



**LANDMARK**  
DALMIA GROUP

Landmark Property Development Company Limited  
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**PROCEEDINGS OF THE 46<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF LANDMARK PROPERTY DEVELOPMENT COMPANY LIMITED HELD ON FRIDAY, 30<sup>TH</sup> SEPTMEBR, 2022 AT 11.30 A.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS ("VC/OAVM") FACILITY.**

The 46<sup>th</sup> Annual General Meeting of the Company was duly held on Friday the 30<sup>th</sup> day of September, 2022 at 11:30 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 5, 2022 and Circular No. SEBI/HO/CFD/ CMD1/ CIR/P/ 2020/79 dated 12th May 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/PIP/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India. The proceedings of the said meeting are as under:

**ATTENDANCE**

The following Directors viz., Shri Gaurav Dalmia (Chairman), Shri Ambarish Chatterjee, Shri D N Davar, Shri D N Singh, Shri G B Rao, Shri H C Dua and Shri J K Kapur were present at the 46<sup>th</sup> Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) from various locations. Smt. Sharmila Dalmia, director, could not join the meeting.

Shri Arvind Vachaspati, Chief Financial Officer (CFO) and Shri Ankit Bhatia, Company Secretary, were in attendance.

Shri Abhinav Khosla, Partner - M/s. S C V & Co. LLP, Statutory Auditors, Shri Puneet Sharma, Representative - Jayant Gupta and Associates, Secretarial Auditors and Smt. Neelam Gupta, Proprietor - Neelam Gupta and Associates, Scrutinizer for the meeting were also present at the AGM through VC/OAVM.

A total of 170 members had attended the meeting through the video conferencing / other audio-visual means.

Mr. Ankit Bhatia - Company Secretary & Compliance Officer of the Company welcomed the Members to the 46<sup>th</sup> AGM and briefed the meeting on few points regarding participation in the meeting electronically.

#### **CHAIRMAN**

Shri Gaurav Dalmia, being the Chairman of the Board of Directors, took the chair in accordance with the provisions of the Articles of Association.

The Chairman welcomed the members present and announced that the meeting is validly convened; the requisite quorum is present and called the meeting to order.

The Chairman informed that in view of ongoing restrictions and social distancing norms, due to the continuing Covid-19 Pandemic, we are holding this AGM through Video Conferencing/Other Audio-Visual Means in compliance with the directions of Ministry of Corporate Affairs and SEBI and the proceedings of this meeting are being video recorded and the live streaming also being webcast on NSDL website.

The Chairman then, introduced the Directors attending the meeting through VC/OAVM and also informed the members that Shri G B Rao, Chairperson of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee was present here to attend the AGM as required pursuant to the provisions of the Companies Act, 2013.

Further, Shri Arvind Vachaspati, Chief Financial Officer of the Company and a Financial Expert, was entrusted with the responsibility to attend to the matters relating to clarifications in respect of Financial Statements at 46<sup>th</sup> AGM.

The Chairman further informed that:

- Pursuant to the provisions of the Companies Act, 2013 read with rules made there-under, the Company had extended remote e-voting facility in respect of all businesses to be transacted at the 46<sup>th</sup> Annual General Meeting to all the members holding shares as on cut-off date i.e. Friday, September 23, 2022 and e-voting period commenced on Tuesday, September 27, 2022 at 9:00 A.M. and ended on Thursday, September 29, 2022 at 5:00 P.M.
- Ms. Neelam Gupta, Practicing Company Secretary and Proprietor - Neelam Gupta & Associates, was appointed as a Scrutinizer by the Board to scrutinize the remote e-voting and e-voting

process at the 46<sup>th</sup> AGM in a fair and transparent manner and to report thereon in the prescribed manner.

- Pursuant to the provisions of Companies Act, 2013 the Statutory Registers and the documents required be kept open in terms of the AGM notice are open for inspection.
- Since there is no physical attendance of members the requirement to appoint proxies is not applicable.
- Since the notice of the AGM along with the audited financial statements and the Reports of Board and of the Auditors had already been circulated to the members, the same were taken as read.

***Since the Chairman was concerned and interested in the Resolution for the Item No. 4 of the AGM Notice he, therefore, handed over the proceedings to Shri D N Davar, Director.***

**Sh. D N Davar, Director then read** the summary of the resolutions set out under agenda Item No. 1 to 7 of the Notice of the 46<sup>th</sup> Annual General Meeting as follows:

**Ordinary Business**

**Item No.1 (Ordinary Resolution)**

Adoption of Financial Statements and Reports of the Board of Director and Auditors of Landmark Property Development Company Limited for the year ended March 31, 2022.

**Item No.2 (Ordinary Resolution)**

Re-appointment of Smt. Sharmila Dalmia (DIN: 00266624) as a Director who retires by rotation and being eligible offers herself for re-appointment.

**Item No.3 (Special Resolution)**

Appointment of M/s V. Shankar Aiyar & Co., Chartered Accountants, (FRN: 109208W) as the Statutory Auditors of the Company for a term of 5 years and to fix their remuneration.

**Item No.4 (Ordinary Resolution)**

Re-appointment of Sh. Gaurav Dalmia (DIN: 0009639) as Managing Director of the Company.

**Item No.5 (Ordinary Resolution)**

Appointment of Shri Dinkar Nath Singh (DIN: 02173314) as Non-Executive Director of the Company.

**Item No.6 (Special Resolution)**

Appointment of Shri Ambarish Chatterjee (DIN: 00653680) as an Independent Director of the Company.

**Item No.7 (Ordinary Resolution)**

Re-classification of the promoters of the Company.

The Chairman then answered to the questions/suggestions/wishes by the shareholders during/before the meeting including question with regard to the future plans of the Company raised by Shri Ajay Jain and Shri Ritesh Jain, shareholders of the Company.

The Chairman then informed that:

- Members who were present at the AGM and have not casted their votes electronically during the period from 27<sup>th</sup> September, 2022 to 29<sup>th</sup> September, 2022, are requested to cast their votes through e-voting facility provided through NSDL.
- There would be no voting by show of hands.
- E-voting facility will remain open for next 30 minutes immediately after the conclusion of the Meeting.
- The results of the e-Voting will be declared in accordance with the provisions of law and shall also be available on the website of the Company and National Securities Depository Limited (NSDL) and will also be intimated to National Stock Exchange of India Limited and BSE Limited within the prescribed time permitted under law.

Shri G. B. Rao, Director and the Chairman of the Audit Committee, thanked the Directors/KMPs/Auditors/Employees etc. at the meeting.

**Vote of Thanks**

There being no other business to be transacted, the meeting concluded by the Chairman with a hearty vote of thanks.

The Meeting concluded at 11.46 A.M.

Date 30.09.2022

(Ankit Bhatia)  
Company Secretary