



LANDMARK
DALMIA GROUP

Landmark Property Development Company Limited
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PROCEEDINGS OF THE 41ST ANNUAL GENERAL MEETING OF THE MEMBERS OF LANDMARK PROPERTY DEVELOPMENT COMPANY LIMITED HELD ON THURSDAY, 28TH SEPTMEBR, 2017 AT 9.30 A.M. AT PEAREY LAL BHAWAN, 2, BAHADUR SHAH ZAFER MARG, NEW DELHI.

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

163 Members were present in person and 8 Members were present represented by valid proxies.

CHAIRMAN

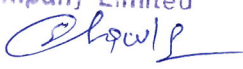
Shri Gaurav Dalmia, being the Chairman of the Board of Directors, took the chair in accordance with the Article 44 of the Articles of Association.

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 8 valid proxies had been received. These proxies represented 8,63,37,846 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 Practising Company Secretary, was also to be Scrutinizer for the poll. He said that results would be announced within 48 hours and the same would be hosted on Company's web site.

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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 41st AGM.

The Chairman also informed that the Company has 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.

Item No. 01 of the Agenda It was "**RESOLVED THAT** the Audited Balance Sheet of the Company as at 31st March, 2017 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 **100.00%** 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."

Ordinary Resolution was passed with **97.062%** of shares in favour of the resolution

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Company Secretary

Item No. 03 of the Agenda It was **"RESOLVED THAT** pursuant to Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013, read with the Companies (Audit and Auditors), Rules 2014, and pursuant to the recommendations of Audit Committee, M/s S.C.Vasudeva & Co.; Chartered ACCOUNTANTS(FRN -000235N) be and are hereby appointed as the Statutory Auditors of the Company in place of the retiring Statutory Auditors M/s V. Shankar Aiyar & Co. (Firm Registration Number 109208W) to hold office for a term of 5 years from the conclusion of this 41st Annual General Meeting upto the conclusion of 46th Annual General Meeting, subject to ratification of such appointment at every Annual General Meeting till the 46th AGM, at the remuneration of Rs.1,82,500/- (One Lac Eighty Two Thousand Five Hundred only) plus service tax plus out of pocket expenses, as may incurred by them in connection with the audit of the accounts of the Company."

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

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 9.45 A.M.

Date 28.09.2017



(S.K. Chawla)
Company Secretary

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Company Secretary