

**SHORTER NOTICE****37<sup>th</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 37<sup>th</sup> Annual General Meeting of the Members of "Laser Power & Infra Private Limited" will be held on Monday, 1<sup>st</sup> September, 2025 at 11.30 A.M at the Corporate Office of the Company situated at **Adventz Infinity@5, BN Block, North Wing, 19<sup>th</sup> Floor, Sector-V, Saltlake, Bidhannagar, Kolkata - 700091, West Bengal, India** to transact the following businesses: -

**ORDINARY BUSINESS:**

- 1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY (INCLUDING CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2025 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON**

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolutions:***

- "RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025, comprising of Audited Balance Sheet as at 31<sup>st</sup> March, 2025, the Statement of Profit & Loss and Cash Flow Statement for the financial year from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025 including its Schedules and the Notes attached thereto and forming part thereof, and the reports of the Board of Directors and the Auditors thereon be and are hereby received and adopted.
- "RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025, comprising of Audited Balance Sheet as at 31<sup>st</sup> March, 2025, the Statement of Profit & Loss and Cash Flow Statement for the financial year from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025 including its Schedules and the Notes attached thereto and forming part thereof and the report of the Auditors thereon be and are hereby received and adopted.

- 2. TO DECLARE FINAL DIVIDEND ON 10% REDEEMABLE, NON-PARTICIPATING, NON-CUMULATIVE PREFERENCE SHARE**

*To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:***

**"RESOLVED THAT** pursuant to the recommendation of the Board of Directors of the Company and in accordance with the provisions of Section 123 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made thereunder, the consent of the Members be and is hereby accorded for payment of final dividend @ 10%, i.e. Re. 1/- per share on the **10% Redeemable, Non-Participating, Non-Cumulative Preference Shares ("Preference Shares")** having Face Value of Rs. 10/- each, on pro rata basis for the period starting from the date of allotment, i.e., 30<sup>th</sup> January, 2025, to the end of the Financial Year 31<sup>st</sup> March, 2025, on the entire Preference Share Capital of the Company, comprising of 8,76,252 no. of Preference Shares, to the Preference Shareholders whose names appear in the Register of Members as on the record date i.e., Wednesday, 27<sup>th</sup> August, 2025 subject to applicable taxes."

**"RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and / or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

**Corporate Office : Laser Power & Infra Pvt. Ltd.**

ADVENTZ INFINITY@5, BN Block 19th Floor - North Wing, Saltlake, Sector - V, Kolkata - 700091  
M : +91 62922 74159 | E : info@laserpowerinfra.com | CIN : U14220WB1988PTC043591

Registered Office : Swaika Centre, 4A Pollock Street, 3rd Floor, Kolkata-700001

Works : NH-6, Polypark, Dhulagori, PP-II, Howrah-711302





3. **APPOINTMENT OF M/S. V. SINGHI & ASSOCIATES, CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 311017E) AS THE STATUTORY AUDITORS OF THE COMPANY**

*To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:*

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of the Board of Directors, M/s. V. Singhi & Associates, Chartered Accountants (Firm Registration No: 311017E) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of five (5) consecutive Financial Years from the conclusion of the 37<sup>th</sup> Annual General Meeting (AGM) until the conclusion of the 42<sup>nd</sup> AGM to conduct the Audit for the Financial Year from 01.04.2025 - 31.03.2030 of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.”

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and / or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

**SPECIAL BUSINESS:**

4. **TO RATIFY THE REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2026**

*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. 50,000/- (Rupees Fifty Thousand only) exclusive of applicable taxes and re-imburement out of pocket expenses, incurred for conducting audit of the Company for the financial year 2025-26 by 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 2<sup>nd</sup> April, 2025.”

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and / or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

5. **CONVERSION FROM PRIVATE LIMITED COMPANY TO PUBLIC LIMITED COMPANY**

*To consider and if thought fit, to pass the following resolution as a Special Resolution:*

**“RESOLVED THAT** pursuant to the provisions of Sections 13, 14, and 18 read with Section 4 and other applicable provisions, if any, of the Companies Act, 2013, to the extent notified and as amended, read with Rule 33 of the Companies (Incorporation) Rules, 2014 and any other applicable rules and regulations made thereunder (the “Companies Act”), as amended, Memorandum of Association, Articles of Association and subject to the receipt of such approvals as may be required under the Companies Act or any other applicable law and the Registrar of Companies, West Bengal at Kolkata



("RoC") and any other necessary approval from any government, statutory or regulatory authority, the consent and approval of the shareholders of the Company be and is hereby accorded for the conversion of the Company from a "Private Limited Company" to a "Public Limited Company" and consequently, the name of the Company be and is hereby changed from "LASER POWER & INFRA PRIVATE LIMITED" to "LASER POWER & INFRA LIMITED" by deletion of the word "Private" from the name of the Company."

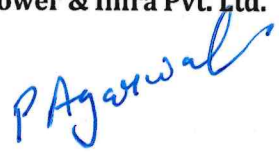
"RESOLVED FURTHER THAT the shareholders hereby accord their approval in this General Meeting by way of a Special Resolution and pursuant to the applicable provisions of the Companies Act, the word "Private" wherever appearing in the name of the Company in the Memorandum of Association, Articles of Association of the Company, letterheads, name plates, website, etc, resulting from such change in status of the Company from a "Private Company" to a "Public Company", be and is hereby deleted."

"RESOLVED FURTHER THAT consequent upon the conversion of the Company into a Public Limited Company, consent of the shareholder be and is hereby accorded for the alteration of certain articles of the Articles of Association and Clause of the Memorandum of Association of the Company in conformity with the provisions of the Companies Act. 2013."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to make application, file forms, etc. for change of status of the Company from a "Private Limited Company" to a "Public Limited Company" and consequently for change of the name of the Company with the ROC and are hereby further authorised to do all such acts, deeds, matters and things as may be required or deemed expedient to give effect to the above resolution."

"RESOLVED FURTHER THAT, a copy of the above resolution, certified to be true by any Director or the Company Secretary, be forwarded to concerned authorities for necessary actions."

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



A handwritten signature in blue ink, appearing to read "Payal Agarwal".

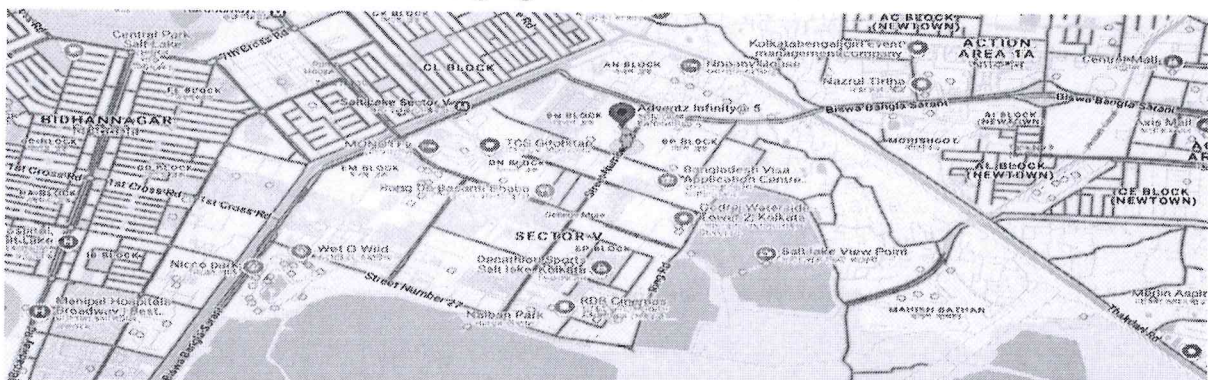
Payal Agarwal  
Company Secretary  
M. No.: 23988

Place: Kolkata  
Date: 28<sup>th</sup> August, 2025



**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. 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.**
3. The Notice of the AGM along with the Attendance slip and Proxy form is being sent by hand delivery to all members whose addresses are registered with the Company /Registrar and Share Transfer Agent.
4. Dividend:
  - a. The Board has fixed Wednesday, 27<sup>th</sup> August, 2025 as the Record Date for determining the Members entitled to receive dividend for the Financial Year ended 31<sup>st</sup> March, 2025, subject to approval of the shareholders at this AGM .
  - b. The dividend, as recommended by the Board of Directors, if approved at the AGM, would be paid subject to deduction of tax at source, as may be applicable.
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](mailto: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 Registrar and Share Transfer Agent i.e Niche Technologies Pvt. Ltd. email: [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com) and in case shares are held in physical form to the Company at [cs@laserpowerinfra.com](mailto:cs@laserpowerinfra.com).
7. In terms of requirements of the Secretarial Standards-2 on "General Meetings" issued by the Institute of the Company Secretaries of India and approved & notified by the Central Government, Route Map for the location of the aforesaid meeting is given below:-



8. The meeting is being called at a shorter notice. The Members are requested to give their consent as per the provisions of the act within stipulated timelines.
9. An explanatory statement pursuant to section 102 of the Companies Act, 2013 in respect of the above resolutions is enclosed and forms a part of the notice.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS SET OUT IN THE NOTICE OF THE THIRTY-SEVENTH ANNUAL GENERAL MEETING OF THE COMPANY**

**ITEM NO- 4**

**TO RATIFY THE REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2026**

The Board of Directors of the Company, at its meeting held on 2<sup>nd</sup> April, 2025, had re-appointed M/s. B. Ray & Associates, Cost Accountants (Firm Registration No. 000155), as the Cost Auditors for conducting the audit of the cost records maintained by the Company for the financial year 2025-26 (i.e., year ending 31<sup>st</sup> March, 2026).

The Board of Directors has approved a remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) exclusive of applicable taxes and reimbursement of out-of-pocket expenses payable to the Cost Auditors for the financial year ending 31<sup>st</sup> March, 2026.

Pursuant to Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company. Accordingly, approval of the Members is being sought for ratification of the remuneration payable to the Cost Auditors.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, except to the extent of shareholding, if any, in the proposed resolution, set out at Item No. 4 of this Notice.

The Board recommends the resolution regarding the ratification of remuneration of the Cost Auditors as set out in Item No. 4 for approval of the Members as an Ordinary Resolution.

**ITEM NO- 5**

**CONVERSION FROM PRIVATE LIMITED COMPANY TO PUBLIC LIMITED COMPANY**

Pursuant to the provision of Section 18 and any other applicable provisions, if any, of the Companies Act, and subject to receipt of any necessary approvals from any Government, statutory or regulatory authority, approval of the shareholders is required for conversion of the Company from a "Private Limited Company" to a "Public Limited Company" and consequent change in the name of the Company from "LASER POWER & INFRA PRIVATE LIMITED" to "LASER POWER & INFRA LIMITED" by deletion of the word "Private" before the word "Limited" in the name of the Company and accordingly to amend the Name Clause of the Memorandum and Articles of Association and all such other papers, documents and matters to give effect of the changed name.





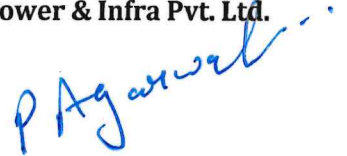
The conversion of the Company shall consequentially lead to alteration of certain articles of the Articles of Association and Clause of the Memorandum of Association, which shall require members' approval in conformity with the provisions of the Companies Act, 2013, and other applicable statutory and regulatory approvals.

A copy of relevant documents and draft Memorandum and Articles of Association of the Company is available for inspection in physical or electronic form at the Corporate Office of the Company on all working days, except Saturdays, Sundays and public holidays, between 11.00 a.m. to 5.00 p.m. up to the date of ensuing Annual General Meeting of the Company.

Accordingly, the Board hereby recommends the resolutions set out in **item no. 5** of the Notice for your approval for the conversion of the status of the Company from a "**Private Limited Company**" to a "**Public Limited Company**" and consequent alteration of the Memorandum and Articles of Association of the Company.

None of the directors or managers or Key Managerial Personnel of the Company or their respective relatives are interested in these resolutions.

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



**Payal Agarwal  
Company Secretary  
M. No.: 23988**



**Place: Kolkata  
Date: 28<sup>th</sup> August, 2025**

**Form No. MGT-11**

**Proxy Form**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : U14220WB1988PTC043591  
Name of the Company : Laser Power & Infra Private Limited  
Registered Office : 4A, Pollock Street, 3<sup>rd</sup> Floor, Kolkata,  
West Bengal, India, 700001  
Corporate Office : Adventz Infinity@5, North Wing, BN Block, 19th Floor,  
Sector-V, Saltlake, Bidhannagar,  
Kolkata- 700091, West Bengal, India

1. Name(s) of Member(s) :  
Including joint holders, if any
2. Registered address of the sole / :  
First named Member
3. E-mail Id :
4. Registered Folio No. :
5. No. of share(s) held :

I / We, being the Member(s) of ..... Shares of the above- named Company, hereby appoint

(1) Name: -----  
Address: -----  
  
E-mail ID: -----  
  
Signature: -----,

or failing him

(2) Name: -----  
Address: -----  
  
E-mail ID: -----  
  
Signature: -----,



as my / our proxy to attend and vote (on poll) for me / us and on my / our behalf at the **37<sup>th</sup> Annual General Meeting** of the Company to be held on the Monday, **1<sup>st</sup> Day of September, 2025** at **11.30 A.M.** at the Corporate office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	Optional *	
		For	Against
<b>Ordinary Business - Ordinary Resolution</b>			
1.	To Receive, Consider and Adopt the Audited Financial Statements of the Company (Including Consolidated Financial Statements) for the Financial Year Ended 31st March, 2025 together with the Reports of the Board Of Directors and Auditors Thereon.		
2.	To Declare Final Dividend on 10% Redeemable, Non-Participating, Non-Cumulative Preference Share.		
3.	Appointment of M/s. V. Singhi & Associates, Chartered Accountants (Firm Registration No. 311017E) as the Statutory Auditors of the Company.		
<b>Special Business -</b>			
4.	To Ratify the Remuneration of Cost Auditors for the Financial Year Ended 31 <sup>st</sup> March, 2026 - (Ordinary Resolution)		
5.	Conversion From Private Limited Company to Public Limited Company - (Special Resolution)		

Signed this ----- day of ----- 2025

Signature of Member: -----

Signature of Proxy holder(s): -----

Affix  
Revenue  
Stamp

**NOTE:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. \*It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.





**37<sup>th</sup> Annual General Meeting**

**ATTENDANCE SLIP**

**DATE** : **Monday, 1<sup>st</sup> Day of September, 2025**  
**VENUE** : Adventz Infinity@5, North Wing,  
BN Block, 19th Floor, Sector-V,  
Saltlake, Bidhannagar,  
Kolkata- 700091,  
West Bengal, India  
**TIME** : 11:30 A.M.

1. Name of Member/ Proxy :
2. Registered Folio No. /  
DP ID Client ID :
3. No. of share(s) held :

I certify that I am the Member / Proxy for the member holding the above shares.

-----  
Signature of Member / Proxy attending

**NOTES:** Member / Proxy attending the **37<sup>th</sup> Annual General Meeting** must bring his / her Attendance Slip which should be signed and deposited before coming to the Meeting and handed over at the entrance.

