



LANDMARK
DALMIA GROUP

Landmark Property Development Company Limited
Registered Office : 11th Floor, Narain Manzil,
23, Barakhamba Road, New Delhi - 110 001
CIN : L13100DL1976PLC188942

Tel. : (91-11) 43621200
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October 18, 2024

BSE Limited 1 st Floor New Trading Ring, Rotunda Building P J Towers, Dalal Street Fort, Mumbai-400001	The Manager, Listing Department National Stock Exchange of India Ltd "Exchange Plaza" Bandra - Kurla Complex Bandra (E) Mumbai - 400 051
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Re: Proceedings of 48th Annual General Meeting of Landmark Property Development Company Limited

Sub: Clarifications on delayed Submission of the Proceedings of 48th Annual General Meeting of the Company

Dear Sir/Madam,

With reference to the captioned subject and an email received from Compliance Monitoring Team of BSE Limited seeking clarification on delayed submissions of the proceedings of 48th Annual General Meeting (AGM) of the Company convened on 30th September, 2024 through video conferencing (VC) and Other Audio Visual Means (OAVM) facility. The Meeting commenced at 11.30 a.m. (IST) and concluded at 12.13 p.m. (IST).

In this regard, we hereby submit that we had submitted the proceedings of the 48th Annual General meeting, in terms of the requirement under Regulation 30(6) of SEBI (LODR), 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, on October 1, 2024 at 07:52 a.m. (IST), i.e. within 24 hours instead of 12 hours. This slight delay was due to sudden technical problem in our system which led to inaccessibility and unavoidable issues in our reporting process.

We sincerely apologize for inadvertent delay and would like to further emphasize that the submission was made early morning 07:52 a.m. (IST), i.e. within 24 hours and before the

business/market hours, after rectification of technical issue which confirm that it was not a deliberate act.

Further, as directed we are resubmitting the proceedings of 48th Annual General Meeting along with this clarification. We apologize for any inconvenience caused and confirm that the delay was purely unintentional without any malafide intention, therefore, the same may please be condoned.

We are dedicated to strict compliance with all applicable laws and will implement measures to ensure timely completion of future tasks.

Thanking you,

Yours faithfully,

**For Landmark Property Development
Company Limited**

**Ankit Bhatia
Company Secretary**

Encl. As above



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PROCEEDINGS OF THE 48TH ANNUAL GENERAL MEETING OF THE MEMBERS OF LANDMARK PROPERTY DEVELOPMENT COMPANY LIMITED HELD ON MONDAY, 30TH SEPTMEBR, 2024 AT 11.30 A.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS ("VC/OAVM") FACILITY.

The 48th Annual General Meeting of the Company was duly held on Monday the 30th day of September, 2024 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. 09/2023 issued on 25th September 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 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 Ambarish Chatterjee - Chairman, Shri Gaurav Dalmia - Managing Director, Shri D N Singh - Director and Shri J K Kapur - Director were present at the 48th Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) from various locations. Sh. D N Davar - Director and Smt. Sharmila Dalmia - Director, could not join the meeting due to health reasons.

Shri Ajay 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 135 members had attended the meeting through the video conferencing / other audio-visual means.

Shri Ankit Bhatia - Company Secretary & Compliance Officer of the Company welcomed the Members to the 48th AGM and briefed the meeting on few points regarding participation in the meeting electronically. He also informed that the Board of Directors of the Company, in their meeting held on 12th August 2024, decided to additionally comply with the discretionary corporate governance requirements as prescribed under Regulation 27(1) read with Part E of Schedule II of SEBI (LODR) Regulations, 2015 by appointing separate persons to the posts of Chairperson and the Managing Director of the Company. Accordingly, Sh. Ambarish Chatterjee, Non-Executive Independent Director of the Company, was appointed as the Chairperson of the Board and the Company with effect from the conclusion of the Board meeting held on 12th August 2024 in place of Sh. Gaurav Dalmia, existing Chairperson of the Company.

CHAIRMAN

Shri Ambarish Chatterjee, 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 Smt. Sharmila Dalmia, Director are not able to attend the meeting due to health reasons.

The Chairman informed that he is also attending the meeting in the capacity of Chairperson of the Audit Committee, Nomination and Remuneration Committee and the Stakeholders Relationship Committee of the Company in compliance with the provisions of the Companies Act, 2013. Further, Shri Arvind Vachaspati - CFO has been entrusted with the responsibility to attend the matters relating to clarifications in respect of Financial Statements at the 48th 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 48th Annual General Meeting to all the members holding shares as on cut-off date i.e. Monday,

September 23, 2024 and e-voting period commenced on Friday, September 27, 2024 at 9:00 A.M. and ended on Sunday, September 29, 2024 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 48th 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 3 of the Notice of the 48th 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, 2024 and the reports of the Board of Directors and Auditors thereon.

Item No.2 (Ordinary Resolution)

To appoint a Director in place of Smt. Sharmila Dalmia (DIN: 00266624), who retires by rotation and being eligible offers herself for re-appointment.

Item No.3 (Ordinary Resolution)

To fix the Auditors remuneration.

The Chairman noted that no questions received from the shareholders during/before the meeting and Smt. Suman Kapoor, shareholders of the Company, has extended her good wishes to the Company. The Chairman and Company Secretary replied and thanked the shareholders for their participation.

The Chairman then informed that:

- Members who were present at the AGM and have not casted their votes electronically during the period from September 27, 2024 to September 29, 2024, 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 12.13 P.M.

Date 01.10.2024
Place: New Delhi

Ankit Digitally signed
by Ankit Bhatia
Date:
Bhatia 2024.10.01
07:45:33 +05'30'

(Ankit Bhatia)
Company Secretary