



**LANDMARK**  
DALMIA GROUP

Landmark Property Development Company Limited  
**Registered Office :** 11th Floor, Narain Manzil,  
23, Barakhamba Road, New Delhi - 110 001  
**CIN :** L13100DL1976PLC188942

Tel. : (91-11) 43621200  
Fax : (91-11) 41501333  
Email : info@landmarkproperty.in  
Website : www.landmarkproperty.in

**PROCEEDINGS OF THE 42ND ANNUAL GENERAL MEETING OF THE MEMBERS OF LANDMARK PROPERTY DEVELOPMENT COMPANY LIMITED HELD ON THURSDAY, 27TH SEPTMEBR, 2018 AT 9.30 A.M. AT THE GHALIB SEMINAR HALL, AIWAN-E-GHALIB MARG, NEW DELHI -1100 02 .**

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

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

**ATTENDANCE**

184 Members were present in person and 11 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 11 valid proxies had been received. These proxies represented 8,66,75,435 Equity Shares.

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

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

For Landmark Property Development  
Company Limited

  
Company Secretary

The Chairman also informed the members that Dr. G B Rao, Chairperson of the Stakeholders Relationship Committee and also Chairperson of Nomination and Remuneration Committee was present here to attend the AGM as required u/s 178 (7) of the Companies Act, 2013. Further, Dr. G B Rao, the Chairman of the Audit Committee of the Board and a Financial Expert, was entrusted with the responsibility to attend to the matters relating to clarifications in respect of Financial Statements at 42nd AGM.

The Chairman also informed that the Board had 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.

#### **Ordinary Business**


**Item No. 01 of the Agenda** It was "RESOLVED THAT the Audited Balance Sheet of the Company as at 31st March, 2018 and Profit & Loss Account for the year ended on that date along with all the schedules and annexures and reports of Auditors and Directors be and are hereby received, considered and adopted."

**Ordinary Resolution** was passed with **99.9999** % of shares in favour of the resolution.

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

**Ordinary Resolution** was passed with **99.9840%** of shares in favour of the resolution

For Landmark Property Development  
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Company Secretary

**Item No. 03 of the Agenda** It was "RESOLVED THAT pursuant to Sections 196,203 and other applicable provisions, if any, of the Companies Act, 2013, Shri Gaurav Dalmia, Director be and is hereby re-appointed as Managing Director of the Company, liable to retire by rotation, for a period of 5 years from 25.03.2018 to 24.03.2023 at Nil remuneration in accordance with the provisions specified in Schedule V of the Companies Act, 2013."

**Ordinary Resolution** was passed with 99.9840 % of shares in favour of the resolution.

**Special Business**

**Item No. 04 of the Agenda** It was "RESOLVED THAT pursuant to Sections 114,152 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force read with Regulation 17(1A) of the SEBI (LODR) Regulations, 2018, the approval of the Members be and is hereby accorded for continuation of holding of office by Shri G B Rao (DIN 00493992 ) who would attain the age of 75 years or above , as an Independent Non Executive Director , not liable to retire by rotation, for his remaining tenure expiring on September 30, 2019."

**Special Resolution** was passed with 99.99% of shares in favour of the resolution.

**Item No. 05 of the Agenda** It was "RESOLVED THAT pursuant to Sections 114,152 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force read with Regulation 17(1A) of the SEBI (LODR) Regulations, 2018, the approval of the Members be and is hereby accorded for continuation of holding of office by Shri H C Dua (DIN 00589075 ) who has attained the age of 75 years or above , as an Independent Non Executive Director, not liable to retire by rotation, for his remaining tenure expiring on September 30, 2019."

**Special Resolution** was passed with 99.99% of shares in favour of the resolution.

For and on behalf of Property Development  
Company Limited

  
Company Secretary

**Item No. 06 of the Agenda** It was "RESOLVED THAT pursuant to Sections 114,152 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force read with Regulation 17(1A) of the SEBI (LODR) Regulations, 2018, the approval of the Members be and is hereby accorded for continuation of holding of office by Shri J K Kapur (DIN 07139086) who has attained the age of 75 years or above, as an Independent Non Executive Director, not liable to retire by rotation, for his remaining tenure expiring on September 30, 2020."

**Special Resolution** was passed with **99.9999%** % 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 10.30 A.M.

Date 27.09.2018

**For Landmark Property Development  
Company Limited**



(S.K. Chawla)  
Company Secretary