

Parsvnath Developers Ltd.

Registered Office: Parsvnath Metro Tower, Near Shahdara Metro Station, Shahdara, Delhi | I 0032

NOTICE

NOTICE is hereby given that the **22ND ANNUAL GENERAL MEETING** of the Members of **PARSVNATH DEVELOPERS LIMITED** will be held on **Monday, December 30, 2013 at 11.00 A.M. at the Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-I 0003**, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company as at March 31, 2013 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Dr. Rajeev Jain (DIN: 00433463), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri Ashok Kumar (DIN: 00138677), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No. 015125N), the retiring Auditors of the Company to hold office as Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to authorise the Board of Directors to fix their remuneration.

**By Order of the Board of Directors
For PARSVNATH DEVELOPERS LIMITED**

Sd/-
(V. Mohan)

Place: New Delhi
Date: November 06, 2013

**Sr. Vice President (Legal) &
Company Secretary**

Notes:

- A. As stipulated under Clause 49 of the Listing Agreement, information in respect of the Directors of the Company seeking appointment and re-appointment at this Annual General Meeting is annexed hereto and also given in the Corporate Governance Report, which forms part of the Annual Report.
- B. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND THE MEETING AND TO VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM AS PER THE ATTACHED FORMAT, DULY COMPLETED, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.**
- C. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, December 24, 2013 to Monday, December 30, 2013 (both days inclusive), for the purpose of the Annual General Meeting.
- D. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank accounts, mailing addresses etc. to their Depository Participants and in case of members holding shares in physical mode, to the Company/ Registrar & Share Transfer Agent (RTA) viz. M/s Link Intime India Private Limited. Changes intimated to the Depository Participants will then be automatically reflected in the Company's records, which will help the Company and its RTA to provide efficient and better service to the Members.
- E. Members having multiple accounts in identical names or joint accounts in same order are requested to intimate the Company the ledger folios of such accounts to enable the Company to consolidate all such shareholdings into one account.
- F. Members can avail the nomination facility in terms of Section 109A of the Companies Act, 1956 by nomination in Form 2B, as prescribed under Companies (Central Government's) General Rules and Forms, 1956, in favour of any person to whom their shares shall vest on occurrence of events stated in the said Form. Blank Forms can be supplied on request. Form 2B is to be submitted in duplicate; a) in case of shares held in physical form to the RTA and b) in case of shares held in dematerialized form, with their respective Depository Participants.
- G. Members seeking any information regarding the Accounts of the Company are requested to write to the Company atleast seven days before the date of the Meeting, so as to enable the Management to keep the information ready at the Meeting.
- H. Members/Proxies are requested to kindly take note of the following:
 - (i) Copies of Annual Report will not be distributed at the venue of the Meeting;
 - (ii) Attendance Slip, as sent herewith, is required to be produced at the venue duly filled-in and signed, for attending the Meeting.
- I. Corporate Members intending to send their authorised representative(s) are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote at the Annual General Meeting.
- J. Your Company is concerned about the environment and utilizes natural resources in a sustainable manner. Towards this end, the Company supports in full measure, the 'Green Initiative' of the Ministry of Corporate Affairs (MCA) under which service of notices/ documents including Annual Report can be effected by sending the same through electronic mode to the registered e-mail addresses of the Shareholders. Accordingly, as a part of

its Green Initiative in Corporate Governance and in terms of circulars issued by MCA allowing paperless compliances through electronic mode, soft copy of the Annual Report for the Financial Year ended March 31, 2013 is being sent to all the members whose e-mail addresses are registered with RTA/ Depository Participant(s) unless any such member opts to receive the physical copy of the same.

Members who have not yet registered/updated their e-mail addresses and changes therein, from time to time, are requested to register/update their e-mail addresses by directly sending the relevant e-mail address alongwith details of name, address, folio no., number of shares held : (i) for shares held in physical form, to parsvnathgogreen@linkintime.co.in and (ii) in respect of shares held in dematerialized form, with their respective Depository Participants giving details of their DP ID & Client ID.

K. Transfer of Unclaimed/ Unpaid amounts to Investor Education and Protection Fund

Pursuant to Section 205A, Section 205C and other applicable provisions, if any, of the Companies Act, 1956, as amended from time to time, read with The Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, the dividend, application money, principal amount of deposits and interest thereon, as applicable, remaining unclaimed / unpaid for a period of seven years from the date they became due for payment, are required to be transferred to Investor Education and Protection Fund (IEPF) of the Central Government. After such transfer, no claims of the members whatsoever shall subsist on the said amount. Therefore, members who have not yet claimed their Dividend amount are requested to encash their Dividend warrant(s) on priority basis within the validity period.

It may be noted that the refund of application money with respect to Company's IPO in Financial Year 2006-07, remaining unclaimed as of November 23, 2013 is in the process of being transferred to the IEPF, in terms of the above-mentioned provisions.

Further, the particulars of unpaid/ unclaimed dividend, application money, principal amount of deposits and interest thereon as on September 22, 2012 i.e. date of last Annual General Meeting of the Company has been uploaded on Company's website www.parsvnath.com in compliance of the Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012.

L. The Annual Report of the Company for the year 2012-13 circulated to the Members of the Company will also be made available on the Company's website www.parsvnath.com

M. Members may please note that no gifts shall be distributed at the venue of the Meeting.

BRIEF PROFILE OF THE DIRECTORS OF THE COMPANY PROPOSED TO BE RE-APPOINTED AT THE 22ND ANNUAL GENERAL MEETING

1. **Dr. Rajeev Jain**, aged 40 years, Whole-time Director of the Company, is a qualified medical practitioner having graduated with an M.B.B.S degree from J.N. College, Wardha, Nagpur University. He heads the marketing and commercial departments of the Company. Dr. Jain joined the Board of Directors with effect from July 10, 1999 and was subsequently appointed as Whole-

time Director of the Company with effect from January 01, 2002.

Dr. Rajeev Jain holds 16000 shares in the Company.

Dr. Rajeev Jain is a member of the Shareholders'/ Investors' Grievance Committee of the Board of Directors of the Company.

The Directorship and Committee Membership of Dr. Rajeev Jain in other Companies are as under:

Directorship	Committee	Chairmanship/ Membership
Amazon India Ltd.		None
Parsvnath Hotels Ltd.	Audit Committee	Member
Parsvnath Film City Ltd.		None
PDL Assets Ltd.		None
Parsvnath Realty Ventures Ltd. (erstwhile Parsvnath Royal Orchid Hotels Ltd.)		None
Primetime Realtors Pvt. Ltd.		None
Parsvnath Telecom Pvt. Ltd.		None
Parsvnath Landmark Developers Pvt. Ltd.		None

2. **Shri Ashok Kumar**, aged 76 years, holds a Bachelor's Degree in Commerce (Hons.) and Post Graduate Diploma in Business Management. He heads the Mansingh Group of Hotels, with in-depth management experience in the corporate sector. Shri Ashok Kumar, Non-Executive Independent Director of the Company, joined the Board of Directors with effect from January 14, 2004.

Shri Ashok Kumar holds 2000 shares in the Company.

Shri Ashok Kumar is the Chairman of the Shareholders'/ Investors' Grievance Committee and a member of the Audit Committee and the Remuneration Committee of the Board of Directors of the Company.

The Directorship and Committee Membership of Shri Ashok Kumar in other Companies are as under:

Directorship	Committee	Chairmanship/ Membership
Mansingh Hotels and Resorts Ltd. (erstwhile Indo Continental Hotels & Resorts Ltd.)		None
Ornate Secfin Pvt. Ltd.		None
Delhi Iron and Steel Company Pvt. Ltd.		None
Amrit Steels Pvt. Ltd.		None
Adayar Gate Hotels Ltd.	Audit Committee	Member
Jamna Auto Industries Ltd.		None

**By Order of the Board of Directors
For PARSVNATH DEVELOPERS LIMITED**

Sd/-

(V. Mohan)

**Sr. Vice President (Legal) &
Company Secretary**

Place: New Delhi
Date: November 06, 2013

Parsvnath Developers Ltd.

Registered Office: Parsvnath Metro Tower, Near Shahdara Metro Station, Shahdara, Delhi | I 10032

ATTENDANCE SLIP

Members attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the Meeting Hall.

I hereby record my presence at the 22ND ANNUAL GENERAL MEETING of Parsvnath Developers Limited convened and held on Monday, December 30, 2013 at 11.00 A.M. at the Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-I 10003

Full name of the Member (in block letters) _____

Folio No. _____

DP ID No. _____

Client ID No. _____

No. of shares _____

Signature

Full name of the Proxy (in block letters) _____

Signature

Notes:

1. Member/Proxy holder wishing to attend the Meeting must bring the Attendance Slip at the Meeting.
2. Member/Proxy holder desiring to attend the Meeting should bring his/her copy of the Annual Report for reference at the Meeting.

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PROXY FORM

I/We, _____ of _____ in the district of _____ being a Member/Members of the above named Company, hereby appoint: _____ of _____ in the district of _____ or failing him, _____ of _____ in the district of _____ as my/our Proxy to attend and vote for me/us and on my/our behalf at the

22nd Annual General Meeting of the Company to be held on Monday, December 30, 2013 at 11.00 A.M. at the Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-I 10003 or at any adjournment thereof.

Folio No. _____

DP ID No. _____ Client ID No. _____

No. of shares _____

Signed this _____ day of _____, 2013

Place for
affixing
Revenue Stamp
& Signature

Notes:

1. The Proxy to be effective should be deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the scheduled time of the Meeting.
2. A Proxy need not be a Member of the Company. This Proxy Form confers authority to demand or join in demanding a poll.
3. The submission of this Proxy Form by a Member will not preclude such Member from attending in person and voting at the Meeting.

