



# 3P LAND HOLDINGS LIMITED

[Formerly known as Pudumjee Industries Limited]

Registered Office

JWP:-72

28<sup>th</sup> June, 2019

The Manager,  
Listing Department,  
**BSE Limited**,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

Scrip Code: 516092

The Manager,  
Listing Department,  
**National Stock Exchange of India Ltd.**,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (E),  
Mumbai - 400 051.

Scrip Code: 3PLAND

Dear Sir,

Sub: Notice of 54<sup>th</sup> Annual General Meeting ('AGM').  
.....

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended we have enclosed the Notice of 54<sup>th</sup> AGM of 3P Land Holdings Limited, scheduled to be held on 22<sup>nd</sup> July, 2019 at 10.00 a.m. (ST) at the Registered Office of the Company at Thergaon, Pune 411033. The Route Map, Attendance Slip and Proxy Form, are part of the Notice.

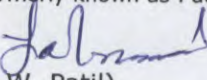
The Notice of the AGM is also available on our website at the link:

[https://www.pudumjeeindustries.com-Investor Relations-Notices and Other information-54<sup>th</sup> AGM-22.07.2019-Notice.](https://www.pudumjeeindustries.com-Investor Relations-Notices and Other information-54th AGM-22.07.2019-Notice)

This is for your information and records.

Thanking you,

Yours faithfully,  
For 3P LAND HOLDINGS LTD.,  
[Formerly known as Pudumjee Industries Ltd.]

  
(J. W. Patil)  
Company Secretary.  
Encl: A/a.



**Registered Office:**

Thergaon, Chinchwad, Pune-411033 Tel: +91-20-30613333, Fax : +91-20-3061 3388  
E-Mail : [sk@pudumjee.com](mailto:sk@pudumjee.com). CIN L74999MH1999PLC013394 GSTIN:-27AAACP0487BIZQ

**Corporate Office:**

Jatia Chambers, 60, Dr. V.B.Gandhi Marg, Kalaghoda. Mumbai-400001 India.  
Tel: +91-22-30213333, 22674485, 66339300, Fax: +91-22-22658316.  
E-Mail: [pudumjee@pudumjee.com](mailto:pudumjee@pudumjee.com) Web Site : [www.pudumjeeindustries.com](http://www.pudumjeeindustries.com).

**NOTICE**

The Fifty Fourth Annual General Meeting of the Shareholders of **3P LAND HOLDINGS LIMITED** (formerly known as Pudumjee Industries Limited) will be held at the Registered Office of the Company at Thergaon, Pune 411 033 on Monday, the 22<sup>nd</sup> day of July, 2019 at 10.00 a.m. to transact the following business.

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019, comprising the Audited Standalone and Consolidated Balance Sheet as at 31<sup>st</sup> March, 2019, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. G. N. Jajodia (DIN: 00064611), who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 the appointment of M/s. J. M. Agrawal & Co., Chartered Accountants (Firm Registration No.105100W) the Auditors of the Company made vide Shareholders resolution passed in 52<sup>nd</sup> Annual General Meeting held on 24<sup>th</sup> July, 2017, from the conclusion of this meeting, till the conclusion of next Annual General Meeting of the Company be and is hereby ratified on such remuneration as may be fixed by the Board of Directors of the Company on the recommendation of Audit Committee".

**SPECIAL BUSINESS:**

4. To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of the Sections 196, 197 and 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force, and such other approvals, permissions, and sanctions including that of the Central Government as may be necessary and subject to such conditions and modification(s) as may be required and which Mr. Gautam Nandkishore Jajodia may accept, approval of Shareholders of the Company be and is hereby accorded for appointment of Mr. Gautam Nandkishore Jajodia as Whole Time Director (designated as Executive Director) of the Company without remuneration for a period of 5 years with effect from 1<sup>st</sup> September, 2018 and he shall subject to the supervision and control of the Board of Directors, perform such services and duties and exercise such powers as from time to time be entrusted to him by the Board of Directors."

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things and to take such steps as expedient or desirable to give effect to this resolution".

5. To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 16(1)(b) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') Mr. Rajendra Chiranjilal Saraf (DIN:00161412), Non-Executive Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who is eligible for re-appointment, be and is hereby

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re-appointed, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for another term with effect from 15<sup>th</sup> September, 2019 to 31<sup>st</sup> March, 2024".

6. To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 16(1)(b) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Mr. Arvind Kumar Somany (DIN:00024903), Non-Executive Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for another term with effect from 15<sup>th</sup> September, 2019 to 31<sup>st</sup> March, 2024".

7. 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 Section 188 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its powers) Rules, 2014 and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and subject to such other approvals as may be applicable under various statutes or regulations or any other law for the time being in force, if any, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to sell 1,70,58,769 equity shares of ₹1/- each held by the Company in Pudumjee Paper Products Limited to AMJ Land Holdings Limited, or any other related party within Promoters Group at price through Stock Exchange, platform in accordance with SEBI Regulations, in one or more tranches, and.

RESOLVED FURTHER THAT the Board of Directors, be and is hereby authorised to perform all acts, deeds and things, execute documents and make all filings, as may be deemed necessary to give effect to the above resolution, in compliance of the provisions of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and SEBI (Prohibition of Insider Trading) Regulations, 2015, in this regard."

8. 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 Section 188 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company for purchase of 16,26,506 Zero Percent Non-Cumulative Redeemable Preference Shares [including for conversion in to equity shares at the option of the issuer] of Pudumjee Plant Laboratories Limited from Chem Mach Private Limited at face value of ₹ 10 each, for a consideration of about of ₹ 1,62,65,060 (Rupees One Crores Sixty Two Lakhs Sixty Five Thousands Sixty only).

RESOLVED FURTHER THAT Mr. G. N. Jajodia, Executive Director and Mr. A. K. Jatia, Authorized Signatory be and are hereby, severally, authorized to sign the documents/papers, delivery instruction slips, applications, undertaking, indemnity, declaration(s) and such other necessary documents, if any, for and on behalf of the Company and affix a Common Seal, if required, in accordance with the Articles of Association/ Companies Act, 2013 and to do such other acts, deeds, matters and things as may be deemed necessary, in this regard and to give effect to this resolution."

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

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"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to the undemoted subsisting contracts/arrangements already entered into or to be entered into and further authorized to deal in related party transaction(s) as under:

Name of the Related Party	Nature of Transactions	Aggregate Amount (Rs.)	Duration of Agreement /Contract
Pudumjee Paper Products Limited	Arrangement/Contract/ Agreement for accepting/ providing Inter Corporate Deposits.	Amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a	Repayable On Demand  Continuous Arrangement
	Arrangement for accepting Common Services, such as telephone, electricity, computer etc.	About ₹ 15.00 Lakhs for each financial year on cost basis	Continuous Arrangement
AMJ Land Holdings Limited	Arrangement/Contract/ Agreement for accepting/ Providing Inter Corporate Deposits.	An amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs. Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a.	Repayable On Demand  Continuous Arrangement
Thacker And Cornapny Limited	Arrangement/Contract/ Agreement for accepting/ Providing Inter Corporate Deposits.	An amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs. Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a.	Repayable On Demand  Continuous Arrangement
Pudumjee Plant Laboratories Limited	Arrangement/Contract/ Agreement for accepting/ Providing Inter Corporate Deposits.	An amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs. Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a.	Repayable On Demand  Continuous Arrangement
Chem Mach Private Limited	Arrangement/Contract/ Agreement for accepting/ Providing Inter Corporate Deposits.	An amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs. Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a.	Repayable On Demand  Continuous Arrangement

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may, deem necessary, and to execute all necessary documents".

10. To consider and, if thought fit, to pass, with or without modification(s) the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 185 and other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act 2017 and Rules made thereunder, the Board of Directors of the Company be and is hereby authorised:

-To advance any loan including any loan represented by a book debt or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Directors of the Company is interested (i.e. including any private company of which any such director is a director or member, any body

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corporate at a general meeting of which not less than twenty-five percent of the total voting power may be exercised or controlled by any such Director, Managing Director or Manager whereof is accustomed to act in accordance with the directions or instructions of the Board, or of any Director or Directors of the lending Company), provided that such loans are utilized by the borrowing Company for its principal business activities and in particular to the following Companies in which one or more Director(s) may be deemed to be interested on the terms and conditions stated against their respective names:

Sr. No.	Name of the Company	Amount not exceeding of ₹	Rate of Interest p.a.	Commission for Corporate Guarantee p.a.	Term
1.	Pudumjee Plant Laboratories Limited	₹ 40 Crores	Upto 10.00% p.a. but not less than 9.00 % p.a.	Nil	Repayable on demand
2.	Pudumjee Paper Products Limited	₹ 40 Crores	Upto 10.00% p.a. but not less than 9.00 % p.a.	Nil	Repayable on demand
3.	AMJ Land Holdings Limited	₹ 40 Crores	Upto 10% p.a. but not less than 9.00 % p.a.	Nil	Repayable on demand
4.	Thacker And Company Limited	₹ 40 Crores	Upto 10.00% p.a. but not less than 9.00 % p.a.	Nil	Repayable on demand
5.	Chem Mach Private Limited	₹ 40 Crores	Upto 10.00% p.a. but not less than 9.00 % p.a.	Nil	Repayable on demand

RESOLVED FURTHER THAT, the Board be and is hereby authorized to finalize, sanction and disburse the said loans, guarantees and security and also to delegate all or any of the above powers to Committee of Directors or any Director(s) of the Company and generally to do all acts, deeds and things that may be deemed proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution".

**Notes:**

The Explanatory Statement as required under Section 102 of the Companies Act, 2013 in respect of item Nos. 4 to 10 is annexed hereto.

A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The proxy in order to be effective, must be deposited at the Registered office of the Company not less than 48 hours before commencement of the meeting.

The Register of Members and share Transfer Books of the Company will be closed from Friday, the 12<sup>th</sup> day of July, 2019 to Monday, the 22<sup>nd</sup> day of July, 2019, both days inclusive.

Members holding shares in dematerialised form are requested to intimate any change in their address, bank details etc. to their respective DPs and those holding shares in physical form are to intimate the above said changes to the Registrar and Share Transfer Agents of the Company.

Pursuant to Rule 18(1) of the Companies (Management and Administration) Rules, 2014, the Company to send the Notice, Annual Report electronically on the e-mail addresses as obtained from the Company/ Depositories/ Registrar and Share Transfer Agent to the members.

If you are holding shares of the Company in dematerialized form and already registered your e-mail id, you would be receiving the Notices of General Meeting/Postal Ballot, Annual Report and other shareholders communication by electronic mode.

The members who hold shares in physical mode and have not got their email id recorded or to update a fresh email can request the Company to receive Notices of General Meeting/Postal Ballot, Annual Report and other shareholders communication by electronic mode for which the requisite/separate form to be filled up and handover the same at the venue of meeting.

In case a Member does not wish to avail the service of documents through electronic mode, such Member may send a request for obtaining the Notice, Annual Report from the Company, in physical mode, by sending a request to the Company at its registered office address or through company's e-mail at [sk@pudumjee.com](mailto:sk@pudumjee.com) and accordingly the Company will send the same, free of cost, upon receipt of such request from the member.

Members are requested to support this Green initiative by registering/updating their e-mail addresses, with the Depository Participant (in case of Shares held in dematerialised form) or with Satellite Corporate Services Pvt. Ltd. Mumbai Company's Registrar and Share Transfer Agents (in case of Shares held in physical form).

Members who hold shares in dematerialized form are requested to bring their CLIENT ID and DP ID numbers for easy identification of attendance at the meeting.

Members holding shares in physical form are requested to get them dematerialized, as the shares of the company are under Compulsory Demat System.

The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) are M/s. Satellite Corporate Services Pvt. Ltd. Unit No. 49, Building No. 13AB, 2<sup>nd</sup> Floor, Samhita Commercial Cooperative Society Limited, Off Andheri Kuria Road, MTNL Lane, Sakinaka, Mumbai 400072.

Members are requested to write/intimate to Company's Registrar and Transfer Agents for the purpose of changes, in their registered addresses, profile details for sending future communication(s), any query in connection with claiming the unclaimed and unpaid dividends, etc.

In compliance with the provisions of section 108 of the Act and the Rules framed there under, the Company is pleased to provide the Members facility to cast their votes electronically, through the e-voting services provided by Central Depository Services (India) Ltd. (CDSL), on all resolutions set forth in this Notice.

**Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any amendment thereto, the Company is pleased to provide members, a facility to exercise their right to vote at the Annual General Meeting (AGM) on items as mentioned in the Notice by electronic means (remote e-voting) and the business may be transacted through remote e-voting services provided by Central Depository Services (India) Limited ("CDSL").

Since the company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the said meeting. The facility for voting through polling paper shall be made available at the meeting and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to vote at the meeting through polling paper. The shareholder can opt for only one mode of voting i.e remote e-voting or physical polling at the meeting. In case of voting by both modes, votes cast through remote e-voting will be considered final and voting through physical ballot will not be considered. The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again.

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**Steps for remote e-voting**

- i The remote e-voting period begins on Friday, 19<sup>th</sup> July, 2019 at 9.00 a.m. and will end on Sunday, 21<sup>st</sup> July, 2019 at 5.00 p.m. During this period Shareholders of the Company, holding shares either in physical form or dematerialized form, as on the Cut-off date i.e 15<sup>th</sup> July, 2019 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter. The members are requested to note that once vote on a resolution is cast electronically, he shall not be allowed to change it subsequently.
- ii Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii The shareholders should log on to the remote e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- iv Click on shareholders.
- v Now enter your User Id
  - a. For CDSL: 16 digit beneficiary ID
  - b. For NSDL: 8 Character of DP ID followed by 8 digits of Client ID
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi Next enter the image verification as displayed and Click on Login.
- vii If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier remote e-voting of any other Company, then your existing password is to be used
- viii If you are first time user follow the steps given below.

For members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by income Tax Department (Applicable for both de-mat shareholders as well as physical shareholders)  * Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.  In case the sequence number is less than 8 digits, enter the applicable number after the first two characters of the name in CAPITAL letters e.g. If your name is Ramesh Kumar with sequence No. 1, then enter RA000000001 in the PAN field.
Dividend Bank Details Or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your de-mat account or in the company records in order to login.  * If both the details are not recorded with the Depository or Company, please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction(v)

- ix After entering these details appropriately, click on "SUBMIT" tab.
- x Members holding share in physical form will then directly reach the Company selection screen. However, members holding shares in de-mat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the de-mat holders for remote e-voting for resolutions of any other company on which they are eligible to vote, provided that the company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi For members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

- xii Click on the Company i.e. 3P Land Holdings Limited/Electronic Voting Sequence Number of 3P Land Holdings Limited.
- xiii On the voting page you will see "RESOLUTIONS DESCRIPTION" and against the same the option "YES/ NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvi Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii You can also take out print of the voting done by you by clicking on "Click here to print" option on the voting page.
- xviii If demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix Shareholders can also cast their votes by using CDSL's mobile app m-voting, available for android base mobiles. The m-voting app can be downloaded from Google Play Store. I-phone and Windows Phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your phone.
- xx Note for Non individual shareholders and Custodians
- Non individual shareholders (i.e other than individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xxi Any person who acquires shares of the Company and become member of the company after dispatch of the Notice and holding shares as on the Cut-off date i.e. 21<sup>st</sup> June, 2019, may follow the same instructions as mentioned above for remote e-voting. The voting rights of the members shall be in proportion to their shares in the paid up capital of the company as on cut-off date i.e. 15<sup>th</sup> July, 2019. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, only shall be entitled to avail the facility of remote e-voting. A person who is not a member as on cut off date should treat this Notice for information purpose only.
- xxii In case of any queries or issues regarding e-voting, members may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- xxiii The Board of Directors has appointed Mr. Sunny Warghade, Practicing Company Secretary (Membership No FCS-30072 and C. P. No. 11426) of SAW & Associates, as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner. They have communicated their willingness to be appointed and will be available for same purpose.
- xxiv The Scrutinizer shall, immediately after the conclusion of voting at the meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment in the company and make not later than three days of conclusion of the meeting a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the



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Chairman or a person authorized by him in writing, who shall countersign the same.

xxv The Chairman or the person authorized by him in writing, shall forthwith, on receipt of the Consolidated Scrutinizer's Report declare the results of voting within three days of the conclusion of the AGM. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.pudumjeeindustries.com](http://www.pudumjeeindustries.com) and on the website of CDSL. Immediately after the result is declared by the Chairman shall also be communicated to the BSE Limited (BSE), National stock Exchange of India Limited (NSE), where the shares of the Company are listed.

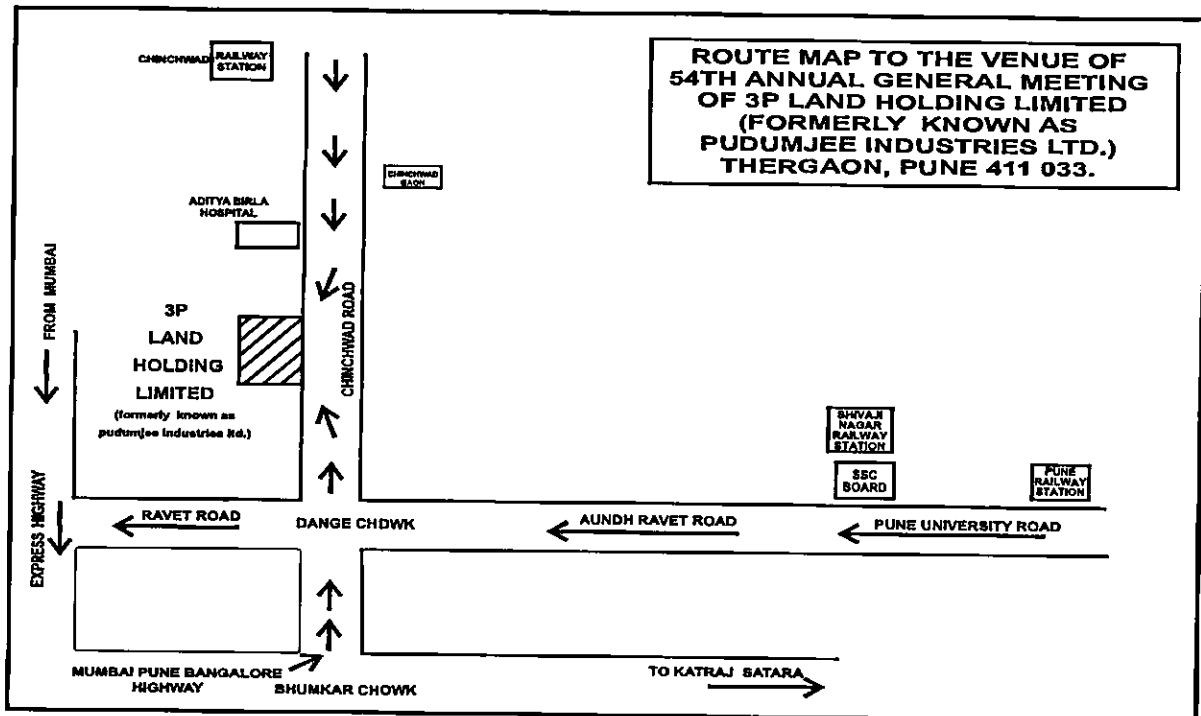
Subject to the receipt of requisite number of Votes, the resolutions shall be deemed to be passed on the date of AGM i.e. 22<sup>nd</sup> July, 2019.

xxvi Those shareholders who do not have access to e-voting facility may write to Registrar and Transfer Agents, Satellite Corporate Services Pvt. Ltd. or to the Company for ballot paper, which after filling up should reach to the scrutinizer Mr. Sunny Warghade, Praticing Company Secretary of SAW & Associates, Flat No. 4, 2<sup>nd</sup> Floor Charhate Building, CTS No. 992/93/3/13, Rajednra Nagar, Pune 411030 on or before 15<sup>th</sup> July, 2019.

By Order of the Board of Directors,  
**3P Land Holdings Ltd.**  
[Formerly known as Pudumjee Industries Ltd.]

**J. W. Patil**  
Company Secretary

**Registered Office:**  
Thergaon, Pune - 411 033  
Tel: +91-20-40773333, Fax : +91-20-40773388  
CIN: L74999MH1999PLC013394  
Web Site: [www.pudumjeeindustries.com](http://www.pudumjeeindustries.com).  
Email: [sk@pudumjee.com](mailto:sk@pudumjee.com)  
Dated: 23<sup>rd</sup> May, 2019



**ANNEXURE TO NOTICE**

**Explanatory statement Pursuant to Section 102 of Companies Act, 2013.**

The following Explanatory statement sets out all the material facts relating to item Nos. 4 to 10 under Special Business mentioned in accompanying Annual General Meeting Notice dated 23<sup>rd</sup> May, 2019.

Item No. 4

Mr. Gautam Nandkishore Jajodia is a Director since 2001 and the Board of Directors had last appointed him as Executive Director of the Company for a period of five years with effect from 1<sup>st</sup> September, 2013, and his appointment period is completed on 31<sup>st</sup> August, 2018.

The management now proposes to re-appoint him as Whole Time Director (designated as Executive Director) for further period of five years with effect from 1<sup>st</sup> September, 2018 without remuneration. Mr. Gautam N. Jajodia is Bachelor of Commerce and Master in Business Administration. He has a wide experience in business administration

The Nomination and Remuneration Committee at its meeting held on 28<sup>th</sup> July, 2018 has approved and recommended his re-appointment. In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member proposing his candidature. He holds 8,375 shares.

Except Mr. Gautam Nandkishore Jajodia and his relatives, none of other Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in the proposed resolution as set out in the Notice.

Item No. 5

The Company had, pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and Rules framed thereunder and the erstwhile Clause 49 of the Listing Agreement entered with the Stock Exchanges, appointed Mr. Rajendra Chiranjilal Saraf, as Non-Executive Independent Director at the 49<sup>th</sup> Annual General Meeting of the Company held on 15<sup>th</sup> September, 2014, for a period of 5 (five) consecutive years with effect from 15<sup>th</sup> September, 2014 which period will be expiring on 14<sup>th</sup> September, 2019.

Pursuant to Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a Special Resolution by the Company.

The Nomination and Remuneration Committee has recommended the re-appointment of Mr. Rajendra Chiranjilal Saraf, as Independent Director from 15<sup>th</sup> September, 2019 to 31<sup>st</sup> March, 2024.

Mr. Rajendra Chiranjilal Saraf, Independent Director of the Company, has given a declaration that he meets the criteria of Independence as provided under section 149(6) of the Companies Act, 2013 and under the Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations, 2015] and also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. In the opinion of the Board, Mr. Rajendra Chiranjilal Saraf fulfils the conditions as specified in the Companies Act, 2013 and the Rules framed thereunder and Listing Regulations, 2015, for re-appointment as Independent Director and he is independent of the management.

In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member proposing the candidature of Mr. Rajendra Chiranjilal Saraf.

The draft terms and conditions of re-appointment of the Mr. Rajendra Chiranjilal Saraf, as a Non-Executive Independent Director shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

**3P LAND HOLDINGS LIMITED**  
(Formerly known as Pudumjee Industries Limited)

Mr. Rajendra Chiranjilal Saraf is a businessman of repute and has experience in business and administration. He holds Nil shares of the Company as on 31<sup>st</sup> March, 2019. Keeping in view of his experience, it will be in the interest of the Company that Mr. Rajendra Chiranjilal Saraf is re-appointed as an Independent Director. Accordingly, the Board recommends the Special Resolution as set out in the Notice for approval of the members.

Except Mr. Rajendra Chiranjilal Saraf and his relative(s) none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in proposed Special Resolution as set out in the Notice.

Item No. 6

The Company had, pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and Rules framed thereunder and the erstwhile Clause 49 of the Listing Agreement entered with the Stock Exchanges, appointed Mr. Arvind Kumar Somany, as Non-Executive Independent Director at the 49<sup>th</sup> Annual General Meeting of the Company held on 15<sup>th</sup> September, 2014, for a period of 5 (five) consecutive years with effect from 15<sup>th</sup> September, 2014 which period will be expiring on 14<sup>th</sup> September, 2019.

Pursuant to Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a Special Resolution by the Company.

The Nomination and Remuneration Committee has recommended the re-appointment of Mr. Arvind Kumar Somany, as Independent Director from 15<sup>th</sup> September, 2019 to 31<sup>st</sup> March, 2024.

Mr. Arvind Kumar Somany, independent Director of the Company, has given a declaration that he meets the criteria of independence as provided under section 149(6) of the Companies Act, 2013 and under the Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations, 2015] and also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. In the opinion of the Board, Mr. Arvind Kumar Somany fulfils the conditions as specified in the Companies Act, 2013 and the Rules framed thereunder and Listing Regulations, 2015, for re-appointment as Independent Director and he is independent of the management.

In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member proposing the candidature of Mr. Arvind Kumar Somany.

The draft terms and conditions of re-appointment of the Mr. Arvind Kumar Somany, as a Non-Executive Independent Director shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

Mr. Arvind Kumar Somany is a businessman of repute and has experience in business and Finance. He holds Nil shares of the Company as on 31<sup>st</sup> March, 2019. Keeping in view of his experience, it will be in the interest of the Company that Mr. Arvind Kumar Somany is re-appointed as an Independent Director. Accordingly, the Board recommends the Special Resolution as set out in the Notice for approval of the members.

Except Mr. Arvind Kumar Somany and his relative(s) none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in proposed Special Resolution as set out in the Notice.

Item No. 7

The Company proposes to sell 1,70,58,769 equity shares of ₹ 1 each held by the Company in Pudumjee Paper Products Limited to AMJ Land Holdings Limited or any other related party within Promoters Group through Stock Exchange platform at a price in accordance with the SEBI Regulations, in one or more tranches.

The Audit Committee and Board of Directors of the Company at its meeting held on 23<sup>rd</sup> May, 2019 had already approved the said proposed transaction subject to the approval of Shareholders of the Company at the ensuing Annual General Meeting of the Company.

Pursuant to the Section 188 and other applicable provisions of the Companies Act, 2013 and also the provisions of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 require approval of the shareholders by way of Ordinary Resolution for all material related party transactions. Therefore, the Board recommends the Ordinary Resolution as set out in the AGM Notice for approval of Shareholders.

Additional information:

Name of related Party	Pudumjee Paper Products Limited AMJ Land Holdings Limited
Material terms and particulars of contract or arrangement/ Nature of transaction	Sale of 1,70,58,769 equity shares of Pudumjee Paper Products Limited to AMJ Land Holdings Limited or any other related party within Promoters Group through Stock Exchange platform at a price in accordance with the SEBI Regulations, in one or more tranches.
Name of Director or Key Managerial Personnel, who is interested, if any and Nature of Relationship	<ul style="list-style-type: none"> <li>• Mr. Arun Kumar Jatia is Promoter and relative of Ms. Vasudha Jatia, Director of 3P Land Holdings Limited.</li> <li>• Mr. Arun Kumar Jatia is Promoter of Pudumjee Paper Products Limited and AMJ Land Holdings Limited and hold position of Director ship in both the Companies.</li> <li>• Mr. Arun Kumar Jatia, along with relatives hold more than 2% of paid up share capital of Pudumjee Paper Product Limited, 3P Land Holdings Limited and in AMJ Land Holdings Limited.</li> </ul>
Any other information relevant or important for the members to take decision on the proposed resolution	NIL

The proceeds of the sale of shares will be utilized for the business of the Company including for reducing debt. The Board is therefore, of the opinion that the aforesaid resolution is in the interest of the Company and its members and hence recommends the resolution for your approval.

None of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested monetarily or otherwise, in the proposed ordinary resolution as set out in the Notice.

**Item No. 8**

Section 188 and other applicable provisions of the Companies Act, 2013 and also the provisions of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 require approval of the shareholders by way of Ordinary Resolution for acquisition/purchase of shares of Pudumjee Plant Laboratories Limited, a Promoter Group company being related party. It is proposed to purchase 16,26,506 Zero Percent Non Cumulative Redeemable Preference Shares [including for conversion into equity shares at the option of issuer] of ₹ 10 each in one or more tranches from Chem Mach Private Limited for a consideration at face value of ₹ 10/- each. The Audit Committee and Board of Directors had already approved the proposed transaction at their meeting held on 23<sup>rd</sup> May, 2019 subject to the approval of Shareholders of the Company at the ensuing Annual General Meeting of the Company.

**3P LAND HOLDINGS LIMITED**  
(Formerly known as Pudumjee Industries Limited)

Additional information:

Name of related Party	Pudumjee Plant Laboratories Limited Chem Mach Private Limited
Material terms and particulars of contract or arrangement/Nature of transaction	Purchase of 16,26,506 Zero Percent Non Cumulative Redeemable Preference Shares [including for conversion into equity shares at the option of issuer] of ₹ 10 each of Pudumjee Plant Laboratories Limited, in one or more tranches from Chem Mach Private Limited.
Name of Director or Key Managerial Personnel, who is interested, if any and Nature of Relationship	<ul style="list-style-type: none"> <li>• Mr. Arun Kumar Jatia is Promoter and relative of Ms. Vasudha Jatia, Director of 3P Land Holdings Limited.</li> <li>• Mr. Arun Kumar Jatia is Promoter of Pudumjee Plant Laboratories Limited and Chem Mach Private Limited and 3P Land Holdings Limited.</li> </ul> <p>Mr. Arun Kumar Jatia holds directorship in Pudumjee Plant Laboratories Limited and in Chem Mach Private Limited.</p> <ul style="list-style-type: none"> <li>• Mr. Arun Kumar Jatia, along with relatives hold more than 2% of paid up capital of Pudumjee Paint Laboratories Limited, 3P Land Holdings Limited and in Chem Mach Private Limited.</li> </ul>
Any other information relevant or important for the members to take decision on the proposed resolution	NIL

The Company holds 27.11% of equity shares in Pudumjee Paint Laboratories Limited and 27.11% of shares are also held by other listed Companies. Although, the networth of Pudumjee Paint Laboratories Limited is negative by ₹ 30 crores, it has a land admeasuring about 24 acers at village near Hinjewadi, Pune. The Preference Shares were initially issued to Chem Mach Privated Limited, a Promoter controlled company and now proposed to held by the shareholders in proportionate to their, shareholding in Pudumjee Paint Laboratories Limited. The Shares were issued to finalise settlement of land dispute with a third party.

The Board is therefore, of the opinion that the aforesaid resolution is in the interest of the Company and its members and hence recommends the resolution for your approval.

None of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetorily or otherwise, in the proposed ordinary resolution as set out in the Notice.

**Item No. 9**

The provisions of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligatons And Disclosure Requirements) Regulations, 2015 provide that, all material related party transactions shall require approval of the shareholders.

In compliance with the above provisions, the agreements already entered into, the transactions to be continued with the parties as specified in the proposed special resolution and proposed agreements/arrangements to be entered into are placed for your approval. It may be noted that, related parties shall abstain from voting on such resolutions whether the entity is a related party to the particular transaction or not.

## ANNUAL REPORT 2018-2019

Pudumjee Paper Products Limited (PPPL), AMJ Land Holdings Ltd.(AMJLAND), Thacker and Company Limited (TCL), Pudumjee Plant Laboratories Ltd. (PPLL) and Chem Mach Private Limited (CHEMMACH) are related parties by virtue of below mentioned criteria:

Name of the Related Party	Nature of Transaction(s)	Aggregate Amount (₹)	Interested Director
Pudumjee Paper Products Limited	Arrangement/Contract/ Agreement for accepting/ providing Inter Corporate Deposits.	Amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a.	Mr. A. K. Jatia along with his relatives holds more than 2% of paid up share capital of the Company
	Arrangement for accepting Common Services, such as telephone, electricity, computer etc.	About ₹ 15.00 Lakhs for each financial year on cost basis	
AMJ Land Holdings Limited	Arrangement/Contract/ Agreement for accepting/ Providing Inter Corporate Deposits.	An amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs. Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a.	Mr. A. K. Jatia along with his relatives holds more than 2% of paid up share capital of the Company
Thacker And Company Limited	Arrangement/Contract/ Agreement for accepting/ Providing Inter Corporate Deposits.	An amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs. Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a.	Mr. A. K. Jatia along with his relatives holds more than 2% of paid up share capital of the Company
Pudumjee Plant Laboratories Limited	Arrangement/Contract/ Agreement for accepting/ Providing Inter Corporate Deposits.	An amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs. Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a.	Mr. A. K. Jatia along with his relatives holds more than 2% of paid up share capital of the Company
Chem Mach Private Limited	Arrangement/Contract/ Agreement for accepting/ Providing Inter Corporate Deposits.	An amount remaining outstanding during any financial year not exceeding ₹ 4,000 Lakhs. Rate of Interest: Upto 10.00% p.a. but not less than 9.00% p.a.	Mr. A. K. Jatia along with his relatives holds more than 2% of paid up share capital of the Company

Except above, none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in proposed ordinary resolution. The Resolution is recommended by the Board to be passed as a Ordinary Resolution.

### Item No. 10

The Company proposes to provide guarantee, advance, Inter-Corporate Deposits/loans to Pudumje Plant Laboratories Limited, Pudumjee Paper Products Limited, AMJ Land Holdings Limited, Thacker and Company Limited and Chem Mach Private Limited for the purpose of meeting their day to day working capital requirements as and when necessary and if deemed fit by the Board of the Company and they are related parties with respect to the Company by virtue of below mentioned criteria.

**3P LAND HOLDINGS LIMITED**  
(Formerly known as Pudumjee Industries Limited)

Name of the Company	Interested Director
Pudumjee Plant Laboratories Limited	Mr. A. K. Jatia Promoter alongwith his relatives holds more than 2% of paid up share capital of the Company.
Pudumjee Paper Products Limited	Mr. A. K. Jatia Promoter alongwith his relatives holds more than 2% of paid up share capital of the Company.
AMJ Land Holdings Limited	Mr. A. K. Jatia Promoter alongwith his relatives holds more than 2% of paid up share capital of the Company.
Thacker and Company Limited	Mr. A. K. Jatia Promoter alongwith his relatives holds more than 2% of paid up share capital of the Company.
Chem Mach Private Limited	Mr. A. K. Jatia Promoter alongwith his relatives holds more than 2% of paid up share capital of the Company.

The provisions of Section 185 of the Companies Act, 2013, mandate that such Gaurantee, Inter-corporate Deposits/Loans can be granted if a Special Resolution at the General Meeting of shareholders is passed.

The required particulars as per proviso to (a) of Section 185 (2) are given hereunder.

Sr. No.	Name of the Company	Loans amounts/ guarantee proposed to be given by the Company not exceeding ₹	Purpose for which the Inter-Corporate Deposits/Loans/Guarantee is proposed to be utilized.
1.	Pudumjee Plant Laboratories Limited	₹ 40 Crores	To meet day today working capital requirements of the Company.
2.	Pudumjee Paper Products Limited	₹ 40 Crores	To meet day today working capital requirements of the Company.
3.	AMJ Land Holdings Limited	₹ 40 Crores	To meet day today working capital requirements of the Company.
4.	Thacker And Company Limited	₹ 40 Crores	To meet day today working capital requirements of the Company.
5.	Chem Mach Private Limited	₹ 40 Crores	To meet day today working capital requirements of the Company.

Except Mr. A. K. Jatia and his relatives, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested monetarily or otherwise in the proposed Special Resolution. The Resolution is recommended by the Board to be passed a Special Resolution.

By Order of the Board of Directors,  
**3P Land Holdings Ltd.**  
[Formerly known as Pudumjee Industries Ltd.]

**J. W. Patil**  
Company Secretary

**Registered Office:**  
Thergaon, Pune - 411 033  
Tel: +91-20-40773333, Fax : +91-20-40773388  
CIN: L74999MH1999PLC013394  
Web Site: www.pudumjeeindustries.com. Email: sk@pudumjee.com  
Dated: 23<sup>rd</sup> May, 2019

## ANNEXURE TO AGM NOTICE.

The Statement of Disclosures pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings is as under:

Name of the Director	Mr. Gautam N. Jajodia	Mr. R. C. Saraf	Mr. A. K. Somany
DIN	00064611	00161412	00024903
Date of Birth	04.08.1971	02.08.1954	04.11.1955
Qualification	B.Com, MBA	B. Com	BSc, MIMA
Brief Resume and Expertise in specific functional area of the Director	Experience in business and administration	Experience in business and administration	Experience in business and finance
Date of first appointment in the current designation	01-09-2013	15-09-2014	15-09-2014
Shareholding in the Company	8,375	Nil	Nil
Directorships in other Companies	<u>Listed Companies</u> Nil  <u>Unlisted Companies</u> 1. Púdmjee Investment and Finance Co. Ltd. 2. Suma Commercial Private Limited 3. Chem Mach Private Limited	<u>Listed Companies</u> 1. Remi Edelstahl Tubulars Ltd. 2. Remi Process Plant and Machinery Limited 3. Remi Electrotechnik Ltd.  <u>Unlisted Companies</u> 1. Calplus Trading Private Limited 2. Remi Bubna Realtors LLP (Designated Partner)	<u>Listed Companies</u> 1. Soma Textiles & Industries Ltd.  <u>Unlisted Companies</u> 1. KGPL Industries & Finvest Pvt. Ltd.
Memberships/Chairmanships of Committees of other Companies *	<u>Listed Companies</u> Nil	<u>Listed Companies</u> 1. Remi Edelstahl Tubulars Ltd. Audit Committee-Member 2. Remi Process Plant and Machinery Limited Audit Committee-Member	<u>Listed Companies</u> Nil
Inter se relationship between Directors and other Key Managerial Personnel	He is related with Ms. Vasudha Jatia Director and not with other Key Managerial Personnel	He is not related with any other Director and Key Managerial Personnel	He is not related with any other Director and Key Managerial Personnel
Number of Meetings of the Board attended during the financial year 2018-19	5	4	2
Details of remuneration last drawn during the financial year 2018-19	Nil	₹ 11,000/-	₹ 5,000/-

\* Committees considered are Audit Committee and Stakeholders Relationship Committee



**3P LAND HOLDINGS LIMITED**  
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Information pursuant to the requirements of paragraph (B) (iv) of Section II of Schedule V to the Companies Act, 2013 concerning remuneration payable to Mr. Gautam Nandkishore Jajodia, the Whole-time Director are furnished herein below:

<b>I. GENERAL INFORMATION:</b>		
Nature of Industry	Real Estate	
Date or expected date of commencement of commercial production	-	
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable	
Financial performance based on given indicators	Year ending 31 <sup>st</sup> March, 2019 (₹ in Lakhs)	
	Effective Capital	₹ 127
	Turnover	₹ 25.26
	Profit Before Tax	₹ (50.10)
	Profit after Tax	₹(20.10)
	Dividend	NIL
	Reserves (excluding revaluation reserve)	₹ 2,782.91
Foreign investments or collaborators, if any.	Not Applicable	
<b>II. INFORMATION ABOUT THE APPOINTEE:</b>		
Name of the Appointee	Mr. Gautam Nandkishore Jajodia	
Background details	Mr. Gautam Nandkishore Jajodia is a Director since 2001 and the Board of Directors had last appointed him as Executive Director of the Company for a period of five years with effect from 1 <sup>st</sup> September, 2013, and his appointment period is completed on 31 <sup>st</sup> August, 2018. The management now proposes to re-appoint him as Whole Time Director (designated as Executive Director) for further period of five years with effect from 1 <sup>st</sup> September, 2018 without remuneration. Mr. Gautam N. Jajodia is Bachelor of Commerce and Master in Business Administration. He has a wide experience in administration. The Nomination Committee at its meeting held on 28 <sup>th</sup> July, 2018 has approved and recommended his appointment. In terms of section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member proposing his candidature.	
Past remuneration	NIL	
Recognition or awards	NIL	
Job profile and his suitability	Mr. Gautam N. Jajodia is Executive Director and is in charge of Company's commercial and administrative matters and performs such other duties and services and exercises such further powers as are from time to time, entrusted to him by the Board of Directors. He is also a Chairman of the Company.	
Remuneration proposed	NIL	
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Not Applicable	
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Gautam N. Jajodia holds 8,375 equity shares of the Company.	
<b>III. Other Information:</b>		
Reasons of loss or inadequate profits	Not Applicable as Nil remuneration is payable.	
Steps taken or proposed to be taken for improvement	Not Applicable	
Expected increase in productivity and profits in measurable terms.	Not Applicable	
IV. Disclosures:	As indicated above Under II "INFORMATION ABOUT THE APPOINTEE."	



## 3P LAND HOLDINGS LIMITED

[Formerly known as Pudumjee Industries Limited]

CIN:-L74999MH1999PLC013394

Registered Office:Thergaon, Chinchwad, Pune-411033

Tel: +91-20-40773333, Fax: +91-20-40773388

E-Mail: sk@pudumjee.com.

### ATTENDANCE SLIP

Please complete and sign this attendance slip and handover at the entrance of the meeting hall.

I hereby record my presence at the 54<sup>th</sup> Annual General Meeting of the Company at its Registered Office at Thergaon, Pune 411 033 at 10.00 a.m. (ST) on Monday, the 22<sup>nd</sup> day of July, 2019.

- 1) Name and Address of the sole / first named Shareholder :
- 2) Name of the Joint Holder :
- 3) Folio No./Depository Account No. :
- 4) Name of the Proxy (If any) :
- 5) Number of Shares held :

\_\_\_\_\_  
Signature of Member/Proxy

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management & Administration), Rules, 2014]

Name of the Company : **3P LAND HOLDINGS LIMITED**  
 [Formerly known as Pudumjee Industries Limited]  
 CIN:L74999MH1999PLC013394

Registered office : **THERGAON, PUNE 411 033.**

Name of the Member(s)	:	
Registered address	:	
E-mail Id	:	
Folio No./ Client Id/DPID	:	

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

1. Name : .....  
 Address : .....  
 E-mail Id : .....  
 Signature : ..... or failing him
2. Name : .....  
 Address : .....  
 E-mail Id : .....  
 Signature : ..... or failing him
3. Name : .....  
 Address : .....  
 E-mail Id : .....  
 Signature : ..... or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on our behalf at the 54<sup>th</sup> Annual General Meeting of the Company to be held on Monday, 22<sup>nd</sup> July, 2019 at 10.00 a.m. (ST) at the Registered office of the Company at Thergaon, Pune 411033 and at any adjournment thereof in respect of such resolutions as are indicated below.

Resolution No(s). (Please ✓ at appropriate  below)

	For	Against
1. Adoption of Accounts & Reports of Directors and Auditors	<input type="checkbox"/>	<input type="checkbox"/>
2. Appointment of Director Retiring by rotation	<input type="checkbox"/>	<input type="checkbox"/>
3. Appointment of Auditors	<input type="checkbox"/>	<input type="checkbox"/>
4. Appointment of Whole-Time Directors	<input type="checkbox"/>	<input type="checkbox"/>
5. Appointment of Independent Director Mr. R. C. Saraf.	<input type="checkbox"/>	<input type="checkbox"/>
6. Appointment of Independent Director Mr. A. K. Somany.	<input type="checkbox"/>	<input type="checkbox"/>
7. Approval for sale of investment	<input type="checkbox"/>	<input type="checkbox"/>
8. Approval for purchase of preference shares	<input type="checkbox"/>	<input type="checkbox"/>
9. Consent to the subsisting contracts already entered/to be entered into with Related Parties.	<input type="checkbox"/>	<input type="checkbox"/>
10. Approval under section 185 for loans taken/guarantees given	<input type="checkbox"/>	<input type="checkbox"/>

Signed this.....day of ....., 2019

Signature of shareholder

Signature of Proxy holder(s)

**Note:** This form of proxy, in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

