



LANDMARK
DALMIA GROUP

Landmark Property Development Company Limited
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PROCEEDINGS OF THE 47TH ANNUAL GENERAL MEETING OF THE MEMBERS OF LANDMARK PROPERTY DEVELOPMENT COMPANY LIMITED HELD ON FRIDAY, 29TH SEPTMEBR, 2023 AT 11.30 A.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS ("VC/OAVM") FACILITY.

The 47th Annual General Meeting of the Company was duly held on Friday the 29th day of September, 2023 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 various circulars issued by the Ministry of Corporate Affairs since May 2020 including the General Circular No. 02/2022 issued on 05th May 2022 and Circular No. 10/2022 dated 28th December 2022 and the Circular dated 05th January 2023 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 J K Kapur and Smt. Sharmila Dalmia were present at the 47th Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) from various locations. Sh. D N Davar, director, could not join the meeting due to health reasons and Sh. D N Singh, director, also could not join the meeting due to some urgent official travelling.

Shri Deepak Gupta, Partner - M/s. V Sankar Aiyar & Co., Statutory Auditors, Shri Rahul Dhupar, Proprietor - RD and Associates, Secretarial Auditors were also present at the AGM through VC/OAVM.

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

A total of 204 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 47th 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 this AGM is being held 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 D N Davar, Director and Chairperson of the Audit Committee, Stakeholders Relationship Committee and the Nomination and Remuneration Committee, is not able to attend the meeting due to health reasons and, therefore, he has authorised Shri Ambarish Chatterjee to represent the Chairperson of the Audit Committee and Nomination and Remuneration Committee and has authorized Sh. J. K. Kapur to represent the Chairperson of the Stakeholders Relationship Committee as per provisions of the Companies Act, 2013.

Further, Shri Ambarish Chatterjee has also been entrusted with the responsibility to attend the matters relating to clarifications in respect of Financial Statements at the 47th AGM.

The Chairman informed that Shri D N Singh, Director of the Company, is also not able to attend the meeting due to some urgent official travelling.

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 47th Annual General Meeting to all the members holding shares as on cut-off date i.e. Friday, September 22, 2023 and e-voting period commenced on Tuesday, September 26, 2023 at 9:00 A.M. and ended on Thursday, September 28, 2023 at 5:00 P.M.

- Mr. Rahul Dhupar, Practicing Company Secretary and Proprietor - RD & Associates, was appointed as a Scrutinizer by the Board to scrutinize the remote e-voting and e-voting process at the 47th 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.

The Chairman then read the summary of the resolutions set out under agenda Item No. 1 to 5 of the Notice of the 47th Annual General Meeting as follows:

Ordinary Business

Item No.1 (Ordinary Resolution)

To consider and adopt the Audited financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.

Item No.2 (Ordinary Resolution)

To appoint a Director in place of Shri Dinkar Nath Singh (DIN: 02173314), who retires by rotation and being eligible offers himself for re-appointment.

Item No.3 (Special Resolution)

To approve the borrowing powers pursuant to Section 180(1)(c) of the Companies Act, 2013.

Item No.4 (Special Resolution)

To grant approval under Section 180(1)(a) of the Companies Act, 2013.

Item No.5 (Ordinary Resolution)

To authorize the Board for making Investment/ Giving Loan or Guarantee/ Providing Security under Section 186 of the Companies Act, 2013.

The Chairman noted that no questions received from the shareholders during/before the meeting and Smt. Poonam Bala and Sh. Jai Bhagwan Gupta, shareholders of the Company, have extended their good wishes for the Company. The Chairman and Company Secretary replied and thanked the shareholders for their wishes.

The Chairman then informed that:

- Members who were present at the AGM and have not casted their votes electronically during the period from 26th September, 2023 to 28th September, 2023, 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.

The Chairman and Company Secretary thanked the Members present at the meeting and with the permission of the Chairman, Company Secretary concluded 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 11.55 A.M.

Date 29.09.2023
Place: New Delhi

(Ankit Bhatia)
Company Secretary