

CITADEL REALTY AND  
DEVELOPERS LIMITED

Corporate Office:  
702, Marathon Max,  
Mulund-Goregaon Link Road,  
Mulund (West), Mumbai - 400 080.  
Tel.: +91-22-6724 8484 / 88  
Fax: +91-22-6772 8408  
E-mail: marathon@marathonrealty.com  
Website: www.marathonrealty.com  
CIN: L21010MH1960PLC011764

July 10, 2018

To  
The Department of Corporate Services  
The BSE Limited  
1st Floor, P. J. Towers,  
Dalal Street, Mumbai 400 001.

**Scrip Code: 502445**

**Sub: Intimation of 58th Annual General Meeting of the Company**

Dear Sirs,

Pursuant to Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that:

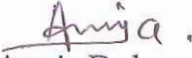
The 58th Annual General Meeting of the Company will be held on Friday, August 03, 2018 at 4.00 P.M. at Kilachand Conference Room, 2nd floor, Indian Merchant Chambers, Churchgate, Mumbai 400020.

Attached herewith the Notice of 58th Annual General Meeting for FY. 2017-2018. The same will be made available on the Company's website, at <http://www.citadelrealty.in>

This is for your information and records.

Thanking you,

Yours faithfully,  
For Citadel Realty and Developers Limited

  
Anuja Dube  
Company Secretary & Compliance Officer  
Encl.: As above.



**CITADEL REALTY AND DEVELOPERS LIMITED**

**NOTICE OF THE FIFTY-EIGHTH ANNUAL GENERAL MEETING**

Notice is hereby given that the **FIFTY-EIGHTH (58<sup>TH</sup>) ANNUAL GENERAL MEETING** of the members of **Citadel Realty and Developers Limited** will be held at Kilachand Conference Room, 2nd floor, Indian Merchant Chambers, Churchgate, Mumbai 400020 on Friday, August 03, 2018 at 4.00 P.M. to transact the following business :

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Standalone and Consolidated Audited Profit and Loss Account for the year ended 31st March, 2018 and the Balance Sheet as at that date and the Report of the Board of Directors and the Auditors thereon.
2. To declare Dividend, if any, for the financial year ended on 31<sup>st</sup> March 2018.
3. To appoint a Director in place of Mr. Chetan Shah, who retires by rotation and being eligible, offers himself for reappointment.

**Regd. Office:**

Marathon FutureX,  
N. M. Joshi Marg, Lower Parel (W),  
Mumbai 400013  
Dated: May 8, 2018

By Order of the Board

Sd/-  
Anuja Dube  
Company Secretary  
ACS-44198

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE GENERAL MEETING MAY APPOINT A PROXY, WHO NEED NOT BE A MEMBER. TO ATTEND AND TO VOTE ON HIS / HER BEHALF. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. The Company has notified closure of Register of Members and Share Transfer Books from July 27, 2018 to August 03, 2018 (both days inclusive).
3. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.

4. Members are requested to notify immediately, changes in their address, if any, to the Company's Registrar & Transfer Agents, quoting their folio numbers.
5. To avoid multiple communications, please intimate to Registrar & Transfer Agents about consolidation, if any, of the shares held under more than one folio number by you singly or jointly with others in the same sequence. Please also send relevant Share Certificates for the purpose.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Members / Proxy holders are requested to produce at the entrance, attendance slips duly completed and signed for admission to the Meeting Hall.
8. Members are requested to bring their copies of the annual report to the Meeting as the Company has discontinued the practice of providing another copy in view of the increased cost of paper and printing.
9. Since the equity shares of the Company are now dematerialized. NSDL & CDSL have allotted ISIN (International Security Identification Number) INE906D01014 for the Company's Shares.
10. Members who hold shares in Dematerialized form are requested to bring their client ID and DP ID numbers for easy identification for attendance at the Meeting.
11. All the members are requested to provide their e-mail address to the RTA / Company to enable to send the reports and other through electronic mode.

**Process for members opting for e-voting is as under :**

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed, the members are provided with the facility to exercise their votes at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited(NSDL). The instructions for e-voting are as under :

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

- 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 is mentioned below:**

**How to Log-in to NSDL e-Voting website?**

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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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. 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) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

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.

7. After entering your password, tick 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 is 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 company for which you wish to cast your vote.
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.

#### **General Guidelines for shareholders**

1. Institutional 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [n\\_r\\_joshi@yahoo.com](mailto:n_r_joshi@yahoo.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. 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.
3. In case of any queries, 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)

#### **Other instructions:**

- a. In case a Member receives physical copy of the Ballot papers along with Notice of AGM (for Members whose email addresses are not registered with the Company/Depositories):
- b. Initial password is provided in the enclosed ballot form; EVEN (E-Voting Event Number), user ID and password.
- c. Please follow all steps as mentioned above to cast vote.

- d. The e-voting period commences on July 31, 2018 (at 10.00 a.m IST), and ends on August 02, 2018 (at 5.00 p.m. IST), during this period Members of the Company, holding shares either in physical form or in dematerialized form, as on July 27, 2018, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.
- e. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital if the Company as on July 27, 2018 and as per the Register of Members of the Company.
- f. Mr. Nitin R. Joshi, Practicing Company Secretary (Membership No.1884) has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Postal Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
- g. The Scrutinizer shall within a period not exceeding two working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witness not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- h. Members have the option to request for physical copy of the Ballot form by sending an e-mail to [jibu@bigshareonline.com](mailto:jibu@bigshareonline.com) by mentioning their Folio/DP ID and Client ID No. However, the duly completed Ballot form should/reached the Scrutinizer not later than August 03, 2018 (at 5.00 p.m. IST). Ballot Form received after this date will be treated as invalid.
- i. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a member casts vote by both mode, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
- j. A Member can opt for only one mode of voting i.e. either through e-voting shall prevail and Ballot shall be treated as invalid.
- k. The results declared alongwith the Scrutinizer's Report shall be placed on the Company's website [www.citadelrealty.in](http://www.citadelrealty.in) and on the website of NSDL [www.e-voting.nsdl.com](http://www.e-voting.nsdl.com) within two working days of the passing of the resolutions at the Annual General Meeting of the Company on August 03, 2018 and communicated to BSE Limited, where the shares of the Company are listed.

Regd.Office:  
Marathon FutureX,  
N.M.Joshi Marg,  
Lower Parel (W),  
Mumbai 400013  
Date: May 08, 2018

By Order of the Board  
  
Sd/-  
Anuja Dube  
Company Secretary  
ACS: A44198

## AGM Venue Location MAP :

Kilachand Conference Room, 2nd floor, Indian Merchant Chambers, Churchgate, Mumbai 400020

