



LANDMARK
DALMIA GROUP

Landmark Property Development Company Limited
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PROCEEDINGS OF THE 43RD ANNUAL GENERAL MEETING OF THE MEMBERS OF LANDMARK PROPERTY DEVELOPMENT COMPANY LIMITED HELD ON WEDNESDAY, 25TH SEPTMEBR, 2019 AT 9.30 A.M. AT THE GHALIB SEMINAR HALL, AIWAN-E-GHALIB MARG, NEW DELHI -1100 02 .

The following Registers and documents were kept open and accessible to inspection by the Members during the Meeting.

- 1) Minutes Book of General Meetings
- 2) Register of Contracts
- 3) The Register of Directors and Key Managerial Person

ATTENDANCE

198 Members were present in person and 10 Members were present represented by valid proxies.

CHAIRMAN

Shri Gaurav Dalmia, being the Chairman of the Board of Directors, took the chair in accordance with the Article 44 of the Articles of Association.

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

The Chairman further announced that 10 valid proxies had been received. These proxies represented 8,70,55,770 Equity Shares.

The Chairman then, welcomed the members present and introduced the Directors on the Dias.

The Chairman informed the Members present that Ballot papers were to be given at the AGM Venue for those shareholders who have not voted through e - voting to exercise their vote through Poll and informed that Ms. Neelam Gupta, a Practicing Company Secretary, Scrutinizer for the voting was also present at the meeting. He said that results would be announced within 48 hours and the same would be hosted on Company's web site.

**For Landmark Property Development
Company Limited**


Company Secretary

The Chairman also informed the members that Dr. G B Rao, Chairperson of the Stakeholders Relationship Committee and also Chairperson of Nomination and Remuneration Committee was present here to attend the AGM as required u/s 178 (7) of the Companies Act, 2013. Further, Dr. G B Rao, the Chairman of the Audit Committee of the Board and a Financial Expert, was entrusted with the responsibility to attend to the matters relating to clarifications in respect of Financial Statements at 43rd AGM.

The Chairman also informed that the Board had exempted Statutory Auditors of the Company from attending the Annual General Meeting.

It was also informed that Shri Puneet Singh, Company Secretary was present as authorized Representative of Jayant Gupta & Associates, Secretarial Auditor.

Every Resolution was formally proposed and seconded.

The Poll was ordered to be carried out immediately at AGM Venue.

Ordinary Business

Item No. 01 of the Agenda It was "RESOLVED THAT the Audited Balance Sheet of the Company as at 31st March, 2019 and Profit & Loss Account for the year ended on that date along with all the schedules and annexures and reports of Auditors and Directors be and are hereby received, considered and adopted."

Ordinary Resolution was passed with 99.998 % of shares in favour of the resolution.

Item No. 02 of the Agenda It was "RESOLVED THAT Shri Gaurav Dalmia, who retires by rotation and being eligible offers himself for re-appointment be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Ordinary Resolution was passed with 97.540% of shares in favour of the resolution

8 Promoters, being interested, did not vote.

**For Landmark Property Development
Company Limited**



Company Secretary

Special Business

Item No. 03 of the Agenda It was "RESOLVED THAT pursuant to Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) read with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the Members be and is hereby accorded for re-appointment of Shri G B Rao (DIN: 00493992), who has attained the age of 75 years or above, as an Independent Non Executive Director , not liable to retire by rotation, for a period of three years i.e. from the conclusion of 43rd Annual General Meeting in 2019 to the conclusion of 46th Annual General Meeting in 2022."

Special Resolution was passed with 99.997% of shares in favour of the resolution.

Item No. 04 of the Agenda It was "RESOLVED THAT pursuant to Sections 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) read with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the Members be and is hereby accorded for re-appointment of Shri H. C. Dua (DIN: 00589075), who has attained the age of 75 years or above, as an Independent Non Executive Director, not liable to retire by rotation for a period of three years i.e. from the conclusion of 43rd Annual General Meeting in 2019 to the conclusion of 46th Annual General Meeting in 2022."

Special Resolution was passed with 99.997% of shares in favour of the resolution.

**For Landmark Property Development
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Company Secretary

Item No. 05 of the Agenda It was "RESOLVED THAT in compliance with applicable provisions of the Companies Act, 2013, Smt.Sharmila Dalmia, Woman Director, shall be liable to retire by rotation."

RESOLVED FURTHER THAT all other terms and conditions of appointment of Smt.Sharmila Dalmia, Woman Director shall remain unchanged."

Ordinary Resolution was passed with **64.810%** of shares in favour of the resolution.

8 Promoters, being interested, did not vote.

Vote of Thanks

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

The Meeting concluded at 9.50 A.M.

Date 25.09.2019

**For Landmark Property Development
Company Limited**



(S.K. Chawla)
Company Secretary