



## 3P LAND HOLDINGS LIMITED

Registered Office

JWP:

08<sup>th</sup> August, 2020

The Manager,  
Listing Department,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001.

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 - 400051.

Scrip Code: 3PLAND

Dear Sir/Madam,

Sub: Submission of Notice of the 55<sup>th</sup> Annual General Meeting of the Company pursuant to the Provision of Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

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We have enclosed the Notice calling the 55<sup>th</sup> Annual General Meeting of the Members of the Company to be held on Monday, 31<sup>st</sup> August, 2020 at 10:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") for your information and record.

The said notice is also available on the website of the Company at [www.pudumjeeindustries.com](http://www.pudumjeeindustries.com).

Thanking you,

Yours faithfully,  
For **3P LAND HOLDINGS 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:-27AAACP0487B1ZQ

**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 Fifth Annual General Meeting of the Shareholders of **3P LAND HOLDINGS LIMITED** will be held on Monday, the 31<sup>st</sup> day of August, 2020 at 10:00 a.m. (ST) through Video Conference ("VC")/Other Audio Visual means ("OAVM") without physical presence of shareholders at a common venue, to transact the following businesses:

## ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2020, namely the Audited Balance Sheet as at 31<sup>st</sup> March, 2020, 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 Ms. Vasudha Jatia (DIN: 06725426), who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of Statutory Auditors' and fix their remuneration 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 & Company, Chartered Accountants (Firm Registration No.100130W) 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 (55<sup>th</sup>) Annual General Meeting, till the conclusion of next (56<sup>th</sup>) 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 an Ordinary Resolution:

"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, 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 undernoted subsisting contracts/arrangement marks 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 (₹)	Duration of Agreement/ Contract
Pudumjee Paper Products Limited	Arrangement/Contract/ Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceeding ₹ 4,000 Lakhs  Rate of Interest: Upto 12.00% p.a. but not less than 10.00% p.a.	Repayable On Demand  Continuous Arrangement
	To avail the Common Services, (Such as telephone, electricity, computer etc.)	About ₹ 15.00 Lakhs for each financial year on cost basis	Continuous Arrangement
	Leave and license Agreement for giving portion approximately 4.6 acres of land located at Thergaon, Pune- 411 033 for the purpose of carrying of business.	Monthly license fee of ₹ 2,00,000/- (Plus applicable Taxes if any) plus a one time increase not exceeding 5% after 1 year during the license period as may be mutually agreed between the parties.	5 years commencing from 1 <sup>st</sup> February 2021 to 31 <sup>st</sup> January 2026.



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Name of the Related Party	Nature of Transactions	Aggregate Amount (₹)	Duration of Agreement/ Contract
AMJ Land Holdings Limited	Arrangement/Contract/ Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceed ₹ 4,000 Lakhs  Rate of Interest : Upto 12.00% p.a. but not less than 10.00% p.a.	Repayable On Demand  Continuous Arrangement
Thacker And Company Limited	Arrangement/Contract/ Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceed ₹ 4,000 Lakhs  Rate of Interest: Upto 12.00% p.a. but not less than 10.00% p.a.	Repayable On Demand  Continuous Arrangement
Pudumjee Plant Laboratories Limited	Arrangement/Contract/ Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceed ₹ 4,000 Lakhs  Rate of Interest: Upto 12.00% p.a. but not less than 10.00% p.a.	Repayable On Demand  Continuous Arrangement
Chem Mach Private Limited	Arrangement/Contract/ Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceed ₹ 4,000 Lakhs  Rate of Interest: Upto 12.00% p.a. but not less than 10.00% 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".

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 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 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:



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Sr. No.	Name of the Company	Amount not exceeding ₹	Rate of Interest p.a.	Commission for Corporate Guarantee p.a.	Term
1.	Pudumjee Plant Laboratories Limited	₹ 40 Crores	Upto 12.00% p.a. but not less than 10.00 % p.a.	Nil	Repayable on demand
2.	Pudumjee Paper Products Limited	₹ 40 Crores	Upto 12.00% p.a. but not less than 10.00 % p.a.	Nil	Repayable on demand
3.	AMJ Land Holdings Limited	₹ 40 Crores	Upto 12% p.a. but not less than 10.00 % p.a.	Nil	Repayable on demand
4.	Thacker And Company Limited	₹ 40 Crores	Upto 12.00% p.a. but not less than 10.00 % p.a.	Nil	Repayable on demand
5.	Chem Mach Private Limited	₹ 40 Crores	Upto 12.00% p.a. but not less than 10.00 % p.a.	Nil	Repayable on demand

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize, sanction and disburse the said loan(s), guarantee(s) 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".

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

"RESOLVED THAT pursuant to the provision of Section 149 and 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) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Mr. Romie Shivhari Halan (DIN:02816976), who has submitted a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and that he is eligible for appointment be and is hereby appointed as a Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years with effect from 1<sup>st</sup> September, 2020 to 31<sup>st</sup> August, 2025.

**Notes:**

- 1) The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 in respect of the above Item Nos. 4 to 6 is annexed hereto.
- 2) In view of the continuing Covid-19 pandemic and restrictions on the movements apart from social distancing, the Ministry of Corporate Affairs ("MCA") has vide its circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12<sup>th</sup> May, 2020 permitted holding of the Annual General Meeting of companies through Video Conferencing or Other Audio Visual Means ("VC" or "OAVM"), without the physical presence of the Shareholders at a common venue.
- 3) In compliance with the applicable provisions of the Companies Act, 2013 read with the MCA Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 55<sup>th</sup> Annual General Meeting of the Company is being conducted through Video Conferencing ("VC") (hereinafter referred to as "AGM" or



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"e-AGM"). The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the e-AGM.

- 4) e-AGM: The Company has appointed National Securities Depository Limited (NSDL) to provide Video Conferencing facility for the e-AGM.
- 5) PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. THEREFORE, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE E-AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.
- 6) Institutional Shareholders / Corporate Shareholders (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution/Authority letter, etc., authorising its representative to attend the e-AGM on its behalf and to vote through remote e-voting or during the e-AGM. The said Board Resolution/Authorisation shall be sent to the Scrutinizer through registered e-mail address to [sunnywarghade@gmail.com](mailto:sunnywarghade@gmail.com), with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- 7) The Members can join the e-AGM through Video Conferencing 15 minutes before and after the scheduled time of the commencement of the e-AGM by following the procedure mentioned in the Notice. The facility of participation at the e-AGM through VC will be available for 1,000 members on a first-Come First-served basis as per the MCA Circular. However, this restriction shall not apply to Large Shareholders (Shareholders holding 2% or more Shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
- 8) The Members attending the AGM through Video Conferencing shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 9) In compliance with the aforesaid MCA Circulars and SEBI Circular dated 12<sup>th</sup> May, 2020, Notice of the e-AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice calling the AGM and the Annual Report 2019-20 will also be available on the Company's website [www.pudumjeeindustries.com](http://www.pudumjeeindustries.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- 10) Since the AGM will be held through VC, the Route Map is not annexed in this Notice.
- 11) Members seeking any information with regard to the account or any matter to be placed at the AGM, are requested to write to the Company mentioning their name, demat account number/folio number, email id, mobile number on or before 22<sup>nd</sup> August, 2020 through email on [sk@pudumjee.com](mailto:sk@pudumjee.com) / [jagdish.patil@pudumjee.com](mailto:jagdish.patil@pudumjee.com). The same will be replied by the Company suitably.
- 12) The Register of Members and Transfer Books of the Company will be closed from Friday, the 21<sup>st</sup> day of August, 2020 to Monday, the 31<sup>st</sup> day of August, 2020 (both days inclusive).
- 13) Members are requested to write/intimate to Company's Registrar and Share Transfer Agents, changes in their registered addresses, profile details, if any, for sending future communication(s), any query in connection with claiming the unclaimed and unpaid dividends, etc.
- 14) Documents referred to in the Notice and the explanatory statement shall be available for inspection by the Members through e-mail. The Members are requested to send an e-mail to [jagdish.patil@pudumjee.com](mailto:jagdish.patil@pudumjee.com) for the same.



- 15) Register of Directors and Key Managerial Personnel and their Shareholding, and register of contracts or arrangement in which directors are interested will be available for inspection by the Members through email. The members are requested to send an email to [jagdish.patil@pudumjee.com](mailto:jagdish.patil@pudumjee.com) for the same.
- 16) As per Regulation 40 of the SEBI Listing Regulations, as amended securities of listed companies can be transferred only in dematerialised form with effect from 01<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, Members holding shares in physical form are requested to convert their holdings to dematerialised form. Members can contact with the Company or Company's Registrar and Share Transfer Agent for assistance in this regard.
- 17) As per the provisions of the Companies Act, 2013, facility for making nominations is available to the members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Share Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.
- 18) Further pursuant to Rule 18(1) of the Companies (Management and Administration) Rules, 2014, the Company needs 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 the shares of the Company in dematerialized form and already registered your e-mail address, 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 registered their e-mail address can request the Company to receive Notices of General Meeting/Postal Ballot, Annual Report and other shareholders communication by electronic mode by registering their valid e-mail address with the Company / Registrar and Share Transfer Agents.

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 Private Limited , (in case of Shares held in physical form).

- 19) Instructions for voting through e-voting and joining the e-AGM as follows:

**A. Voting through electronic means:**

- Pursuant to provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and the Companies (Management and Administration) Rules, 2016 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members facility to exercise their right to vote on all resolutions set forth in this Notice through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") will be provided by NSDL appointed for the purpose by the Company as authorised agency. Remote e-voting is optional.
- The Remote e-voting period commences on Friday, the 28<sup>th</sup> August, 2020 (9.00 a.m. IST) and ends on Sunday, the 30<sup>th</sup> August, 2020 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on 24<sup>th</sup> August, 2020, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- The Member who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast vote again.
- The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on 24<sup>th</sup> August, 2020.



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**The detailed instructions for remote E-Voting are as under:**

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

**Details on Step 1 are mentioned below:**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox from [evoting@nsdl.com](mailto:evoting@nsdl.com). Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii) In case you have not registered your email address with the Company/Depository, please follow instructions mentioned below in this notice.



6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, click on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Details on Step 2 are given below:**

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the company
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**B. Voting at the e-AGM:**

1. The procedure for e-Voting on the day of the e-AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/Shareholders, who will be present in the e-AGM through Video Conferencing facility and have not casted vote through remote e-Voting are eligible to vote through e-Voting in the e-AGM.
3. However, Members/Shareholders, who have voted through Remote e-Voting will be eligible to attend the e-AGM.



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#### C. General guidelines for Members:

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nSDL.com](http://www.evoting.nSDL.com) to reset the password.
2. In case of any queries relating to e-voting you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nSDL.com](http://www.evoting.nSDL.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nSDL.co.in](mailto:evoting@nSDL.co.in)

In case of any grievances in connection with the facility for e-voting, please contact with Ms. Megha Malviya, Assistant Manager, NSDL, e-mail: [megham@nSDL.co.in](mailto:megham@nSDL.co.in) Tel.: 022-42165335 / Toll free no.: 1800-222-990 4<sup>th</sup> Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.

#### Process for registration of email address for obtaining Annual Report and user id / password for e-voting:

Physical Holding	Send a request to the Registrar and Share Transfer Agent of the Company, Satellite Corporate Services Private Limited at <a href="mailto:service@satellitecorporate.com">service@satellitecorporate.com</a> providing Folio Number, Name of Shareholder, scanned copy of the Share Certificate (front and back side), PAN (self attested scanned copy of PAN Card), AADHAR (self attested scanned copy of Aadhar Card) for registering e-mail address.
Demat Holding	Please contact with your Depository Participant (DP) and register your email address, as per the process advised by your DP.

#### D. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be able to attend the AGM through VC/OAVM or view the live webcast of AGM provided by NSDL at <https://www.evoting.nSDL.com> by using their remote e-voting login credentials and selecting the EVEN for Company's AGM.

Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further Members can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.



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5. Members who would like to express their views/have questions with regard to accounts or any matter to be placed before AGM are requested to write to the company mentioning their name, DP ID and Client ID/Folio Number, Mobile Number at [sk@pudumjee.com](mailto:sk@pudumjee.com) / [jagdish.patil@pudumjee.com](mailto:jagdish.patil@pudumjee.com) on or before 22<sup>nd</sup> August, 2020. Members may also ask their questions at the meeting by using the chat box facility. The questions received will be replied at AGM or replied individually through email as may be decided by the chairman.
6. In case of any queries connected with attending AGM through VC, please contact with Ms. Megha Malviya, Assistant Manager, NSDL, e-mail: [megham@nsdl.co.in](mailto:megham@nsdl.co.in) Tel.: 022-42165335 / Toll free no.: 1800-222-990 4<sup>th</sup> Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.

### E. Other Instructions:

1. Mr. Sunny Warghade, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process and voting at the e-AGM in a fair and transparent manner.
2. The Scrutinizer shall, immediately after the conclusion of voting at the e-AGM, 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 of the Company and make, not later than 48 hours from the conclusion of the meeting, a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman of the Company, who shall countersign the same.
3. The results declared alongwith the Scrutiniser's Report shall be placed on the Company's website [www.pudumjeeindustries.com](http://www.pudumjeeindustries.com) and on the website of NSDL <https://www.evoting.nsdl.com> and communicated to the Stock Exchanges.

By Order of the Board of Directors,  
**3P Land Holdings Ltd.**

**J. W. Patil**  
Company Secretary

### Registered Office:

Thergaon, Pune - 411 033  
Tel: +91-20-30613333, Fax : +91-20-40773388  
CIN: L74999MH1999PLC013394  
Website: [www.pudumjeeindustries.com](http://www.pudumjeeindustries.com).  
Email: [sk@pudumjee.com](mailto:sk@pudumjee.com)  
Dated: 19<sup>th</sup> August, 2020



### 3P LAND HOLDINGS LIMITED

#### ANNEXURE TO THE NOTICE

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

The following Explanatory statement sets out all material facts relating to items of business as mentioned in item Nos. 4 to 6 under special business in the accompanying Notice dated 01<sup>st</sup> August, 2020 convening the Annual General Meeting.

##### Item No. 4

The provisions of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations 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 ordinary 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.

Pudumjee Paper Products Limited (PPPL), and AMJ Land Holdings Ltd.(AMJLAND) and Thacker and Company Limited (TCL) and 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 Transactions	Aggregate Amount (₹)	Interested Director
Pudumjee Paper Products Limited	Arrangement/Contract/ Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceed ₹ 4,000 Lakhs Rate of Interest: Upto 12.00% p.a. but not less than 10.00% p.a.	Mr. A. K. Jatia along with his relative holds more than 2% of paid up share capital of the Company
	To avail the Common Services (such as telephone, electricity, computer etc.)	About ₹ 15.00 Lakhs for each financial year on cost basis	
	Leave and license Agreement for giving portion approximately 4.6 acres of land located at Thergaon, Pune- 411 033 for the purpose of carrying of business.	Monthly license fee of ₹ 2,00,000/- (Plus applicable Taxes if any) plus a one time increase not exceeding 5% after 1 year during the license period as may be mutually agreed between the parties.	
AMJ Land Holdings Limited	Arrangement/Contract/ Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceed ₹ 4,000 Lakhs. Rate of Interest: Upto 12.00% p.a. but not less than 10.00% p.a.	Mr. A. K. Jatia along with his relative holds more than 2% of paid up share capital of the Company



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<b>Name of the Related Party</b>	<b>Nature of Transactions</b>	<b>Aggregate Amount (₹)</b>	<b>Interested Director</b>
Thacker And Company Limited	Arrangement/Contract / Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceed ₹ 4,000 Lakhs. Rate of Interest: Upto 12.00% p.a. but not less than 10.00% p.a.	Mr. A. K. Jatia along with his relative holds more than 2% of paid up share capital of the Company
Pudumjee Plant Laboratories Limited	Arrangement/Contract/ Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceed ₹ 4,000 Lakhs. Rate of Interest: Upto 12.00% p.a. but not less than 10.00% p.a.	Mr. A. K. Jatia along with his relative holds more than 2% of paid up share capital of the Company
Chem Mach Private Limited	Arrangement/Contract/ Agreement for Providing and accepting Inter Corporate Deposits	Amount remaining outstanding during any financial year shall not exceed ₹ 4,000 Lakhs. Rate of Interest: Upto 12.00% p.a. but not less than 10.00% p.a.	Mr. A. K. Jatia along with his relative holds more than 2% of paid up share capital of the Company

Except above and Ms. Vasudha Jatia, a director being relative 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 at item No. 4 of the Notice is recommended by the Board to be passed as an Ordinary Resolution.

**Item No. 5**

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 deemed fit by the Board of the Company, to these related parties with respect to the Company by virtue of below mentioned criteria.

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



### 3P LAND HOLDINGS LIMITED

The provisions of Section 185 of the Companies Act, 2013, mandates that such Guarantee, 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 to day working capital requirements of the Company.
2.	Pudumjee Paper Products Limited	₹ 40 Crores	To meet day to day working capital requirements of the Company.
3.	AMJ Land Holdings Limited	₹ 40 Crores	To meet day to day working capital requirements of the Company.
4.	Thacker And Company Limited	₹ 40 Crores	To meet day to day working capital requirements of the Company.
5.	Chem Mach Private Limited	₹ 40 Crores	To meet day to day working capital requirements of the Company.

Except above and Ms. Vasudha Jatia, a director being relative 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 at item No. 5 of the Notice is recommended by the Board to be passed as a Special Resolution.

#### Item No. 6

The Company has received a notice dated 29.07.2020 from a shareholder under Section 160 of the Companies Act 2013 stating that his intention to propose at the ensuing Annual General Meeting the candidature of Mr Romie Shivhari Halan to the office of Director of the Company in the capacity of Non-Executive Independent Directors, w.e.f. 1<sup>st</sup> September 2020.

Accordingly on recommendation of Nomination and Remuneration Committee and Board of Directors on 1<sup>st</sup> August, 2020, Mr. Romie Shivhari Halan is proposed to be appointed as an Non Executive Independent Director of the Company for a period of 5 years with effect from 1<sup>st</sup> September, 2020.

Mr. Romie Shivhari Halan (Age - 36 years) is M. B. A. (Marketing and Finance) and is coming from business family and has a wide experience in finance, marketing and business administration.

He does not hold any shares in the Company.

As per the provisions of Companies Act, 2013, the appointment of Independent Director of the Company shall be approved at the meeting of Shareholders. Accordingly it is proposed to approve the appointment of Mr. Romie Shivhari Halan as an Non Executive Independent Director of the Company at this Annual General Meeting. Mr. Romie Shivhari Halan will be entitled to receive sitting fees in the same manner as any other Independent Director is entitled to.

The Company has received the consent letter from Mr. Romie Shivhari Halan to act as Non-Executive Independent Director of the Company and declaration that he is not debarred from holding the office of



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Director by virtue of any SEBI order or any other such authority.

Mr. Romie Shivhari Halan has submitted a declaration of his independent status, as required under Section 149 of the Companies Act, 2013, which has been taken on record by the Board of Directors of the Company.

Considering the qualification, experience and expertise of Mr. Romie Shivhari Halan, the Board of Directors is of the view that appointment of Mr. Romie Shivhari Halan will benefit the Company and recommends the Ordinary Resolution for the approval of the shareholders.

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. Romie Shivhari Halan is not related to any other Director or Key Managerial Personnel of the Company or relative of Director or key managerial personnel.

Mr. Romie Shivhari Halan will be deemed to be concerned or interested in the proposed resolution to the extent of the remuneration by way of sitting fees as an independent director he may receive for attending the meeting.

None of the other directors or key managerial personnel or relatives of director or key managerial personnel are concerned or interested in the proposed resolution.

By Order of the Board of Directors,  
**3P Land Holdings Ltd.**

**J. W. Patil**  
Company Secretary

**Registered Office:**

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Email: [sk@pudumjee.com](mailto:sk@pudumjee.com)

Dated: 1<sup>st</sup> August, 2020



**3P LAND HOLDINGS LIMITED****ANNEXURE TO AGM NOTICE.**

The statement of disclosures pursuant 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	Ms. Vasudha Jatia	Mr. Romie Shivhari Halan
DIN	06725426	02816976
Date of Birth	16.02.1988	07.08.1984
Qualification	Bachelor in Architecture	M. B. A. (Marketing and Finance)
Brief Resume and Expertise in specific functional area of the director	Ms. Vasudha Jatia belongs to a business family. She has experience and expertise in general business administration and management	Mr. Ronie Shivhari Halan belongs to a business family and has wide experience in finance, marketing and business administration.
Date of first appointment in the current designation	21 <sup>st</sup> September, 2015	–
Shareholding in the Company	Nil	Nil
Directorship in other Companies	Listed Companies – Nil Unlisted Companies – Suma Commercial Private limited	Listed Companies: Nil Unlisted Companies: Kanmech Private Limited
Membership/Chairmanships of Committees of other Companies  [Committees considered are Audit Committee and Stakeholders Relationship Committee.]	Nil	Nil
Inter se relationship between Directors and other Key Managerial Personnel	She is not related with any Director or Key Managerial Personnel of the Company	He is not related with any Director or Key Managerial Personnel of the Company
Number of meeting of the Board attended during the financial year 2019-2020	3	Not Applicable
Details of remuneration last drawn during the financial year 2019-2020	₹ 3,500/-	Nil