

SUNTECK REALTY LIMITED



NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the 30th Annual General Meeting of the members of Sunteck Realty Limited will be held at:

Venue : MIG Club, M.I.G Colony, Bandra (East), Mumbai 400051.
Day and Date : Friday, 27th September, 2013
Time : 6.00 p.m.

AGENDA

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2013 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, the Cash Flow Statement, along with the Reports of the Directors and Auditors thereon.
2. To declare Dividend on Equity Share Capital.
3. To appoint a Director in place of Mr. Kishore Vussonji, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. Ramakant Nayak, who retires by rotation and being eligible offers himself for re-appointment.
5. To re-appoint M/S. Lodha & Co., Chartered Accountants, as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company and to authorize the Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

6. To consider and if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT in accordance with the provisions of Section 81(1A) and all other provisions applicable, if any, of the Companies Act, 1956, as amended ("the Act") including any amendments or re-enactment thereof for the time being in force, the provisions of the Memorandum and Articles of Association of the Company, the provisions of the Listing Agreement entered into by the Company with the Stock Exchanges where the shares of the Company are listed, the provisions of Foreign Exchange Management Act, 1999, as amended and guidelines, rules and regulations framed thereunder **and subject to** the applicable statutes, guidelines, regulations, approvals, consents, permissions or sanctions of the Government of India, the Securities and Exchange Board of India, the Reserve Bank of India and any other appropriate authorities, institutions or bodies and such conditions as may be prescribed by any of the concerned authorities while granting any such Approvals, which may be agreed to, in its sole discretion, by the Board of Directors of the Company (hereinafter called the **"Board"** which term shall be deemed to include any Committee thereof), the consent, authority and approval of the Company be and is hereby accorded to the Board to create, offer, issue and allot (including with provisions for reservation on firm and / or competitive basis, of such part of issue and for such categories of persons including employees of the Company as may be permitted), on such occasion(s), in the course of one or more tranches, as may be determined by the Board in the course of one or more public or private offerings in domestic and/or one or more international offering(s)/markets, with or without a green shoe option, equity shares and/or equity shares through depository receipts including American Depository Receipts ("ADRs"), Global Depository Receipts ("GDRs"), Foreign Currency Convertible Bonds ("FCCBs"), Foreign Currency Exchangeable Bonds ("FCEBs"), and/or convertible bonds, convertible debentures/preference shares, fully, partly or optionally, and/or other securities convertible into equity shares at the option of the Company and/or the holder(s) of such securities, and/or securities linked to equity shares and/or securities including non-convertible debentures with or without detachable/non-detachable warrants and/or warrants with a right exercisable by the warrant-holder to subscribe for equity shares and/or any instruments or securities representing either equity shares, secured premium notes, and/or any other financial instruments in equity shares which would be converted into/exchanged with equity shares at a later date, preference shares

convertible or non-convertible and partly or fully paid-up equity/ debt instrument (all of which are hereinafter collectively referred to as "Securities") the relevant date for which shall be either a) date of issuance, or b) date of conversion as allowed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "SEBI Regulations") as the Board at its sole discretion or wherever necessary in consultation with underwriters, merchant bankers, financial advisors or legal advisors may at any time decide, for cash, to any eligible person, including Qualified Institutional Buyers, Foreign/Resident Investors, Institutions/Banks, incorporated bodies, individuals and/or trustees, Foreign Institutional Investors, Mutual Funds, Venture Capital Funds, existing Shareholders or otherwise, whether residents or non-residents and whether or not such investors are members of the Company (collectively referred to as "Investors"), by way of Follow On Public Offer or private placement or issued/allotted through a Qualified Institutional Placement under the SEBI Regulations, or by any one or more or a combination of the above model/methods or otherwise and at such time or times and in one or more tranches, secured or unsecured upto an amount of Rs. 2,000/- (Rupees Two Thousand Crores only) in one or more foreign currency(ies), and on such terms and conditions including the number of Securities to be issued, the face value, rate of interest, redemption period, manner of redemption, amount of premium on redemption, the number of equity share to be allotted on redemption/conversion, the ratio, period of conversion, fixing of record date or book closure, in consultation with the Book Running Lead Managers and/or other Advisors or otherwise, as the Board at its sole discretion may decide ("Issue");

RESOLVED FURTHER THAT such of these Securities to be issued as are not subscribed may be disposed of by the Board thereof in its absolute discretion, in such manner and/or on such terms as it may deem fit including offering or placing them with banks/financial institutions/mutual funds or otherwise, as the Board may in its absolute discretion, may deem fit and proper;

RESOLVED FURTHER THAT in case of QIP, pursuant to Chapter VIII of the ICDR Regulations, 2009, the allotment of Equity Shares/Securities shall only be made to Qualified Institutional Buyers within the meaning of Chapter VIII of ICDR Regulations and such securities shall be fully paid-up and the allotment of such Securities shall be completed within 12 months from the date of this Resolution and the QIP Securities shall not be eligible to be sold for a period of one year from the date of allotment except on a recognized stock exchange or except as may be permitted from time to time by the SEBI Regulations;

RESOLVED FURTHER THAT the Company and/or any agency or body authorized by the Company, may issue receipts/certificates representing the underlying securities and/or Equity Shares issued by the Company with such features and attributes as are prevalent in International Capital Markets for instruments of this nature and provide for the tradability or free transferability thereof as per the domestic/international practices, norms and regulations, and under the norms and practices prevalent in the International Markets;

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot from time to time, such number of Equity Shares at such premium as may be decided by the Board in its absolute discretion, upon conversion of such Securities or as may be necessary in accordance with the terms of the offering, including additional Equity Shares, and all such shares shall rank pari-passu with the existing Equity Shares of the Company in all respects including rights to receive dividend;

RESOLVED FURTHER THAT for the purposes of giving effect to any issue and/or allotment of Equity Shares in the Company or Securities or instruments or Securities representing or convertible into Equity Shares in the Company, the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may at its discretion, deem necessary, appropriate or desirable for such purpose, including, without limitation, determining the form and manner of the issue, the class of investors to whom the Equity Shares/Securities are to be issued and allotted, number of Equity Shares/Securities to be allotted in each tranche, issue price, face value, premium amount on issue/conversion of Securities/exercise of warrants/redemption of Securities, rate of interest, redemption period, to appoint Lead Managers, Merchant Bankers, Global Business Coordinators, Book Runners, Underwriters, Guarantors, Financial and/or Legal Advisors, Depositories, Custodians, Registrars, Trustees, Bankers and all other agencies, to enter into or execute all such agreements/arrangements /MOUs/documents with any such agencies, as may be necessary, to list the Securities and the Equity Shares to be issued on conversion of the said Securities on any Indian and/or Foreign Stock Exchange(s), as it may in its absolute discretion deem fit;

RESOLVED FURTHER THAT the Board be and is hereby authorized to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Equity Shares or Securities and utilization of

the issue proceeds as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise, with the intent that the members shall be deemed to have given their approval thereto expressly by the authority of the aforesaid Resolution;

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or Whole-time Director(s) or any Director(s) or any other Officer(s) of the Company to implement the aforesaid Resolution.”

7. To consider and if thought fit, to pass with or without modification, the following resolution as an **SPECIAL RESOLUTION**:

“**RESOLVED THAT** pursuant to the provisions of Section 198,269,309 and other applicable provisions, if any, of the Companies Act 1956 (“the Act”) and read with schedule XIII of the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in terms of the recommendation of the Remuneration Committee and as approved by the Board of Directors, approval of Members of the Company be and is hereby accorded to the re-appointment of Mr. Kamal Khetan as Managing Director of the Company for a period of five (5) years commencing from 30th May 2013 and on terms and conditions as set out in the Explanatory Statement

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration shall be governed by Section II of Part II of Schedule XIII of the Act or any statutory modification thereof and the same shall be treated as the minimum remuneration payable to the Managing Director.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.”

8. To consider and if thought fit, to pass with or without modification, the following resolution as a **ORDINARY RESOLUTION**:

“**RESOLVED THAT** in partial modification of the resolution passed at the Annual General Meeting held on 18th September, 2012 and pursuant to the provisions of Articles of Association of the Company, Sections 198,269,309, and other applicable Provisions, if any, of the Companies Act, 1956 (“the Act”) as amended or re-enacted from time to time, read with Schedule XIII of the Companies Act 1956, and subject to such approvals as may be necessary, Mr. Jignesh Sanghavi, Executive Director of the Company be paid a remuneration of Rs. 60,00,000/- (Rupees Sixty Lakhs only) per annum or 0.5 % of the Net profits of the Company whichever is higher with effect from 1st April, 2013.

RESOLVED FURTHER THAT Mr. Jignesh Sanghavi shall be subject to retire by rotation.

RESOLVED FURTHER THAT all other terms and conditions of appointment of Mr. Jignesh Sanghavi as approved earlier by the Members at their meeting held on 18th September 2012, shall remain unchanged.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration shall be governed by Section II of Part II of Schedule XIII of the Companies Act, 1956 or any statutory modification thereof and the same shall be treated as the minimum remuneration payable to the Executive Director.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all

necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.”

**By Order of the Board of Directors
FOR SUNTECK REALTY LIMITED**

Mumbai: 30th May 2013

Sd/-
Company Secretary

NOTES:

1. The Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE EFFECTIVE, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. The Register of Members and Share Transfer Books will remain closed from 24th September, 2013 to 27th September, 2013 (both days inclusive).
4. The information required to be provided under the Listing Agreement entered into by the Company with the Stock Exchange regarding the Directors who are proposed to be reappointed is given in the annexure to the Notice.
5. Members whose shareholding(s) are in electronic mode are requested to inform any changes relating to address, bank mandate and Electronic Clearing Services (ECS) details to their respective Depository Participants and in case of physical shares, to the Company's Registrar & Share Transfer Agent **LINK INTIME INDIA PRIVATE LIMITED**, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai 400078.
6. Members are requested to quote their Registered Folio Number or Demat Account Number & Depository Participant (D.P.) ID number on all correspondence with the Company.
7. Members/Proxy holders are requested to bring their copies of the Annual Report to the Annual General Meeting.
8. Members are requested to bring the Attendance Slip sent herewith duly filled for attending the Meeting.
9. Members are requested to send their queries to the Company, if any, on accounts and operations of the Company at least seven days before the meeting so that the same could be suitably answered at the meeting.
10. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/updating their e-mail addresses, in respect of shares held in dematerialised form with their respective Depository Participants and in respect of shares held in physical form with Link In Time India Private Limited.

Explanatory Statement Pursuant to section 173(2) of the Companies Act, 1956, in respect of Special Business set out in Notice:

Item No. 6: The real estate sector is one of the key growth sectors of the Indian economy, which has witnessed a robust growth in the recent past and is expected to sustain reasonable growth momentum on the back of a sustained economic growth.

The Company is one of the leading real estate companies in India having presence in residential, commercial and retail real estate segments either directly or through its subsidiaries/ associates/ joint ventures/ associates and intends to further capitalize on its potential. All these initiatives will require significant outlay of funds over the next 3 –4 years. In order to exploit opportunities in existing businesses and/or explore the scope of any new business opportunities including business acquisitions, capital expenditures, financing new business initiatives, meeting additional working capital requirements arising out of growth in operations, investment in/ loans/ advances to subsidiaries/ joint ventures/ associates and for other corporate purposes, it is necessary for the Company to have access to external funds at different point of times in the future. The Company, therefore, proposes to raise further capital from the domestic or international markets in one or more tranches at an appropriate time.

The resolution in accompanying Notice proposes to create, issue, offer and allot equity shares, Fully / Partly / Optionally Convertible Debentures/Preference shares and/or securities linked to equity shares and/or convertible securities including but not limited to Global Depository Receipts (GDRs) and/or American Depository Receipts (ADRs), Foreign Currency Convertible Bonds (FCCBs), partly or fully paid-up equity/debt instruments as allowed under SEBI (ICDR) Regulations, (hereinafter referred to as "Securities") upto an amount not exceeding Rs. 2,000 Crore inclusive of premium in the course of domestic/ international offerings. Such securities are proposed to be

issued to eligible person including but not limited to resident investors and foreign investors (whether individuals, mutual funds, incorporated bodies, institutions or otherwise), Foreign Financial Institutions and other Qualified Institutional Buyers etc.

The proposed Special Resolution seeks the enabling authorization of the Members to the Board of Directors without the need of any further approval from the Members to undertake to issue securities in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements), Regulation, 2009 as amended from time to time (the "SEBI Regulations"). Pursuant to the above, the Board may, in one or more tranches, issue and allot Equity Shares in the form of Follow-On Public Offer (FPO), Global Depository Receipts (GDRs), and/or American Depository Receipts (ADRs), and/ or External Commercial Borrowings (ECBs) with rights of conversion into shares, and/ or Foreign Currency Convertible Bonds (FCCBs) and/or Optionally or Compulsorily Convertible Redeemable Preference Shares (OCPS/CCPS) convertible into Equity Shares of the Company with voting rights or with differential rights as to voting, dividend or otherwise.

The said allotment by the Board of Directors ('Board') shall be subject to the provisions of the SEBI Regulations (as amended from time to time) including the pricing, which shall be calculated in accordance with the provisions of the SEBI Regulations in consultation with the Merchant Banker.

The relevant date for the determination of applicable price for the issue of the Securities shall be as per the SEBI Regulation which in case of allotment of equity shares will be the date of the meeting in which the board of directors or the committee of directors decides to open the proposed issue and in case of securities which are convertible into or exchangeable with equity shares at a later date will be either the date of the meeting in which the board of directors or the committee of directors decides to open the proposed issue of convertible securities or date on which the holder of such securities becomes entitled to apply for the said equity shares as the case may be. For reasons aforesaid, an enabling resolution is therefore proposed to be passed to give adequate flexibility and discretion to the Board to finalize the terms of the issue. The securities issued pursuant to the offering would be listed on the Stock Exchanges on which the Company is listed.

The offerings of the Securities may require appointment of Merchant Bankers, Underwriters, Legal Advisors and Experts or such other Authority or Authorities to advise the Company especially in relation to the pricing of the Securities. The detailed terms and conditions of the Issue as and when made will be determined in consultation with the Merchant Bankers, Lead Managers, Advisors, Underwriters and other Experts in accordance with the terms of approval of the Government of India, Reserve Bank of India, SEBI and such other authorities as may be required.

Section 81(1A) of the Companies Act, 1956, provides, inter alia, that where it is proposed to increase the Subscribed Share Capital of the Company by allotment of further shares, such further shares shall be offered to the persons who at the date of the offer are holders of the Equity Shares of the Company, in proportion to the capital paid up on those shares as of that date unless the shareholders decide otherwise by way of a Special Resolution. The Listing Agreements executed by the Company with various Stock Exchanges also provide that the Company shall issue or offer in the first instance all Securities to the existing equity shareholders of the Company unless the shareholders decide otherwise.

The proposed Special Resolution gives (a) adequate flexibility and discretion to the Board to finalise the terms of the issue, in consultation with the Lead Managers, Underwriters, Legal Advisors and Experts or such other authority or authorities as required to be consulted including in relation to the pricing of the issue in accordance with the normal practice and (b) powers to issue and market any securities issued including the power to issue such Securities in such tranche or tranches.

Accordingly, the consent of the Members is being sought, pursuant to the provisions of Section 81(1A) and other applicable provisions of the Companies Act, 1956, and SEBI (ICDR) Regulations, and in terms of the provisions of the Listing Agreements, to issue and allot securities as stated in the Special Resolution.

The proposed issue of Securities is in the interest of the Company and your Directors recommend the passing of the resolution under this item as a Special Resolution.

None of the Directors of the Company is interested or concerned in the Resolution set out in Item No. 6 of the Notice.

Item No. 7 : Subject to necessary approval from the Members in the General Meeting, the Board of Directors of the Company in its Meeting held on 30th May 2013, re-appointed Mr. Kamal Khetan as Managing Director of the Company for a further period of five years with effect from 30th May 2013.

Mr. Kamal Khetan is a 'first generation entrepreneur' and founder of 'Sunteck' group in the year 1999. He has more than two decades of experience in the real estate and construction sector. He is involved in the formulation of corporate strategy and planning and overall execution and management of the Company. He is also involved in the growth and diversification plans of the Company. Mr. Kamal Khetan has an engineering degree in Electronics and Communications from Mangalore University. He is a member of the prestigious Young Presidents' Organization and is also on the Council of Governors Board of APREA. He is also a MRICS (Royal Institute of Chartered Surveyors). His overall experience, exposure and contrarian view has helped the Company in differentiating itself and its product offerings from competitors. He is a man of prudence and vision as highlighted with the first one to anticipate opportunity in the residential space in India's most promising commercial hub i.e. Bandra Kurla Complex, Mumbai. Mr. Kamal Khetan is highly valued for his professional deliverance and warmth. He has also earned a well deserved status amongst distinguished clients and business associates globally.

TERMS AND CONDITIONS OF APPOINTMENT OF Mr. Kamal Khetan AS THE MANAGING DIRECTOR:

- 1) The Managing Director will be paid a Total remuneration of Rs.1,00,00,000/- (Rupees One Crore only) p.a. or 2% of Net profits whichever is higher for the FY 2013-14.
- 2) In addition to above, he shall be entitled to following :
 - a) Rent free furnished accommodation.
 - b) Membership of clubs (as per Company's rules).
 - c) Use of Car, Telephone and Mobile as per the Company's rule.
 - d) Medical Reimbursement: Medical expenses incurred for self and Family.
 - e) Increment for each year shall be determined by the Remuneration Committee which shall be subject to the approval of Board and members at the General Meeting.
 - f) Following perquisites which shall not be included in the Computation of the ceiling on remuneration specified above:-
 - Gratuity on the basis of 15 days salary for each year of completed service, as per rules of the Company.
 - Leave encashment at the end of the tenure in accordance with the rules of the Company.
 - Contribution to Provident Fund, Superannuation Fund as per the rules of the Company.

The total remuneration in any one financial year shall not exceed the limits prescribed under section 198, 309 and other applicable provisions, read with Schedule XIII of the Act as may for the time being in force, with liberty to the Board of Directors to alter and vary the terms and conditions as may be agreed to between the Board of Directors and the Managing Director.

In the event of absence or inadequacy of profits in any financial year, the remuneration shall be governed by Section II of Part II of Schedule XIII of the Companies Act, 1956 or any statutory modification thereof and the same shall be treated as the minimum remuneration payable to the Managing Director.

Mr. Kamal Khetan be treated as interested Director in this resolution. None of the other Directors are interested in this resolution.

This explanation together with relevant resolution may be treated as an Abstract of terms and memorandum of interest pursuant to the provisions of Section 302 of the Companies Act 1956.

Item No 8: At the Annual General Meeting held on 18th September, 2012, the members of the Company had approved the increase in the remuneration of the Executive Director. In appreciation of the dedicated efforts and increased amount of responsibilities cast upon the Executive Director, the Remuneration Committee has recommended and Board of Directors have approved the increase in remuneration to Rs. 60,00,000 p.a. or 0.5 % of the Net profits, whichever is higher. There are no changes in the perquisites or other allowances payable to him.

The aggregate of the remuneration as aforesaid shall be within the maximum limit as laid down under Sections 198, 309 and all other applicable provisions, of the Act, read with schedule XIII of the Act as amended from time to time.

Mr. Jignesh Sanghavi is concerned or interested in the resolution. None of the other Directors are interested in this resolution.

This explanation together with relevant resolution may be treated as an Abstract of terms and Memorandum of Interest pursuant to the provisions of Section 302 of the Companies Act 1956.

**By Order of the Board of Directors
FOR SUNTECK REALTY LIMITED**

Mumbai: 30th May 2013

**Sd/-
Company Secretary**

Registered Office:
5th Floor, Sunteck Centre,
37-40 Subhash Road, Vile Parle (East),
Vile Parle (East), Mumbai 400057

Details of Directors seeking re-appointment at the Annual General Meeting
(In pursuance of Clause 49 of the Listing Agreement)

Name of Director	Mr. Kishore Vussonji	Mr. Ramakant Nayak
Age	66 years	67 years
Qualifications	Advocate & Solicitor	Degrees in Science and Law
Date of Appointment	19.12.2008	30.01.2010
Expertise	36 yrs. of experience as Advocate and Solicitor	More than 40 yrs. of experience in the field of Commercial Banking.
*Directorship in other Public Limited Companies as on March 31, 2013	Goldcrest Finance (India) Limited Comfund Consulting Limited Krishna Ventures Limited Weizmann Forex Limited Karma Energy Limited	Nitin Fire Protection Industries Limited Max Flex Imaging Systems Limited TRC Financial Services Limited Shree Pushkar Chemicals & Fertilizers Limited Arch Pharamalabs Limited Poddar Developers Limited Intellvisions Software Limited Ashapura Intimates Fashion Limited
Chairman/ Member of the Audit Committee as on March 31, 2012	Member of Audit Committee-Sunteck Realty Limited	Not a Member
Chairman/ Member of the Shareholders'/ Investors/ Grievance Committee as on March 31, 2012	Member of Investors Grievance Committee- Sunteck Realty Limited	Not a Member
No. of Shares held in the Company as on March 31, 2012	Nil	Nil

* Note: Excludes Directorship in Private Limited Companies, Foreign Companies and Government Bodies.

SUNTECK REALTY LIMITED

Registered Office: 5th Floor, Sunteck Centre, 37-40, Subhash Road, Vile Parle (East), Mumbai 400057

ATTENDANCE SLIP

30th ANNUAL GENERAL MEETING

27.09.2013

DP ID
Client ID

Reg. Folio No.

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Mr./Mrs./Miss. _____

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.
I hereby record my presence at the **30th ANNUAL GENERAL MEETING OF THE COMPANY** held at MIG Club, M.I.G Colony, Bandra (East), Mumbai 400051 at 6.00 p.m. on 27th September, 2013.

_____	_____
Proxy's name in Block Letters	Member's/Proxy's Signature

Note: Please fill in this attendance slip and hand it over at ENTRANCE of the MEETING HALL.

-----TEAR HERE-----

SUNTECK REALTY LIMITED

Registered Office: 5th Floor, Sunteck Centre, 37-40, Subhash Road, Vile Parle (East), Mumbai 400057

PROXY FORM

DP ID
Client ID

Reg. Folio No.

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I/We _____ of _____ being a member/members of Sunteck Realty Limited hereby appoint _____ of _____ or failing him _____ of _____ as my/our proxy to vote for me/us on my /our behalf at the **THIRTIETH ANNUAL GENERAL MEETING** of the Company to be held on Friday, 27th September, 2013 at 6.00 p.m. or at any adjournment thereof.

Signed this _____ day of _____ 2013

Affix a
Rs. 1
Revenue
Stamp

Note: The proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.