

# Parsvnath Landmark Developers Private Limited

CIN: U45201DL2003PTC122489

Registered Office: Parsvnath Tower, Near Shahdara Metro Station, Shahdara, Delhi – 110032

Phone No: +91-11-43010500, +91-11-43050100; Fax No: +91-11-43050473

Website: www.parsvnath.com/pldpl; E-mail: secretarial@parsvnath.com

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## NOTICE

**NOTICE** is hereby given that the 19<sup>th</sup> Annual General Meeting of the Members of Parsvnath Landmark Developers Private Limited will be held on Friday, 30<sup>th</sup> day of September, 2022 at 12:30 p.m. at the Registered office of the Company at Parsvnath Tower, Near Shahdara Metro Station, Shahdara, Delhi-110032 (route map enclosed) to transact the following businesses:

### **ORDINARY BUSINESS:**

1. To consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Atul Jain (DIN: 00102555), who retires by rotation and being eligible, offers himself for re-appointment.

### **Special Business:**

3. To appoint Mr. Subhash Chander Setia (DIN: 01883343) as Independent Director of the Company.

To consider, and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Subhash Chander Setia (DIN: 01883343) who was appointed as an Additional Director (Non-Executive Independent) of the Company by the Board of Directors with effect from August 12, 2022 and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing the candidature of Mr. Subhash Chander Setia for the office of Independent Director, be and is hereby appointed as Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years commencing from August 12, 2022.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

By Order of the Board of Directors  
**For Parsvnath Landmark Developers Pvt Ltd**

Place: Delhi  
Date: 12.08.2022

s/d  
**Atul Kumar Gupta**  
**Company Secretary**  
**Membership No. A20888**

**Notes:**

1. The relevant Explanatory Statement pursuant to section 102 of the Companies Act, 2013 ("Companies Act") in respect of the special business of the Notice, is annexed. The information required by Secretarial Standard on General Meetings (SS-2) regarding the person proposed to be re-appointed as Directors under Item Nos. 2 of the Notice is also annexed.
2. **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 format annexed, 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. A person can act as proxy on behalf of members not exceeding fifty (50) in number and holding, in aggregate, not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the share capital of the Company carrying voting rights, then such proxy shall not act as proxy for another person or member.**
3. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID No. and those who hold shares in physical form are requested to write their folio no. in the attendance slip for attending the meeting.
4. Members are requested to notify immediately any change in their addresses to the Company at its Registered Office.
5. All documents referred to in the Notice shall be open for inspection at the Registered Office of the Company during office hours on all working days up to the date of Annual General Meeting and also at the venue of Annual General Meeting during the time of the Annual General Meeting.
6. Route Map of the venue of Annual General Meeting is enclosed herewith.

**BRIEF DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 19<sup>TH</sup> ANNUAL GENERAL MEETING IN PURSUANCE OF SECRETARIAL STANDARDS ON GENERAL MEETING**

The statutory information relating to Mr. Atul Jain (DIN: 00102555) required to be disclosed with respect to Item No. 2 Ordinary Business pursuant to Secretarial Standards-2 on General Meetings, is as under:

<b>Particulars</b>	<b>Information</b>
Name of Director	Mr. Atul Jain
DIN	00102555
Date of birth	August 2, 1973
Age	49 Years
Qualification	Diploma in Civil Engineering
Experience	23 years
Terms and Conditions of Appointment	Non-Executive Director liable to retirement by rotation
Remuneration	Nil
Date of First Appointment on the Board	29 <sup>th</sup> January, 2018
Shareholding in the Company	Nil
Relationship with other Directors/ Key Managerial Personnel, if any	None
Number of Board Meetings attended during the year	4
Directorships of other Boards	1. Amazon India Ltd. 2. Perfect Farms Pvt. Ltd 3. Timebound Contracts Pvt. Ltd 4. Parikrama Infrastructure Pvt. Ltd. 5. Prastut Real Estate Pvt. Ltd. 6. LSD Realcon Pvt. Ltd. 7. Parsvnath Rail Land Project Pvt. Ltd 8. Springdale Realtors Pvt. Ltd. 9. Parsvnath Buildwell Pvt. Ltd. 10. Parsvnath Retail Ltd. 11. Parsvnath Hotels Ltd. 12. Parsvnath Sharmistha Realtors Pvt. Ltd. 13. Dhiren Real Estates Pvt. Ltd. 14. Charushila Buildwell Pvt. Ltd. 15. Stupendous Buildtech Pvt. Ltd. 16. Paavan Buildcon Pvt. Ltd. 17. Enormity Buildcon Pvt. Ltd. 18. Ashirwad Realtors Pvt. Ltd.
Committee positions in other Companies	Nil

**By Order of the Board of Directors  
For Parsvnath Landmark Developers Pvt Ltd**

Place: Delhi  
Date: 12.08.2022

s/d  
**Atul Kumar Gupta**  
Company Secretary  
Membership No. A20888

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **Item No. 3**

The Board of Directors at its meeting held on August 12, 2022 had appointed Mr. Subhash Chander Setia as an Additional Director (Non-Executive Independent) of the Company to hold office upto the date of this Annual General Meeting of the Company and proposed his appointment as Independent Director of the Company for a term of 5 years commencing from August 12, 2022 in order to diversify the Board and thereby ensuring more effective decision making.

The Company has received requisite declaration as prescribed under the Companies Act, 2013 (“Act”) that he meets the criteria for independence. The Company has received Notice in writing from a Member of the Company under Section 160(1) of the Act proposing the candidature of Mr. Setia for the office of Director.

The resolution at Item Nos. 3 seeks the approval of members for the appointment of Mr. Subhash Chander Setia as Independent Director of the Company, for a term of 5 years commencing from August 12, 2022, not liable to retire by rotation. In the opinion of the Board, he fulfills the conditions for his appointment as Independent Director as specified in the Act and is independent of the Management.

The statutory information required to be disclosed pursuant to the provisions of Section 102 of the Companies Act, 2013 is as under: -

1. Nature of concern or interest of the Directors – Mr. Subhash Chander Setia is interested in this resolution to the extent of his appointment as an Independent Director of the Company;
2. Nature of concern or interest of other key managerial personnel – None; and
3. Nature of concern or interest of the relatives of persons named in S. No. 1 & 2 above – None.

The brief profile and other particulars of Mr. Setia, as required under Secretarial Standard -2 (SS-2), are provided herein below.

<b>Particulars</b>	<b>Information</b>
Name of Director	Mr. Subhash Chander Setia
DIN	01883343
Date of birth	21.12.1951
Age	70 Years
Qualification	A Fellow Member of the Institute of Company Secretaries of India, an Associate Member of Institute of Cost Accountants of India, Commerce and Law (L.L.B.) Graduate from University of Delhi, Post Graduate in Economics from Meerut University and has a Diploma in Tax Laws.
Experience and Expertise in specific functional areas	Mr. Setia has vast experience of over four decades. He has worked with various esteemed organisations including DLF Limited, ONGC Limited, Montari Industries Limited (the then Ranbaxy Group Company), Asahi India Glass Limited, Jagatjit Group and UP State

	Brassware Corporation Limited at Senior Management Level.  He possesses varied and multifarious experience in the field of Secretarial / Corporate Services, Legal Affairs, Finance and Indirect Taxation services.
Terms and Conditions of Appointment	As may be specified in the proposed appointment letter
Remuneration	Sitting fee (within the prescribed threshold) for attending the Meetings, as approved by the Board of Directors.
Date of First Appointment on the Board	August 12, 2022
Shareholding in the Company	Nil
Relationship with other Directors/ Key Managerial Personnel, if any	Nil
Number of Board Meetings attended during the year	Nil
Directorships of other Boards	1. Parsvnath Developers Limited 2. BPTP Limited 3. Parsvnath Infra Limited 4. Parsvnath Buildwell Private Limited
Committee positions in other Companies	1. Member of Audit Committee and Risk Management Committee of Parsvnath Developers Ltd. 2. Member of Audit Committee and Nomination And Remuneration Committee of Parsvnath Infra Limited. 3. Member of Audit Committee and Nomination And Remuneration Committee of BPTP Limited.

**By Order of the Board of Directors  
For Parsvnath Landmark Developers Pvt Ltd**

Place: Delhi  
Date: 12.08.2022

**Atul Kumar Gupta  
Company Secretary  
Membership No. A20888**

ATTENDANCE SLIP

**19<sup>th</sup> Annual General Meeting – Friday, September 30, 2022**

Folio No./ DP ID & Client ID	
Name of the first named Member/Proxy/ Authorised Representative	
Name of the joint Member(s), if any	
No. of shares held	

I/We certify that I/We am/are Member(s) of the Company.

I/We hereby record my/our presence at the 19<sup>th</sup> Annual General Meeting of the members of Parsvnath Landmark Developers Private Limited held on Friday, September 30, 2022 at 12:30 p.m. at the Registered office of the Company at Parsvnath Tower, Near Shahdara Metro Station, Shahdara, Delhi-110032.

\_\_\_\_\_  
Signature of First Holder/Proxy/Authorised Representative

\_\_\_\_\_  
Signature of 1st Joint Holder

\_\_\_\_\_  
Signature of 2nd Joint Holder

Note(s):

1. Please sign this attendance slip and hand it over the Attendance Verification Counter at the Meeting Venue.
2. Only shareholders of the Company and/or their proxy shall be allowed to attend the meeting.
3. Member/ Proxy holder wishing to attend the Meeting should bring his/her copy of the Annual Report for reference at the Meeting.

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]

Name of the Member (s)	
Registered Address	
E-mail Id	
Folio No./ DP Id & Client Id	

I/We, being the member (s) of ..... shares of the above named company, hereby appoint:

1. Name: ..... E-mail Id: .....

Address: .....Signature: ..... or failing him/ her.

2. Name: ..... E-mail Id: .....

Address: .....Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19<sup>th</sup> Annual General Meeting of the Company, to be held on \_\_\_\_\_at \_\_\_\_\_at the Registered office of the Company at Parsvnath Tower, Near Shahdara Metro Station, Shahdara, Delhi-110032 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No	Description of Resolutions	For*	Against*
<b>Ordinary Business:</b>			
1	Ordinary Resolution to receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.		
2.	To appoint a Director in place of Mr. Atul Jain (DIN: 00102555), who retires by rotation and being eligible, offers himself for re-appointment.		
<b>Special Business:</b>			
3.	To appoint Mr. Subhash Chander Setia (DIN: 01883343) as an Independent Director of the Company.		

Signed this..... day of..... 2022

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Signature of shareholder

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Signature of Proxy holder(s)

Affix Revenue Stamp
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**Notes:**

- 1. This form of proxy in order to be effective should be duly filled, stamped and signed 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 'x' in the appropriate column against the respective resolution. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. A proxy need not be a Member
- 4. A person can act as a proxy of a member not exceeding fifty (50) and holding, in the aggregate, not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**

**ROUTE MAP FOR 19<sup>TH</sup> AGM VENUE**

