have a sales of 5.4 times than us and on top of it they have a capitalization which is 8 times us or 8.4 times us. I am talking about the listed unofficial price and the sad part is they have been enjoying a price to equip earning ratio which is almost 2.1 times of us. So what could be the various reason? I am not clear so I tried to explore further. One their growth is 4 times ours, their employee cost also is as a percentage half of ours. So these are the areas probably I don't know you, you the management has to explore further in terms of what could lead to a higher growth and a higher P ratio because that's what the market perceives it out to be. And the last question is for Mr. Roy Chaudhary. I have a clarification that if we pay 62 point ₹5 per share on earning of 46.3, what I have studied is that the reserve should come down by 76 77.6 crores, but it has one up by 49.7 crores. What is the anomaly in this? Thank you so much. And I wish the company continues to retain some money for growth and brand development than distributing more than what it earns. Thank you so much.

Mr. Vinayak Deshpande (Chairman): Thank you. Thank you.

Moderator: Thank you, Sir. The next speaker is Mr. Bharti Sharaf from Kolkata. I request Mr. Bharti Sharaf to unmute the audio switch on the camera to proceed further.

Mr. Bharti Sharaf: नमस्कार एक मिनट में वीडियो on करा सर please just give me 1 minute माननीय सभापति जी उपरसे नीतिसे मंडल साधसिगन अधिकारीगण और कर्मचारीगण में संतोष कुमार सराफ भर्ती सराफ को जॉइंट होल्डर आप सभीको नमस्कार करता हु आशा करता हु आपको अच्छे अच्छे स्वास डूँघे सर में उनको कर्मचारी बायीं बहेनो को भी आवाज़ प्रकट करता हु क्योंकि करि मेहनत के पहले या आज हमारी कंपनी दीजिये प्रार्थना करिये आप इसीसे मेहनत करते रहे हमें अच्छा रिजल्ट मिलेगा आपको अच्छा remuneration देखा और हमें भी अच्छा डिविडेंड प्रसाद करेगा आपके मेहनत भविष्य जरूर मिलाएंगे सर में ज्यादा कुछ नयी श्रीमाल जी को काफी प्रश्न किया और अपने जो काफी कुछ बताया ग्रोथ इस कंटीन्यूअस परफॉरमेंस करे और इनका बड़ा के क्या कथं उतराहे सर और एक वीमेन एम्पावरमेंट के क्या कथं उठा रहे सर स्पीच में बोला ३३% वीमेन रिजर्वेशन दिया parliament में सो हमारी कंपनी में ३३% रिजर्वेशन भी सोचने दी क्योंकि वीमेन एम्पावरमेंट को भी आदिशक्ति था एम्पावरमेंट करेगे थो हमारा देश भी development करेगे समाज भी डेवलपमेंट करेगा कर कुढ़ भी सर मेरा से रिक्वेस्ट देशपांडे जी वीमेन को भी ज्यादा ज्यादा एम्पावरमेंट करेगा गेनेराल्लय अपने अपने घर से समस्याकी थो अपने वीमेन को हेल्प लेते हे थो आशा करता हे हमारी कंपनी जो वीमेन हो भी थो टेक्निकल प्रोब्लेम्स को जरूर हेल्प नेखलेगी और सर हार्वेस्टिंग के लिए क्या कथं उठाये बताएगा और VC का ऑप्शन हे सर आशा करता हु अगले साल मीटिंग में जरूर बुलाएंगे एक बार जितने भी हमारा डायरेक्टर्स और कर्मचारी और जो भी हे उनको उनके परिवार से में शुभकामना देता हु आप भगवान से प्रार्थना करता हु आने आप डायरेक्टर्स कर्मचारी सब के लिए



healthy, wealthy, prosperity safety अगले साल में मीटिंग में नयी ग्रोथ मुलाकातो में मॉडरेटर को भी आवाज़ प्रकट करता हु कर्वी के काफी अछि सर्विस हे आशा करता हु एक साल को भी और सेवा देंगे धन्यवाद नमस्कार

Mr. Vinayak Deshpande (Chairman): Thank you.

Moderator: Thank you, Sir. The next registered speaker is Mr. Yousuf Younus Rangwala from Mumbai. Currently he is not available sir. We will move on to the next registered speaker Mr. Manoj Kumar Gupta from kolkata. I request Mr. Manoj Kumar to unmute his audio switch on the camera to proceed further.

Mr. Manoj Kumar: Good morning respected chairman, Board of directors fellow shareholders. My name is Manoj Kumar Gupta. I'm a pretty shareholder of Signifying Innovations India Ltd First of all I thanks to our Vice Chairman and CEO and his entire team for excellent result of the company for the year 22-23 and an excellent dividend of rupees 62 per share. And Sir, I thanks to the company secretary and his team for help us to join this meeting through VC. Sir, I have some few observations how you face the competition, How you will face the competition in your business. There is a lot of competition in your business. Now the system has entire changed after change the regime in Delhi. को पहले का व चलागया का मंदार का कुचवि काली प्तहो टेंडर हे टेंडर भी ओपन पालिसी हे first come first serve basis After tender or tender we open policy here.और लोवेस्ट ओने लोवेस्ट ओने जो आएगा वो टेंडर मिलेगा CA ऐसा गवर्नमेंट का पालिसी होगया और अभी सर देश जो grow अपने अभी vice चेयरमैन काफी कुछ बताये opening semi political typhoon बताया देश में लास्ट टीम मने में क्या हुआ ये देश में कीस दीसा में गया उन्होंने G २० उन्होंने वीमेन reservations bills सब कुछ बुलाते थो आप दस साल से थो में उनस में नंबर हे और पांच में नंबर थे अगले तीन साल तीसरे नंबर और सर इस देश में new metro station आरहे stadium आरहे उसमे आपका क्या roll हे G २० हमारी लिए हमको energy दे दिया और हमको ग्रोथ को रासथा दिखागया उस ग्रोथ में What will be your role in that growth of the country? And why are you not supplying to the government hospital and private hospitals? And Sir have you any plans to install a new Greenfield project or brownfield project? And Sir, CSR may offer total expanded amount में आपका total expenditure कितना था अपने कहा किया CSR का पैसा Infrastructure will develop because our beloved Prime Minister is focusing to create a new infrastructure system in the country. So infrastructure अगर बढ़ेगा नें साथ के बनेगये नें breeze बने नें सब बनेगये to में लाइट की जरूरत हो गई और अभी जी से अमर वाईस चेयरमैन से चंद्रयान वो सर लाइट का क्या बोलेगा उसमे और सर आइटम नुम्बे २८ कमिशन तो नॉन I strongly support the non executive director of Commission ाचा मिलना चाहिए सभी को इंटेस्ट नहीं हे थो आज के दिन जो सिस्टम सीनियर रेजिमे change on law corporate Act 2013 के एक्टिव होनेके बाद ोयी नॉन एग्जीक्यूटिव डायरेक्टर कोई बोर्ड में ज्वाइन नहीं करना चाहता इतने कम्पैनस बाद गयेतो कब क्या प्रॉब्लम हो जाएगी प्रमोटर थो गड़बड़ करके निखळ जायेगा I strongly support कम से कम उनको ाचा कमिशन ाचा रेमनेरशन मिले थो अछि डायरेक्टर मिलेंगे जिसको कंपनी को बोर्ड को अछि एडवाइजर अछि डिश ाड़ीखा सेकंड एम्प्लाइज जो इन्वेस्टर का प्रोटेक्शन ध्यान में रक्सखे और में इसमें strongly support करता हु कथं सर Sir unpaid dividend The company secretary knows the law has changed. If if the investor will not in cash for seven years. Entire holding will go to investor education before do that you can put their name on your website. If the investor will open their website your website. If they find their name they can claim from the company secretary and Sir expenses has gone up. So how you will reduce the expenses and sale is a very low Sir



2000 crore rupees. Take a positive step to ask the inspired marketing team to increase the sale volume. Dividend is 62. We do not require but try to increase the sale.

Moderator: Sir, request you to please wrap up your question Sir.

Mr. Manoj Kumar: Hello अरे भैया तुडो न आप बिच में बोलता फिजिकल AGM होठ ने फिजिकल में फेस कर्णने चाहता बोल और आप बीच में बोलता हु थो चेयरमैन सर सुन न थो आप को प्रॉब्लम क्या हे एहि थो प्रब्लेम था K Fin टेक

Mr. Vinayak Deshpande (Chairman): GO ahead Manoj ji

Mr. Manoj Kumar: सर आप MNC कंपनी हे और MNC कंपनी में मैंने सोला MNC attend किया जिनकी AGM जुलाई अगस्त August 29th September को AGM काल करता हे लास्ट वीक और लास्ट डे में AGM करता हे जिसे का एकाउंट्स में गड़बड़ रहे जिसको कुछ करना रहे फेस ने करना रहे शेयरहोल्डर को अगर MNC company और एक अछि डिविडेंड पाय कंपनी अगर आज के दिन दिगीतालिसशन या कम्प्युटेरिसतिओं और आप दिगीतालिसशन और कम्प्युटेरिसतिओं के ज़माने में अगर 29th September को AGM पास कराएँगे थो आप को सोचना चाहेंगे थो अपने कैसा फेस करेंगे जिस कंपनी को हमें दमत को शेयर्स मिला वो कंपनी फेस करा और आप २९थ करारे और आप मॉडरेटर को बोल जल्दी करारे में आपकी क फिन टेक के सर्विसेस करबे आप उसके प्लेटफार्म उसे करते थे जिसको ोटप मालूम हे और सुनने को तय नहीं अभी श्रीमान जी जैसा ८६ ईयर ओल्ड शेयरहोल्डर आपको आपको बथवो शेयर नयी मिले आप पूछे क्या प्रॉब्लम हे आप बोलने में रुख राहु ने ने में ने बोलूंगा आपके प्रॉब्लम सुनने में ने ने में नहीं बोलूंगा

Mr. Vinayak Deshpande (Chairman): Manoj ji आप प्रॉब्लम सुनना भी नयी हे manoj ji lets stick to the agenda lets not go we are discussing company and company matters

Mr. Manoj Kumar: We will write to the apparent company is a problem. You should ask the vice chairman to look into this matter seriously. आप सुनना चाहते हे थो I close my speech, but this is not fair. In the open decorum that you do not want to listen,

Mr. Vinayak Deshpande (Chairman): This is, this is. Well, let's go ahead. Yeah.

Mr. Manoj Kumar: No, no. OK. If you have problem, then OK.

Moderator: Manoj ji Manoj ji . Manoj ji , if you have any other relevant points on the agenda, please go ahead.

Mr. Manoj Kumar: No, no, I will notice.

Moderator: Alright,

Mr. Vinayak Deshpande (Chairman): Moderator let's go ahead We can.

Moderator: Yeah. No, he's dropped. he's dropped. Thank you, Sir. The next registered speaker is Mr. Sripal Singh. He's not available at this point of time, Sir. Then we'll move to the next speaker. He's next speaker is Mr. Rahul Gupta from Mumbai. He's also not available at this point of time, Sir. The next speaker is Mr. Taraknath Chakrabarti. He's also not available, Sir. Mr. Mahesh Kumar Bhumna also next

speaker is not available. And the last speaker is Mr. Amit Kumar Banerjee. He's joined but he's not done the audio test. So so that he cannot participate in the meeting Sir with this we have completed all the speakers and I hand over the chair back to you sir. Thank you.

Mr. Vinayak Deshpande (Chairman): OK. So Nitin

Nitin Mittal (Company Secretary): Yes Sir. So I think thank you to all the shareholders for their very valuable suggestions and also comments with this we believe we have heard all the views of our speaker shareholders. I would now request the Chairman to take over the proceedings of the meeting.

Mr. Vinayak Deshpande (Chairman): Yeah. OK. So we heard the shareholders for that I want to request Sumith Joshi Managing director respond to the questions and relations that this discussion with the shareholders. Sumit.

Sumit Joshi: Yeah. So first Chairman I Manoj Ji Hani like in the idea is never to not listen. I think it was always to make sure that everybody gets enough time to to share the, the concerns, the questions, the observations. Now I'm going to club this into multiple things. There were questions on the first question was on how, why are we doing this meeting so late. I think this is something which because we signed the balance sheet much earlier. So we will take that into consideration and see how soon, sooner than this is something which we need to do the AGM, I think it's a fair question that we are doing it too late. So we will next year look at doing it earlier than 29th of September for sure, maybe early part of September, end of August is what we will also try and try and do it. The other question Shrimalji asked on on the future road map, you know he has an issue with the, so there were some secretarial questions on issue of the issue of the share is not being got. So I think maybe Nitin you can tackle some of those you know questions on why this is taking time. Do you have any answer or you're going to get back.

Nitin Mittal (Company Secretary): So I will answer all the secretary questions at the end, so that's fine.

Sumit Joshi: Alright. Then there was a question on overall revenue and why the growth is less or more. So we have a 11% kind of a growth. What we and Punitji also raised questions around equity book value. Why is it so? I don't know what is the rate at which our company is being traded off, off offline because I think it's very difficult to do compare that with companies which are created, you know, getting getting traded on the stock exchanges. But the numbers Punithji, which you shared, I would personally want to have some data from you on this because if I know correctly, I think there is not one company in India which is only doing what we are doing. We are the only lighting company in India. There are companies which have lighting, which have different durables, which have cables, which have you know different electrical goods with them and there used to be a couple of them which are which were more on light. But I think it's only fair for us to compare the lighting revenues and lighting you know performance versus the performance of our company. We continue to hold leadership role and relationship position across all all the segments. Obviously there are few segments which we are going after far more because they are more profitable segments for us, They are less commoditized segment for us. We also launched a sub brand or a second brand called Eco Link to basically manage the commodity side of the business even not at the lowest end of the market but also making sure that there is a laddering which is there across. We continue to hold the market leader position across all



segments to get we are the market leaders in our lighting revenue. We continue to be at the site maybe double of any other lighting company. Obviously there are two areas which is the part of the market where we have seen a lot of local players not Chinese who have come in. I think that has a the industry at the bottom end I have what we have tried multiple times is that if we have to reduce our price then we can get volumes but the industry will come completely because everybody will started for the which is there in this. So we are going to in a balanced way having things growth without any profits is what we are after. We need to have a very, very sustainable business for us and our stakeholders so that we are able to invest in our future technologies. We are the company which invests the maximum amount of R&D globally. We spend \$5 and development towards you know technologically advanced kind of solutions for for the lighting products. Last year we also got into in a small way into a electrical category of fans. I think we have just kind of starting there but we need to see we are not going to deviate from our our focus on lighting because that's what we know the best and we will continue to talk some that when first which Punith ji said times imposed is 1 half, 1 1/2 times equity, 5.4 book value etc. I think that is something which you you know me you have to just get me the data. I don't know which company are you talking about because in my knowledge there is not one company which is only doing lighting. There are different parts of the business which they do and also I think conventional is the biggest part of our business which is continuing to decline. And I think in coming time that business will be less than 5% of our revenue. It has already come down significantly. It used to be 100 percent, 780 years, 910 years back. Now it is maybe around 10%, 9 to 10% of our business. So 90% of that business has vanished and we have been able to get into the newer technology and continue to be in the leadership position when the transition has happened to the new technology as well. But Punith ji, if you are able to give me the, give me the details of this company which you are talking about, maybe I will get more into details and really understand why these figures and if there is something for us to learn from, yes, we will learn from that. Again, I am I'm saying that we will not go for growth which is going to be value eroding and profitability eroding growth and that is the way we have been doing the business. Manoj who is not there but he asked about competition stadiums, how many stadiums we have won. I'm very happy to tell you that most of the stadiums which World Cup will be played is lit by by your company G20. We played a big role in terms of you know, there was a lot of beautification projects which kind of came up during that. He also said that पहले कुछ अंदर से होता अंदर जेक कुछ करसकते I don't think that was the way our company ever operated even before at a conventional time or now. There is nothing which happens by going inside and nothing of that sort. I think we completely work on the specifications now if there are good specifications then then we are able to win the projects. And for the specifications which are moderate, we are also working out on a cost modeling which is very, very significant cost downs which we are driving to make sure that we are able to participate without compromising on our quality and assurance on our products. So that is what we continue to do. He also asked what is the Greenfield projects, which we have got Greenfield projects. We had two factories, one which used to manufacture CFLI. All of you are aware that we sold that factory because CFLI business came to 0. It's a conventional business. We also have a Warodara factory which is incandescent of you know lamp factory where we export a lot of things as well. But world over conventional lighting is declining and a lot of countries have actually put a ban on on this lighting, these lighting products. We have started our LED manufacturing in that factory as well. So we are ramping up. We participated in PLI scheme which was offered by the government where we invested in creating capacity for for the LED lighting there and the capacity which we have created there. Srimali ji your question was how much of the capacity utilization is there on conventional side of the business. The capacity utilization is lower because you know it is



going down. But as we are converting a lot of those areas into LED, on the LED capacity which we are put in, I think we are at around 80% of the capacity utilization, 80 to 85% on the LED part of the part of the business when it he also Srimali ji who asked about you know disclosures about managing director, you know salary or disclosure about certification. And I think if you go through the annual report, all of that is there, its all disclosed very, very clearly. So if you haven't got the copy of the annual report, I think Secretariat will make sure you get that report so that all the declarations, everything is, is everything is there. The other question which I want to talk about is the suggestion which came that you know do not give so much of dividend rather invest in, into brand, invest into into growing our company. I mean that always is an endeavor which we have and we always evaluate. Are there possibilities for us to go and acquire companies which are even in terms of acquisition or what all do we need to do to push the brand into into the higher levels. We keep doing all our brand related researches. We don't compromise on that and we look at which are the segments where we need to focus on. The world has become far more digital. So a lot of our spends are going to happen on the digital part of the medium. So we continue to invest behind brand, but we are very, very strict in terms of the returns which we are able to get from the any investment which we are going to be making. We haven't in India till now found any, any reasonable, you know acquisition possibility which is going to add to our in a longer term to our revenue as well as our profitability and make it much better. But we will always be on a lookout because we don't have those kind of opportunities. I think it's only right because our company doesn't need cash. We have, we have been a cash rich company. We don't want to. If there is no use of the cash then I think it is always better to give it back to the shareholder. So that's what we continue to look at. There is also a policy, you would have seen that last year when the COVID was there, we had reduced our dividend to make sure that we are well equipped to manage any any cycle in the business from a cash standpoint and we don't do that this year. You saw that our while our earnings are lower than the dividend which we are which we are giving. I think it's a cycle. It is going to come back. So we have a dividend policy which is if there is not much of use for the for the cash either in operational expense or in the investment, then I think the policy is to return the money as we saw that we were adequately provided for in terms of the cash, we only thought that it's great to return the money to the shareholders. But what that means is obviously the next year our availability of the PBT and the tax after the PAT and the cash and the profits which will be there. We will have to modify our dividend going forward basis the position we at that point in time. Then there was a question on CSR. We have a very, very clear CSR policy which also is there in the annual you know report which you have got. We have detailed out all the projects which we basically do. All of them are edited projects and we have been staying with CSR projects for a long period of time. It's been a very clear four to five areas which we go, go ahead, whether it is about school program or whether about our village, villages, lighting, sports, how do we bring sports and bring you know to the rural areas, unserved kind of areas. We also do a lot of things when there is a natural calamity which hits and humanitarian lighting is required and healthcare also is one of the things where we want to bring light to people who are who really need it. So I think all of that is there in our annual report. So if you are able to go through that including the spends, which we do, we always spend whatever is mandatorily required and maybe sometimes even more than what is required from the mandatory standpoint. There was also a question that what are we doing when the Chandrayan happened. I think I am very happy to tell you that ISRO is a very, very key customer of ours. So most of the launching sites which which are there and most of the ISRO installations and ISRO facilities actually have Philips branded lights there. Of course, we didn't have a light or a panel on a Chandrayaan, but people who are who are working on

Chandrayaan absolutely worked under our lights. Then there were a question about women empowerment, How are we looking at it? See there is a very clear strategy which we have to increase participation of women in workforce and there are different parts of the organization. There is sales, there is functional organization, marketing, supply chain finance and every part of the organization. We have increased our women workforce. I think the change in the technology also helps to get more women in the manufacturing side of it, right. So when the LED manufacturing starts happening, it's far more electronics and you need you know women are far more adept and physically better in terms of putting those assemblies together on electronic components which are very, very small components. So across all areas we we have increased women participation in the commercial part of the organization. We are around 18% of women. There is a global commitment that we have the in the higher managerial levels we will increase participation of women and we will make it double. That's what we are looking at. So that is what we are we are going to go for. In some areas it's easier to get workforce, in some areas it becomes difficult. So for example if there are rural sales positions which come up, we always wait to see and always want to give chance to women to come on board and do our sales. But sometimes it's just difficult to get those women, women around. So I think I have covered most of the questions, Nitin and I think there were several questions on on the secretarial including K Fin and time of meeting about that. So please answer that.

Nitin Mittal (Company Secretary): Yes, yes. So thank you. Thank you, Sumit for the explanations. Mr. Srimal's question on some of the secretarial points, one is on the attendance of the meeting. I think there is an adequate quorum for this meeting which is present. Also why we did this meeting late. Generally, we do our meetings by August as you would have seen in the last seven years. But this year due to some conflicts and meetings, we had to do it late. So there is no other reason for that. But we have noted your point and next time we will also try to do the meeting in the afternoon so that maximum shareholders can join. Also on your point of your shared transfer, I think I have just been informed by K Fintech, I think there is some procedure to be followed because there are strict Sebi guidelines on preventing frauds impersonation and that is why we need these forms and documents signed by you. We will again mail it to you. Please Sir if you can cooperate in fulfilling the procedure. I think it is helpful not only for you but for other shareholders as well. But we will help you Sir to do that to the extent possible. But we will have to follow the procedure. Also on Co CFO certification Sir, it is only required for listed companies but the disclosure of MD salary, director salary, sitting fees, everything is there in the annual report and that you can see you also asked the question of registered office e-mail. I think it is mentioned in the annual report and you can always contact deputy company secretary myself as well for any questions or points that you have. There is one more point on corporate secretarial is CSR expense, I think yeah sumith sir also mentioned, it is there in the annual report Manoj Ji, So you can go through the total expense Also how these expenses have been spent over different projects that we have in CSR and unpaid amount correctly transferred after seven years. We have been also taking the initiative of informing a lot of these shareholders who are not claiming. So I would request all shareholders to please update the records with correct e-mail, correct address so that we can inform you of dividend of reports on time, but some some of some of them are not doing it. So I would request all of you to please update your personal details so that we can service you more in a better manner. I think I have mostly answered all the questions of Secretary, maybe there are few points from the CFO which they basically can answer.



Dibyendur Roy: Yeah. So there was one question on. So I would like to clarify the interim dividend declared during the were declared subsequent to the year end of 31st March 2023. Hence the same will be reflected in the reserves for the financial year 23-24. So that answers the query on reserves. Back to you Nitin.

Nitin Mittal (Company Secretary): Alright Sir. So I would request the Chairman Sir to take over.

Mr. Vinayak Deshpande (Chairman): OK, thank you. I thank all, thank you and sharing your views on to us. I trust your questions have been answered by now. This concludes the formal business of this meeting. I thank you and declare the meeting as closed. I again request the members who are not cast they would be voting to do so by availing the E Voting facility which is still available 15 more minutes. The results of E Voting as the elected voting done AGM today committed by D Chattopadhyay or through his authorized representative in the not other than PM on December 23. I authorized the Secretary to the result of voting I PM on 30th September the updated website of the company. In due course the same would be durable part of the settings of this AGM. Once again, I like all of you for your support. Thanks.